UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM SD
SPECIALIZED DISCLOSURE REPORT

TEXAS INSTRUMENTS INCORPORATED
(Exact Name of Registrant as Specified in Its Charter)

Delaware	**001-03761**	**75-0289970**
(State of incorporation)	**(Commission File Number)**	**(I.R.S. Employer Identification No.)**

12500 TI Boulevard, P.O. Box 660199, Dallas, Texas	**75266-0199**
(Address of principal executive offices)	**(Zip code)**

Beverly Clemmons, 972-995-3773
(Name and telephone, including area code, of the person to contact in connection with this report)

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

☒ Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2013.

Section 1 – Conflict Minerals Disclosure

ITEM 1.01 Conflict Minerals Disclosure and Report

This Form SD should be read in conjunction with the definitions contained in the Securities and Exchange Commission instructions to Form SD and related rules. "Conflict minerals" refers to four specific metals regardless of their country of origin or whether they are financing or benefiting armed conflict: tantalum, tin, tungsten and gold.

With respect to conflict minerals necessary to the functionality or production of products manufactured by Texas Instruments Incorporated ("TI"), or contracted by TI to be manufactured, and required to be reported on Form SD for 2013 (collectively, "CMs"), we exercised due diligence concerning the source and chain of custody of the CMs. For a description of our due diligence (which included a reasonable country of origin inquiry), please see our Conflict Minerals Report (Exhibit 1.02).

This Form SD is available on our web site at www.ti.com/conflictminerals. We are not incorporating by reference the contents of our web site into this Form SD.

ITEM 1.02 Exhibit

The registrant's Conflict Minerals Report for 2013 is attached hereto as Exhibit 1.02.

Section 2 - Exhibits

ITEM 2.01 Exhibits

Exhibit 1.02 – Conflict Minerals Report as required by Items 1.01 and 1.02 of this Form.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the duly authorized undersigned.

Date: May 30, 2014

TEXAS INSTRUMENTS INCORPORATED

BY:/s/Kevin P. March
Kevin P. March
Senior Vice President and Chief Financial Officer

Conflict Minerals Report of Texas Instruments Incorporated
for the Year Ending December 31, 2013

This Conflict Minerals Report should be read in conjunction with the definitions contained in the Securities and Exchange Commission instructions to Form SD and related rules. "Conflict minerals" refers to four specific metals regardless of their country of origin or whether they are financing or benefiting armed conflict: tantalum, tin, tungsten and gold.

During 2011-2013, we established management systems and due diligence procedures (our "CM Process") as a basis for supply-chain management and disclosure compliance relating to the conflict minerals necessary to the functionality or production of products manufactured by TI, or contracted by TI to be manufactured, and required to be reported for 2013 (collectively, "CMs"). We designed the CM Process with the intent to conform in all material respects with the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas (Second Edition). The design of the CM Process included the following:

- a conflict minerals policy;
- an organizational structure and processes intended to ensure that our direct suppliers of CMs and each third-party manufacturer of our products that contain CMs (collectively, "Suppliers") are made aware of TI's policy on CMs and that information received by TI that is relevant to supply-chain due diligence reaches TI employees who have knowledge of the SEC disclosure requirements;
- a process, which uses a reporting tool and data gathered by an electronics industry initiative (described below), to achieve control and transparency over our CM supply chain and identify the risk that our products may contain CMs financing or benefiting armed groups in the Democratic Republic of the Congo or any adjoining country (each a "Covered Country");
- assessment and management of risks identified through the process described above;
- a mechanism for Suppliers and others to communicate to TI their concerns with respect to our CM Process;
- reliance on the electronics industry initiative described below to validate supply chain due diligence; and
- public reporting of the results of our due diligence.

Our ability to determine the origin and chain of custody of CMs, and whether they directly or indirectly finance or benefit armed groups in any Covered Country (the "Conflict Status"), is limited. Our supply chain for CMs is complex. In many cases, we are four or more steps removed from the smelter or the mine and we depend on information from Suppliers that themselves have incomplete information about the origin of the CMs they supply to us.

To gain insight into the country of origin, chain of custody and Conflict Status of our CMs, we relied primarily on the findings of the Conflict-Free Smelter Program ("CFSP"). Established by members of the Electronic Industry Citizenship Coalition ("EICC") and the Global e-Sustainability Initiative ("GeSI"), CFSP is a voluntary program in which an independent third party evaluates smelters' and refiners' procurement and inventory practices and determines whether the smelter or refiner ("Smelter") has demonstrated that all the materials it processed originated from conflict free sources.

