KODOSKY JEFFREY L

Form 4

October 18, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

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subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * KODOSKY JEFFREY L			2. Issuer Name and Ticker or Trading Symbol NATIONAL INSTRUMENTS CORP [NATI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) ((Middle)		e of Earliest Transaction n/Day/Year)				X Director Officer (gives	e title 10% Owner Other (specify below)		
	ONAL INSTRUM 00 N. MOPAC VAY	MENTS	10/15/20	018				below)	Delow)		
	(Street)			ndment, Da	_	l		6. Individual or . Applicable Line)	Joint/Group Fili	Filing(Check	
AUSTIN, T	T Hea(IVIO)	Filed(Month/Day/Year)					_X_ Form filed by One Reporting Person Form filed by More than One Reporting				
								Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative (Securi	ities Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	10/15/2018			S(1)	300	D	\$ 43.3	363,045	D		
Common Stock	10/15/2018			S(1)	300	D	\$ 43.3	360,873	I	by Spouse	
Common Stock	10/15/2018			S(1)	500	D	\$ 43.3	447,800	I	by Laura Kodosky trust	
Common	10/15/2018			S <u>(1)</u>	500	D	\$	447,800	I	by Karen	

43.3

Kodosky

trust

(9-02)

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 Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date		Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	es	(Instr. 5)	Bene
	Derivative	Derivative Secur			Securities	Securities			and 4)		Owne
	Security				Acquired			,			Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
								A	mount		
						Date	Expiration	or			
					Exercisable	^					
						Ziterensuere	24.0	o			
				Code V	(A) (D)			S	hares		

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

R. Eddie Dixon, Jr. as attorney-in-fact for Jeffrey L. 10/18/2018 Kodosky

**Signature of Reporting Person

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).
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 2, **(1)** 2017.

Date

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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