

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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

1. Name and Address of Reporting Person* <b>BRENNAN RUSSELL J</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Vice President and CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/27/2004</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		
4635 BOSTON LANE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)	AUSTIN TX 78735				

**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	01/27/2004		M		600 <sup>(1)</sup>	A	\$21.65	600	D	
Common Stock, \$0.0001 par value	01/27/2004		S		600 <sup>(2)</sup>	D	\$55.01	0	D	
Common Stock, \$0.0001 par value	01/27/2004		M		16 <sup>(1)</sup>	A	\$21.65	16	D	
Common Stock, \$0.0001 par value	01/27/2004		S		16 <sup>(2)</sup>	D	\$55.1	0	D	
Common Stock, \$0.0001 par value	01/27/2004		M		7,718 <sup>(1)</sup>	A	\$21.65	7,718	D	
Common Stock, \$0.0001 par value	01/27/2004		S		7,718 <sup>(2)</sup>	D	\$55.1	0	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				
Incentive Stock Option (right to buy)	\$21.65	01/27/2004		M		600 <sup>(1)</sup>		09/12/2003 <sup>(3)</sup>	09/12/2012	Common Stock, \$0.0001 par value	600	\$0 <sup>(4)</sup>	13,873	D	
Incentive Stock Option (right to buy)	\$21.65	01/27/2004		M		16 <sup>(1)</sup>		09/12/2003 <sup>(3)</sup>	09/12/2012	Common Stock, \$0.0001 par value	16	\$0 <sup>(4)</sup>	13,857	D	
Non-Qualified Stock Option (right to buy)	\$21.65	01/27/2004		M		7,718 <sup>(1)</sup>		09/12/2003 <sup>(3)</sup>	09/12/2012	Common Stock, \$0.0001 par value	7,718	\$0 <sup>(4)</sup>	173,644	D	

**Explanation of Responses:**

- Stock option exercise pursuant to reporting person's 10(b)5-1 plan.
- 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 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.
- Not applicable per instruction 4(c)(iii).

Russell J. Brennan 01/28/2004  
 \*\* 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.

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