The measures we took to exercise due diligence on the source and chain of custody of our CMs were as follows:

- communicating our CM policy to Suppliers;
- directing Suppliers to provide information concerning Smelters in their supply chains by completing and sending to us the Conflict Minerals Reporting Template (a tool developed by members of the EICC and GeSI that provides a common means for suppliers to provide their customers with information on the source of conflict minerals);
- analyzing Suppliers' Conflict Minerals Reporting Template responses for completeness and internal consistency and following up with Suppliers in an effort to get more information;
- comparing the information received from Suppliers with the data made available by the CFSP concerning the country of origin and Conflict Status of CMs processed or refined by Smelters; and
- reviewing other source materials, such as publications of the United Nations, if we were unable to determine, on the basis of the information provided by Suppliers and CFSP data, (i) the facility and country of origin of the CMs supplied to us, (ii) the Conflict Status of the CMs and (iii) whether the CMs were from recycled or scrap sources.

In responding to our data requests, many Suppliers named all the Smelters they had found in their supply chains, without specifying which Smelters were relevant to CMs actually supplied to TI. Accordingly, we refer below to Smelters as being "potentially" in our supply chain. Moreover, industry efforts to collect and verify origin information were continuing in 2013

and even now are incomplete, particularly for CMs other than tantalum. The results of our due diligence, which are summarized below, reflect these limitations.

Conflict Mineral	Determination
Tantalum	We identified 20 tantalum Smelters as potentially in our supply chain. For 18 of the 20 Smelters, we determined that the tantalum was conflict free based on an independent third-party audit of the Smelters. The origin of the materials processed by the other two Smelters was undeterminable, reflecting the limited information available.
Tin	We identified 46 tin Smelters as potentially in our supply chain. For nine of the 46 Smelters, we determined that the tin was conflict free based on an independent third-party audit of the Smelters. The origin of the materials processed by the other 37 Smelters was undeterminable, reflecting the limited information available.
Tungsten	We identified 19 tungsten Smelters as potentially in our supply chain. For one of the 19 Smelters, we determined that the tungsten was conflict free based on an independent third-party audit of the Smelters. The origin of the materials processed by the other 18 Smelters was undeterminable, reflecting the limited information available.
Gold	We identified 89 gold Smelters as potentially in our supply chain. For 35 of the 89 Smelters, we determined that the gold was conflict free based on an independent third-party audit of the Smelters. The origin of the materials processed by the other 54 Smelters was undeterminable, reflecting the limited information available.

The potential Smelters that processed materials of undeterminable origin are identified in the Appendix hereto.

On the basis of our due diligence, we found with respect to each of our products that (1) the information we had gathered had failed to clarify the country of origin and Conflict Status of at least one of the CMs contained in the product and (2) no CMs were from a source that, to our knowledge, was directly or indirectly financing or benefiting armed conflict in a Covered Country.

Our products are in the following categories as described in our annual report on Form 10-K for the year ending December 31, 2013: Analog products (including High Volume Analog & Logic, Power Management, High Performance Analog and Silicon Valley Analog products); Embedded Processing products (including Processors, Microcontrollers and Connectivity products); and Other products (including DLP® products, custom semiconductors known as application-specific integrated circuits and calculators). For further information about our products, please see the description of our products in Item 1 of the Form 10-K, which description is incorporated herein by reference.

Our efforts to determine the mine or location of origin of the CMs consisted of the due diligence measures described above.

Since the period covered by this Report, we have taken, or will take, the following steps to mitigate the risk that our CMs benefit armed groups in the Covered Countries, including to improve our due diligence:

- redistribute copies of our CM policy to Suppliers;

- emphasize to them our expectation that they respond fully and promptly to our information requests;
- instruct them to advise us if they determine that any person or entity in their supply chain is directly or indirectly financing or benefiting armed groups in the Covered Countries; and
- encourage them to direct all Smelters in their supply chains to participate in the CFSP or a similar third-party audit program.

This Conflict Minerals Report and our conflict minerals policy are available on our web site at www.ti.com/conflictminerals. We are not incorporating by reference the contents of our web site into this Conflict Minerals Report.

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Appendix

Listed below are the smelters and refiners we have determined to be potentially in our supply chain for 2013 that have processed CMs of undeterminable origin. As explained above, the presence of a smelter or refiner on the list does not indicate that TI products necessarily contained CMs processed by that smelter or refiner. The location information is as reported by the CFSP as of April 15, 2014.

