POWER INTEGRATIONS INC

Form 4 January 29, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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> Filed By Romeo and Dye's Section 16 Filer www.section16.net

~ -					me and Tio grations Po		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 5245 Hellyer Ave				orting	ntification 2 g Person, voluntary)	Numbe	Mo	4. Statement for Month/Day/Year 1/28/03		X Director			
San Jose, Ca 95	(Street) 5138						Dat	f Amendment, e of Original onth/Day/Year)	(C <u>X</u> Pe	Check Applicate Form filed by erson	One Reporting More than One		
(City) (State)	(Zip)	7	[able	I Non-I)erivat	ive Sec	urities Acquired	, Dispose	ed of, or Benef	icially Owned		
1. Title of Security			3. Transaction C		4. Securities Acquired (A) or Disposed of (D			5. Amount of Securities		6. Owner- ship Form:	7. Nature of Indirect		
(Instr. 3)	Date (Month/ Day/ Year)	Date, if any (Month/Day/ Year)	(Instr. 8 Code	V	(Instr. 3, 4 Amount	& 5) (A) or (D)	Price	Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
common stock	1/28/03		S		20,000	D	22.76		196,045	D			

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative s	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security I	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(NeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securiti	X ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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				(of (I))					(Instr. 4)	(D)	l	ı
												or	l	ı
				((Inst	r.						Indirect		
					3, 4	&						(I)		
				4	5)							(Instr. 4)		
			Code	V	(A)	(D)	Date	Expira-	Title	Amount				
							Exer-cisable	tion		or				
								Date		Number				
										of				
										Shares				

Explanation of Responses:

By: /s/ Rober Lelieur Attorney in Fact

1/29/03

**Signature of Reporting Person

**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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