SILICON LABORATORIES INC

Form 4

December 05, 2005

FORM 4

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

OMB 3235-0287 Number:

5. Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

GAY GAR	Y R		Symbol	ranic and	TICKCI OI	Traur	iig	Issuer		(-)	
			SILICON LABORATORIES INC [SLAB]					(Check all applicable)			
(Last)	(First) (N			Earliest Transaction				Director 10% Owner X Officer (give title Other (speci			
4635 BOSTON LANE			(Month/Day/Year) 12/01/2005					below) Vice President			
	(Street)		endment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Mon				th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
AUSTIN, T	X 78735							Form filed by M Person	More than One Re	porting	
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock, \$0.0001 par value	12/01/2005			M	5,000 (1)	A	\$ 15.1	45,698	D		
Common Stock, \$0.0001 par value	12/01/2005			S	5,000 (2)	D	\$ 38.94	40,698	D		

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 (9-02)

Edgar Filing: SILICON LABORATORIES INC - Form 4

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number out of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of Sh
Non-Qualified Stock Option (right to buy)	\$ 15.1	12/01/2005		M	5,000 (1)	10/16/2002(3)	09/21/2011	Common Stock, \$0.0001 par value	5

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GAY GARY R

4635 BOSTON LANE Vice President

AUSTIN, TX 78735

Signatures

Bruce A. Maurer, Power of Attorney for Gary R. Gay

**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) Stock option exercise pursuant to reporting person's 10(b)5-1 plan.
- (2) Shares sold pursuant to reporting person's 10(b)5-1 plan.
- (3) This option becomes exercisable as it vests in a series of thirty-six (36) successive equal monthly installments beginning October 16, 2002.
- (4) Not applicable per instruction 4(c)(iii).

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.

Reporting Owners 2