

SILICON LABORATORIES INC

Form 4

January 27, 2006

FORM 4

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

OMB APPROVAL

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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 *
BRENNAN RUSSELL J

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)
01/25/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.0001 par value	01/25/2006		M		7,698 ⁽¹⁾	A	\$ 21.65
Common Stock, \$0.0001 par value	01/25/2006		M		96,469 ⁽¹⁾	A	\$ 21.65
Common Stock, \$0.0001 par value	01/25/2006		S		104,167 ⁽²⁾	D	\$ 50.0345 ⁽³⁾

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- (2) Shares sold pursuant to reporting person's 10(b)5-1 plan.
- (3) Price represents the weighted average selling price. Prices range between \$50.00 and \$50.24.
Option first became exercisable on September 12, 2003. Option vests and becomes exercisable over a 60-month period with respect to (i) twenty percent (20%) of the option shares vest and become exercisable upon optionee's completion of one year of service measured from September 12, 2002 and (ii) the balance of the option shares vest and become exercisable in a series of forty-eight (48) successive equal monthly installments over the forty-eight (48) month period measured from the first year anniversary of September 12, 2002.
- (5) Not applicable per instruction 4(c)(iii).

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.