

SILICON LABORATORIES INC

Form 4

April 17, 2006

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(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)
04/12/2006

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

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	04/12/2006		M	308 ⁽¹⁾ A	\$ 21.65 9,226	D	
Common Stock, \$0.0001 par value	04/12/2006		M	3,859 ⁽¹⁾ A	\$ 21.65 13,085	D	
Common Stock, \$0.0001 par value	04/12/2006		S	4,167 ⁽²⁾ D	\$ 54.02 8,918	D	

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

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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 of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 21.65	04/12/2006		M	308 (1)	09/12/2003 ⁽³⁾	09/12/2012	Common Stock, \$0.0001 par value	
Non-Qualified Stock Option (right to buy)	\$ 21.65	04/12/2006		M	3,859 (1)	09/12/2003 ⁽³⁾	09/12/2012	Common Stock, \$0.0001 par value	3

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BRENNAN RUSSELL J 4635 BOSTON LANE AUSTIN, TX 78735	Chief Financial Officer

Signatures

Russell J. Brennan 04/17/2006

**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).

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- (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.

Option vests and becomes exercisable with respect to (i) twenty percent (20%) of the option shares upon optionee's completion of one

- (3) 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.
- (4) 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.

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