

NATIONAL INSTRUMENTS CORP /DE/

Form 8-K

October 07, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 6, 2010

**National Instruments Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**000-25426**  
(Commission

File Number)

**74-1871327**  
(IRS Employer

Identification No.)

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**11500 North MoPac Expressway**

**Austin, Texas 78759**

**(Address of principal executive offices, including zip code)**

**(512) 338-9119**

**(Registrant's telephone number, including area code)**

**N/A**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Pursuant to Dr. James J. Truchard's request, on October 6, 2010, the Compensation Committee of the Board of Directors of National Instruments Corporation ( NI ) approved a decrease to Dr. Truchard's annual base salary from \$200,000 to \$1, effective as of October 1, 2010. Dr. Truchard is the President, Chief Executive Officer, and Cofounder of NI.

**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 undersigned hereunto duly authorized.

**NATIONAL INSTRUMENTS CORPORATION**

By: /s/ DAVID G. HUGLEY  
David G. Hugley

Vice President & General Counsel; Secretary

Date: October 6, 2010