## Edgar Filing: DSP GROUP INC /DE/ - Form 4

DSP GROU	P INC /DE/												
Form 4													
January 04,	2008												
FORM	14									OMB AF	PROVAL		
	UNITED	STATES		RITIES . shingtor				NGE CO	OMMISSION	OMB Number:	3235-0287		
Check th if no lon	ger									Expires:	January 31,		
subject t		IENT OI	F CHAN				CIA	L OWN	ERSHIP OF	Estimated a	2005 average		
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obligatio	-							-	Act of 1934, 1935 or Section				
may con	unue.			ivestmen	•	-	•						
See Instr 1(b).	uction	20(11)	or the h	i i estinen	u comp	ully	110		, 				
(Print or Type)	Responses)												
L same Data a			2. Issue Symbol	er Name <b>an</b>	d Ticker	or Tr	radir	-8	5. Relationship of Reporting Person(s) to Issuer				
2			•	ROUP IN	NC /DE	/ [D\$	SPC	3]					
(Last)	(First) (I	Middle)	3. Date o	f Earliest 7	Fransacti	- n		-	(Check	all applicable	)		
			(Month/I	Day/Year)					Director 10% Owner				
	ROUP, INC., 258		01/02/2	2008					X Officer (give t below)	title Othe below)	r (specify		
	RST STREET, SU	UITE							· · · · · · · · · · · · · · · · · · ·	inancial Office	r		
460													
	(Street)			endment, I	-	nal			6. Individual or Joi	nt/Group Filin	g(Check		
Filed(Mo				nth/Day/Ye	ar)				Applicable Line) _X_ Form filed by One Reporting Person				
SAN JOSE	, CA 95131								Form filed by Mo Person				
(City)	(State)	(Zip)	Tab	le I - Non-	Derivati	ve Se	curi	ities Acqu	ired, Disposed of,	or Beneficiall	y Owned		
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Secu	rities	Aco	quired (A)	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution	Date, if	Transacti	-				Securities	Ownership	Indirect		
(Instr. 3)		any (Month/Da	av/Year)	Code (Instr. 3, 4 and 5) (Instr. 8)					Beneficially Owned	Form: Direct (D)	Beneficial Ownership		
		(		()					Following	or Indirect	(Instr. 4)		
						(A	<b>A</b> )		Reported	(I) (Instr. 4)			
				<b>a</b> 1 <b>a</b>		0	or	D.	Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
Common				Code V	Amoui	t (E		Price \$					
Stock	01/02/2008			S <u>(1)</u>	737	D		ф 11.7963	0	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transact Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
Treporting of the Film	reporting o wher runner runness		10% Owner	Officer	Other				
Levy Dror C/O DSP GROUP, INC. 2580 NORTH FIRST STRE SAN JOSE, CA 95131	EET, SUITE 460			Chief Financial Officer					
Signatures									
/s/ Dror Levy	01/04/2008								

<u>\*\*</u>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).
- Purchased pursuant to Issuer's Employee Stock Purchase Plan. Sale effected pursuant to irrevocable order previously executed by (1) 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. 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.