Smelter or Refiner	**Conflict Mineral**	**Location**
Aida Chemical Industries Co. Ltd.	Gold	JAPAN
Almalyk Mining and Metallurgical Complex (AMMC)	Gold	UZBEKISTAN
Asaka Riken Co. Ltd.	Gold	JAPAN
Atasay Kuyumculuk Sanayi Ve Ticaret A.S.	Gold	TURKEY
Aurubis AG	Gold	GERMANY
Bangko Sentral ng Pilipinas (Central Bank of the Philippines)	Gold	PHILIPPINES
Boliden AB	Gold	SWEDEN
Caridad	Gold	MEXICO
Cendres & Métaux SA	Gold	SWITZERLAND
Chimet SpA	Gold	ITALY
Chugai Mining	Gold	JAPAN
Daejin Indus Co. Ltd.	Gold	REPUBLIC OF KOREA
DaeryongENC	Gold	REPUBLIC OF KOREA
Do Sung Corporation	Gold	REPUBLIC OF KOREA
FSE Novosibirsk Refinery	Gold	RUSSIAN FEDERATION

Guangdong Jinding Gold Limited	Gold	CHINA
Heimerle + Meule GmbH	Gold	GERMANY
Heraeus Precious Metals GmbH & Co. KG	Gold	GERMANY
Heraeus Ltd. Hong Kong	Gold	HONG KONG
Hwasung CJ Co. Ltd.	Gold	REPUBLIC OF KOREA
Japan Mint	Gold	JAPAN
Jiangxi Copper Company Limited	Gold	CHINA
JSC Ekaterinburg Non-Ferrous Metal Processing Plant	Gold	RUSSIAN FEDERATION
JSC Uralectromed	Gold	RUSSIAN FEDERATION
Kazzinc Ltd.	Gold	KAZAKHSTAN
Korea Metal Co. Ltd.	Gold	REPUBLIC OF KOREA
Kyrgyzaltyn JSC	Gold	KYRGYSTAN
L'azurde Company For Jewelry	Gold	SAUDI ARABIA
Lingbao Jinyuan Tonghui Refinery Co. Ltd.	Gold	CHINA
LS-Nikko Copper Inc.	Gold	REPUBLIC OF KOREA
Met-Mex Peñoles, S.A.	Gold	MEXICO
Moscow Special Alloys Processing Plant	Gold	RUSSIAN FEDERATION
Nadir Metal Rafineri San. Ve Tic. A.Ş.	Gold	TURKEY
Navoi Mining and Metallurgical Combinat	Gold	UZBEKISTAN

OJSC “The Gulidov Krasnoyarsk Non-Ferrous Metals Plant” (OJSC Krastvetmet)	Gold	RUSSIAN FEDERATION
OJSC Kolyma Refinery	Gold	RUSSIAN FEDERATION
Prioksky Plant of Non-Ferrous Metals	Gold	RUSSIAN FEDERATION
PT Aneka Tambang (Persero) Tbk	Gold	INDONESIA
PX Précinox SA	Gold	SWITZERLAND
Rand Refinery (Pty) Ltd.	Gold	SOUTH AFRICA
Sabin Metal Corp.	Gold	UNITED STATES
Samwon Metals Corp.	Gold	REPUBLIC OF KOREA
Schone Edelmetaal	Gold	NETHERLANDS
Shandong Zhaojin Gold & Silver Refinery Co. Ltd.	Gold	CHINA
So Accurate Group, Inc.	Gold	UNITED STATES
The Great Wall Gold and Silver Refinery of China	Gold	CHINA
The Refinery of Shandong Gold Mining Co. Ltd.	Gold	CHINA
Tongling Nonferrous Metals Group Co., Ltd.	Gold	CHINA
Torecom	Gold	REPUBLIC OF KOREA
Umicore Brasil Ltda.	Gold	BRAZIL
Yamamoto Precious Metal Co., Ltd.	Gold	JAPAN
Yokohama Metal Co. Ltd.	Gold	JAPAN
Zhongyuan Gold Smelter of Zhongjin Gold Corporation	Gold	CHINA

