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POWER INTEGRATIONS INC

Form 4 February 26, 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

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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

1. Name and Add Earhart Howard			me and Tic grations PC		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle)				rting	ntification N Person, voluntary)	Number		atement for hth/Day/Year 5/03	<u>X</u> 10	Director Owner Officer (give title below) ther (specify below)			
San Jose, Ca 95						Amendment, of Original nth/Day/Year)	(C <u>X</u> Pe	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	Т	able	I Non-D	erivati	Dispose	Disposed of, or Beneficially Owned							
1. Title of Security (Instr. 3)	2. Trans- 2A. Deemed action Execution Date,		3. Trans- action Code (Instr. 8)		4. Securitie (A) or Disp (Instr. 3, 4	osed o	f (D)	5. Amount of Securities Beneficially		6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial		
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
Common Stock	02/25/03		M		3,400	A	12.10			D			
Common Stock	02/25/03		S		3,400	D	22.60			D			
Common Stock	02/25/03		M		10,000	A	12.10			D			
Common Stock	02/25/03		S		10,000	D	22.50		186,045	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)

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

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	2. Conver- sion or			4. Trans							8. Price of Derivative		10. Owner-	11. N of In
Security				action		ivative						Securities	ship	Bene
,	Price of		Date,	Code			(Month/Day/		Securities	_	-	Beneficially	Form	Own
(Instr. 3)	Derivative	(Month/	if any			uired	Year)		(Instr. 3 &	z 4)	(,	Owned	of Deriv-	(Inst
(Day/	(Month/	(Instr.		•				. ,		Following	ative	
		Year)	` .	8)	` /	posed							Security:	
			Year)	- /	of (Direct	
						,						(Instr. 4)	(D)	
					(Ins	tr. 3, 4						(Instr. 1)	or	
					& 5)								Indirect	
				Code	_	ĺ	Date	Expira-	Title	Amount	1		(I)	
				Couc	(11)			tion	Title	or			(Instr. 4)	
							Exci cisubic	Date		Number				
								Bute		of				
										Shares				
Non-Qualified	12.10	02/25/03		М		3,400		05/31/11	Common	3,400			D	
Stock Option									Stock	, , , ,				
(right to buy)														
Non-Qualified	12.10	02/25/03		М		10,000		05/31/11	Common	10,000		301,697	D	
Stock Option						.,			Stock	.,,,,,				
(right to buy)														

Explanation of Responses:

By: /s/ Rober Lelieur Attorney in Fact

<u>02/25/03</u> Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).