

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

1. Name and Address of Reporting Person* <b>SOOCH NAVDEEP S</b>			2. Issuer Name and Ticker or Trading Symbol <b>SILICON LABORATORIES INC [ SLAB ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/27/2004</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<b>4635 BOSTON LANE</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	<b>AUSTIN TX</b>	<b>78735</b>						
(City)	(State)	(Zip)						

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock, \$0.0001 par value	12/27/2004		S		28,016 <sup>(1)</sup>	D	\$35.0768 <sup>(2)</sup>	1,505,369	D	
Common Stock, \$0.0001 par value	12/27/2004		S		1,681 <sup>(1)</sup>	D	\$35.0768 <sup>(2)</sup>	89,838	I	By Libra II, L.P. <sup>(3)</sup>
Common Stock, \$0.0001 par value	12/27/2004		S		560 <sup>(1)</sup>	D	\$35.0768 <sup>(2)</sup>	13,112	I	David T. Sooch Trust <sup>(4)</sup>
Common Stock, \$0.0001 par value	12/27/2004		S		560 <sup>(1)</sup>	D	\$35.0768 <sup>(2)</sup>	13,112	I	Kelly A. Sooch Trust <sup>(4)</sup>
Common Stock, \$0.0001 par value	12/27/2004		S		560 <sup>(1)</sup>	D	\$35.0768 <sup>(2)</sup>	13,112	I	Kevin S. Sooch Trust <sup>(4)</sup>

**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. Transaction Code (Instr. 8)	5. Number 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 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 Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
Non-Qualified Stock Option (right to buy)	\$15.1						09/21/2001 <sup>(5)</sup>	09/21/2011	Common Stock, \$0.0001 par value		16,500 <sup>(6)</sup>	D	
Non-Qualified Stock Option (right to buy)	\$15.1						10/21/2001 <sup>(7)</sup>	09/21/2011	Common Stock, \$0.0001 par value		125,000 <sup>(8)</sup>	D	
Non-Qualified Stock Option (right to buy)	\$24.3						07/13/2005 <sup>(9)</sup>	06/13/2012	Common Stock, \$0.0001 par value		100,000 <sup>(10)</sup>	D	
Non-Qualified Stock Option (right to buy)	\$33.17						08/10/2005 <sup>(11)</sup>	08/10/2014	Common Stock, \$0.0001 par value		1,195 <sup>(12)</sup>	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. Transaction Code (Instr. 8)		5. Number 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 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 Transaction(s) (Instr. 4)	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				
Non-Qualified Stock Option (right to buy)	\$38.5							08/18/2004 <sup>(11)</sup>	08/18/2013	Common Stock, \$0.0001 par value	10,000		10,000 <sup>(13)</sup>	D	

**Explanation of Responses:**

- Shares sold pursuant to reporting person's 10(b)5-1 plan.
- Price represents the weighted average selling price. Prices range between \$35.00 and \$35.25.
- These shares are held in a family limited partnership.
- These shares are held in a trust for the benefit of the reporting person's children. The reporting person is co-trustee of the trust.
- This option is 100% vested and exercisable on the date of grant.
- On December 13, 2004 options to acquire 16,500 shares of common stock were transferred by the reporting person pursuant to a domestic relations order.
- This option becomes exercisable as it vests in a series of sixty (60) successive equal monthly installments measured from the date of grant.
- On December 13, 2004 options to acquire 125,000 shares of common stock were transferred by the reporting person pursuant to a domestic relations order.
- The option becomes exercisable as it vests in a series of twelve (12) successive equal monthly installments measured from June 13, 2005.
- On December 13, 2004 options to acquire 100,000 shares of common stock were transferred by the reporting person pursuant to a domestic relations order.
- Option vests and becomes exercisable with respect to (i) twenty percent (20%) of the option shares upon optionee's completion of one year of service measured from the grant date and (ii) the balance of the option shares in a series of forty-eight (48) successive monthly installments over the forty-eight (48) month period measured from the first year anniversary of the grant date.
- On December 13, 2004 options to acquire 12,500 shares of common stock were transferred by the reporting person pursuant to a domestic relations order.
- On December 13, 2004 options to acquire 10,000 shares of common stock were transferred by the reporting person pursuant to a domestic relations order.

Bruce A. Maurer, Power of Attorney for Navdeep S. Sooch 12/28/2004

\*\* 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.

**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.**