FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPR	OVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* MCGOVERN JOHN W				2. S	2. Issuer Name and Ticker or Trading Symbol SILICON LABORATORIES INC [SLAB]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
MCGC	VERNJ	OHIN W			- -							-	1	Director	r		10%	Owne	er	
					- -	_							— ;	Officer	(give title	е		er (spe	ecify	
(Last)	(F	First)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year)								below)			belo	,		
4635 BOSTON LANE						02/04/2004								Vice President and CFO						
4000 DOSTON LAINE																				
					- 4.	If Ame	ndme	nt, Date o	of Origin	al File	d (Month/Dav	y/Year)	6. In	idividual or J	oint/Gro	up Filing	(Check	Applic	cable	
(Street)									J			,	Line)			`	• •		
AUSTIN TX 78735														X Form filed by One Reporting Person						
					_									Form fi	led by M	ore than	One Re	portin	na l	
														Person				p	"	
(City)	(5	State)	(Zip)																	
		Ta	ble I - N	on-Der	ivativ	re Se	curi	ties Ac	quire	d, Di	sposed o	f, or Be	neficiall	y Owned						
1 Title of	Security (Inc	etr 3)		2. Trans	ection	on 2A. Deemed 3.				3. 4. Securities Acquired (A) or				or 5. Amount of 6. Ownership 7. Nature of						
Date						Execution Date,			Transaction Disposed Of (D) (Instr. 3, 4 a				3, 4 and	and Securities			Form: Direct		Indirect	
				(Month/I	Day/Yea		if any (Month/Day/Year)		Code (Instr. 8)		5)			Beneficially Owned Foll		(D) or Indirect (I) (Instr. 4)		Beneficial Ownership		
						("			10)			_		Reported		(1) (111301. 4)		(Instr. 4)		
									Code	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and	n(s)					
												(5)		(ilisti. 5 aliu 4)		 				
Common Stock, \$0.0001 par value 02/04/2						004		M		11,000	A	\$1.75	27,400	D ⁽¹⁾ D)	1			
	C: 1 ¢0	0001		02/04	/2004	004					45.000	T .	Φ0.25	12.000						
Common Stock, \$0.0001 par value 02/04/2					/2004	004		M		15,666	A	\$0.25	43,06	96	D					
																		By I	MAP	
Common Stock, \$0.0001 par value														50,000		I		Investments		
																		investinents		
			Table II	- Deriv	ative	Sec	uriti	es Aca	uired.	Dis	posed of,	or Bene	eficially	Owned						
			rabio ii								convertik			O TTTT						
		1	1.			,	_							l						
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deen Executio		te, Transad		5. Numbe			Exercisable and tion Date		7. Title an	d Amount	8. Price of Derivative	9. Number of derivative		10. Owners		11. Nature of Indirect	
Security	or Exercise	(Month/Day/Year)	if any		Code (str. Derivative		(Month/			Underlyin	g	Security	Securi	ties	Form:	_ i [i	Beneficial	
(Instr. 3) Price of (Month/Day/Year) 8) Derivative				8)			Securities Acquired				Derivative		(Instr. 5)	Beneficially Owned		Direct (D) or Indirect		Ownership (Instr. 4)		
Security							(A) or					(Instr. 3 and 4)			Following		(i) (instr. 4)		(insu. 4)	
						Disposed of (D) (Instr. 3, 4 and 5)									ted	```	´			
														Transaction(s) (Instr. 4)						
							1	,					1	-	l`	<i>'</i>				
													Amount							
													Number							
					Code	l _v	(A)	(D)	Date Exercisa	ablo	Expiration Date	Title	of Shares							
			-		Coue	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	(~)	(0)	LACIOIS	auic	Date	Title	Jilaies		_			-		
Incentive												Common								
Stock Option	\$0.25	02/04/2004			M			15,666	06/23/19	108 ⁽²⁾	06/23/2008	Stock,	15,666	\$0 ⁽³⁾	16	,334	D			
(right to	40.25	02/04/2004			171			10,000	00/23/18	,,,,,	33,23,2000	\$0.0001	15,550	Ψυ··	10,	,554				
buy)		1										par value								
Incentive		1																		
Stock		1										Common Stock,								
Option	\$1.75	02/04/2004			M			11,000	07/20/19	999 ⁽²⁾	07/20/2009	\$0.0001	11,000	\$0 ⁽³⁾	7,	000	D			
(right to			1			1	1	1				par value	1	1	I		l			

Explanation of Responses:

- $1.\ Includes\ 200\ shares\ acquired\ under\ the\ Silicon\ Laboratories\ Inc.\ employee\ stock\ purchase\ plan\ on\ October\ 31,\ 2003.$
- 2. This option is immediately exercisable and vests in a series of thirty-six (36) equal monthly installments beginning December 28, 2001.
- 3. Not applicable per instruction 4(c)(iii).

John W. McGovern

02/05/2004

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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