SEC Form 4

FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

Check this box if no longer subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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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

3235-0287 OMB Number: Estimated average burden hours per response 0.5

1. Name and Address of Reporting Person* GAY GARY R			2. Issuer Name and Ticker or Trading Symbol <u>SILICON LABORATORIES INC</u> [SLAB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) (First) (Middle) L		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/05/2005	X below) below) Vice President
(Street) AUSTIN	TX	78735	 4. If Amendment, Date of Original Filed (Month/Day/Year) 	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting
(City)	(State)	(Zip)		Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock, \$0.0001 par value	05/05/2005		М		5,000 ⁽¹⁾	Α	\$1.25	57,998 ⁽²⁾	D	
Common Stock, \$0.0001 par value	05/05/2005		S		5,000 ⁽³⁾	D	\$25.21	52,998	D	

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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Incentive Stock Option (right to buy)	\$1.25	05/05/2005		М			5,000 ⁽¹⁾	12/15/1998 ⁽⁴⁾	12/15/2008	Common Stock, \$0.0001 par value	5,000	\$0 ⁽⁵⁾	23,000	D	

Explanation of Responses:

1. Stock option exercise pursuant to reporting person's 10(b)5-1 plan.

2. Includes 200 shares and 200 shares acquired under the Silicon Laboratories Inc. employee stock purchase plan on October 29, 2004 and April 29, 2005, respectively.

3. Shares sold pursuant to reporting person's 10(b)5-1 plan.

4. The Option is immediately exercisable but the shares vest in a series of thirty-six (36) successive equal monthly installments beginning October 16, 2002.

5. Not applicable per instruction 4(c)(iii).

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

05/09/2005

** 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.

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

OMB APPROVAL