

SILICON LABORATORIES INC

Form 4

December 16, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BRESEMANN DAVID P

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)
11/23/2004

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

AUSTIN, TX 78735

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

(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 Ownership (Instr. 4) |
|---|---|---|--------------------------------------|---|--|--|---|
| Common Stock, \$0.0001 par value | 11/23/2004 | | G | 1,000 D | \$ 0 ⁽¹⁾ 13,190 | D | |
| Common Stock, \$0.0001 par value | 12/14/2004 | | S | 400 ⁽²⁾ D | \$ 34.12 12,790 | D | |
| Common Stock, \$0.0001 par value | 12/14/2004 | | M | 416 ⁽³⁾ A | \$ 15.1 13,206 | D | |

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| | | | | | | | |
|---|------------|---|-------------------------|---|-------------|--------|---|
| Common Stock, \$0.0001 par value | 12/14/2004 | M | 584 ⁽³⁾ | A | \$ 15.44 | 13,790 | D |
| Common Stock, \$0.0001 par value | 12/14/2004 | S | 1,000 ⁽²⁾ | D | \$ 34.12 | 12,790 | D |

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

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 control number.

SEC 1474
(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 Underlying Security (Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|--|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 15.1 | 12/14/2004 | | M | 416 ⁽³⁾ | 07/16/2003 ⁽⁴⁾ 09/21/2011 | Common Stock, \$0.0001 par value |
| Non-Qualified Stock Option (right to buy) | \$ 15.44 | 12/14/2004 | | M | 584 ⁽³⁾ | 03/16/2001 ⁽⁶⁾ 03/16/2011 | Common Stock, \$0.0001 par value |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BRESEMANN DAVID P 4635 BOSTON LANE AUSTIN, TX 78735 | | | Vice President | |

Signatures

David P.
Bresemann

12/15/2004

 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) Gratuitous transfer for which no consideration was received.
- (2) Shares sold pursuant to reporting person's 10(b)5-1 plan.
- (3) Stock option exercise pursuant to reporting person's 10(b)5-1 plan.
- (4) This option becomes exercisable as it vests in a series of thirty-six (36) successive equal monthly installments beginning July 16, 2003.
- (5) Not applicable per instruction 4(c)(iii).
- (6) This option becomes exercisable as it vests in a series of sixty (60) successive equal monthly installments beginning March 16, 2001.

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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