

SILICON LABORATORIES INC
 Form 4
 December 09, 2005

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Rabinovitsj Daniel A

2. Issuer Name and Ticker or Trading Symbol
 SILICON LABORATORIES INC
 [SLAB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 4635 BOSTON LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/07/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President

AUSTIN, TX 78735
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting 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)	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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$0.0001 par value	12/07/2005		M		333 ⁽¹⁾ A \$ 1.75	40,106	D
Common Stock, \$0.0001 par value	12/07/2005		M		214 ⁽¹⁾ A \$ 15.1	40,320	D
Common Stock, \$0.0001 par value	12/07/2005		M		153 ⁽¹⁾ A \$ 15.1	40,473	D

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Common Stock, \$0.0001 par value	12/07/2005	S	700 ⁽²⁾	D	\$ 39.8	39,773	D	
Common Stock, \$0.0001 par value						775	I	D. Rabinovitsj GRAT
Common Stock, \$0.0001 par value						775	I	E. Rabinovitsj GRAT
Common Stock, \$0.0001 par value						409	I	by Spouse

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 1.75	12/07/2005		M	333 ⁽¹⁾	07/20/1999 ⁽⁴⁾ 07/20/2009	Common Stock, \$0.0001 par value
Incentive Stock Option (right to buy)	\$ 15.1	12/07/2005		M	214 ⁽¹⁾	01/14/2004 ⁽⁵⁾ 09/21/2011	Common Stock, \$0.0001 par value

Non-Qualified Stock Option (right to buy)	\$ 15.1	12/07/2005	M	153 (1)	01/14/2004 ⁽⁵⁾	09/21/2011	Common Stock, \$0.0001 par value
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rabinovitsj Daniel A 4635 BOSTON LANE AUSTIN, TX 78735			Vice President	

Signatures

Mark D. Mauldin, Power of Attorney for Daniel A.
Rabinovitsj

12/09/2005

__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) Not applicable per instruction 4(c)(iii).
- (4) This option is immediately exercisable and vests in a series of thirty-six (36) successive equal monthly installments beginning December 14, 2003.
- (5) This option becomes exercisable as it vests in a series of forty eight(48) successive equal monthly installments beginning December 14, 2003.

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.