#### NATIONAL INSTRUMENTS CORP /DE/

Form 4 June 18, 2014

### FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

Form 5

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

**OMB** Number:

**OMB APPROVAL** 

3235-0287 January 31, Expires:

2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per 0.5

5. Relationship of Reporting Person(s) to

response... Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

KODOSKY JEFFREY L			Symbol NATIONAL INSTRUMENTS					Issuer				
			CORP /	CORP /DE/ [NATI]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			X Director 10% Owner Officer (give title Other (specify						
C/O NATIONAL INSTRUMENTS CORP, 11500 N. MOPAC EXPRESSWAY			06/16/2014					below)	below)			
	(Street)		If Amendment, Date Original iled(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
AUSTIN, TX 78759								Form filed by More than One Reporting Person				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) Execution Date any (Month/Day/Year)			Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (/Year) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	es Ownership Indirect ially Form: Direct Benefici (D) or Ownersl ng Indirect (I) (Instr. 4) d (Instr. 4) tion(s)			
a				Code V		or (D)	Price	(Instr. 3 and 4)				
Common Stock	06/16/2014			S	1,000 (1)	D	\$ 30.29	415,826	D			
Common Stock	06/16/2014			S	1,000 (1)	D	\$ 30.29	415,827	I	by Spouse		
Common Stock	06/16/2014			S	1,000 (1)	D	\$ 30.29	511,354	I	by Laura Kodosky trust		
Common Stock	06/16/2014			S	1,000 (1)	D	\$ 30.29	511,354	I	by Karen Kodosky		

### Edgar Filing: NATIONAL INSTRUMENTS CORP /DE/ - Form 4

trust

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)
	Derivative		•		Securities	3		(Instr.	3 and 4)	
	Security				Acquired				,	
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
					4, and 3)					
									Amount	
						Date Exercisable	Expiration Date		or	
								Title	Number	
									of	
				Code V	(A) (D)				Shares	

# **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

KODOSKY JEFFREY L C/O NATIONAL INSTRUMENTS CORP 11500 N. MOPAC EXPRESSWAY AUSTIN, TX 78759



### **Signatures**

David G. Hugley as attorney-in-fact for Jeffrey L. 06/18/2014 Kodosky

> \*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares were sold under Reporting Person's 10(b)5-1 Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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