Zijin Mining Group Co. Ltd.	Gold	CHINA
Changsha South Tantalum Niobium Co. Ltd.	Tantalum	CHINA
JiuJiang JinXin Nonferrous Metals Co. Ltd.	Tantalum	CHINA
CNMC (Guangxi) PGMA Co. Ltd.	Tin	CHINA
Cooper Santa	Tin	BRAZIL
PT Prima Timah Utama	Tin	INDONESIA
CV Serumpun Sebalai	Tin	INDONESIA
CV United Smelting	Tin	INDONESIA
EM Vinto	Tin	BOLIVIA
Fenix Metals	Tin	POLAND
Gejiu Zi-Li	Tin	CHINA
Huichang Jinshunda Tin Co. Ltd.	Tin	CHINA
Jiangxi Nanshan	Tin	CHINA
Kai Unita Trade Limited Liability Company	Tin	CHINA
Linwu Xianggui Smelter Co.	Tin	CHINA
Metallo Chimique	Tin	BELGIUM
Minmetals Ganzhou Tin Co. Ltd.	Tin	CHINA
Mitsubishi Materials Corporation	Tin	JAPAN
Novosibirsk Integrated Tin Works	Tin	RUSSIAN FEDERATION

O.M. Manufacturing (Thailand) Co., Ltd.	Tin	THAILAND
PT Artha Cipta Langgeng	Tin	INDONESIA
PT Babel Inti Perkasa	Tin	INDONESIA
PT Bangka Putra Karya	Tin	INDONESIA
PT Bangka Tin Industry	Tin	INDONESIA
PT Belitung Industri Sejahtera	Tin	INDONESIA
PT DS Jaya Abadi	Tin	INDONESIA
PT Eunindo Usaha Mandiri	Tin	INDONESIA
PT Mitra Stania Prima	Tin	INDONESIA
PT Sariwiguna Binasentosa	Tin	INDONESIA
PT Stanindo Inti Perkasa	Tin	INDONESIA
PT Tambang Timah	Tin	INDONESIA
PT Tinindo Inter Nusa	Tin	INDONESIA
PT Refined Bangka Tin	Tin	INDONESIA
Rui Da Hung	Tin	TAIWAN
Soft Metais Ltda.	Tin	BRAZIL
PT Timah	Tin	INDONESIA
White Solder Metalurgia	Tin	BRAZIL
Liuzhou China Tin	Tin	CHINA

Yunnan Chengfeng	Tin	CHINA
China Rare Metal Materials Company	Tin	CHINA
A.L.M.T. Corp.	Tungsten	JAPAN
Kennametal Huntsville	Tungsten	UNITED STATES
Guangdong Xianglu Tungsten Industry Co., Ltd.	Tungsten	CHINA
Chongyi Zhangyuan Tungsten Co. Ltd.	Tungsten	CHINA
Dayu Weiliang Tungsten Co., Ltd.	Tungsten	CHINA
Fujian Jinxin Tungsten Co., Ltd.	Tungsten	CHINA
HC Starck GmbH	Tungsten	GERMANY
Hunan Chenzhou Mining Group Co.	Tungsten	CHINA
Hunan Chun-Chang Nonferrous Smelting & Concentrating Co., Ltd.	Tungsten	CHINA
Japan New Metals Co Ltd.	Tungsten	JAPAN
Ganzhou Non-ferrous Metals Smelting Co., Ltd.	Tungsten	CHINA
Ganzhou Huaxing Tungsten Products Co., Ltd.	Tungsten	CHINA
Kennametal Fallon	Tungsten	UNITED STATES
Tejing (Vietnam) Tungsten Co. Ltd.	Tungsten	VIETNAM
Wolfram Bergbau und Hütten AG	Tungsten	AUSTRIA
Wolfram Company CJSC	Tungsten	RUSSIAN FEDERATION
Xiamen Tungsten Co. Ltd.	Tungsten	CHINA

Zhuzhou Cemented Carbide Group Co. Ltd.	Tungsten	CHINA

IMPORTANT NOTICE

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In some cases, TI components may be promoted specifically to facilitate safety-related applications. With such components, TI’s goal is to help enable customers to design and create their own end-product solutions that meet applicable functional safety standards and requirements. Nonetheless, such components are subject to these terms.

No TI components are authorized for use in FDA Class III (or similar life-critical medical equipment) unless authorized officers of the parties have executed a special agreement specifically governing such use.

Only those TI components which TI has specifically designated as military grade or “enhanced plastic” are designed and intended for use in military/aerospace applications or environments. Buyer acknowledges and agrees that any military or aerospace use of TI components which have ***not*** been so designated is solely at the Buyer's risk, and that Buyer is solely responsible for compliance with all legal and regulatory requirements in connection with such use.

TI has specifically designated certain components as meeting ISO/TS16949 requirements, mainly for automotive use. In any case of use of non-designated products, TI will not be responsible for any failure to meet ISO/TS16949.

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