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

DSP GROU	P INC /DE/											
Form 4												
January 04,	2008											
FORM	ЛД									OMB AF	PROVAL	
	UNITED	STATES		RITIES shingtor				NGE C	COMMISSION	OMB Number:	3235-0287	
Check th				C						Expires:	January 31,	
if no longer subject to STATEMENT OF CHAI							ICIA	LOW	NERSHIP OF	Estimated a	2005 Verage	
Section 16.				SECU	Rľ	TIES				burden hours per		
Form 4 o Form 5								A (61004	response	0.5		
obligatic								•				
may con	lunue.			inty no		•	-	•	1935 or Section			
See Instr 1(b).	ruction	50(II)	or the fi	ivestiller	n c	ompai	1y 1 K		0			
(Print or Type	Responses)											
1 1 1		D *							5 5 1 2 1 1			
				r Name ar	ıd T	Ticker or	Tradi	ng	5. Relationship of Reporting Person(s) to Issuer			
MIMLON	LLIIMIO		Symbol	ROUP II	NC		חפט	CI				
(-)						-	DSI	0]	(Check	all applicable)	
(Last)	(First) (I	Middle)		f Earliest	Tran	isaction			X Director	100	Our	
C/O DSP G	ROUP, INC., 258	30	01/02/2	Day/Year)					_X_ Director10% Owner _X_ Officer (give title Other (specify			
	RST STREET, SU		01/02/2	.000					below)	below) of Board and (
460	,								Chairman	of board and C	LEU	
	(Street)		4. If Am	endment, I	Date	Origina	1		6. Individual or Joi	nt/Group Filin	g(Check	
				nth/Day/Ye	ar)				Applicable Line)			
a	a								_X_ Form filed by Or Form filed by Mo			
SAN JOSE	, CA 95131								Person	she than one rej	porting	
(City)	(State)	(Zip)	Tab	le I - Non-	-Dei	rivative	Secu	rities Acq	uired, Disposed of,	or Beneficiall	ly Owned	
1.Title of	2. Transaction Date			3.				quired (A		6.	7. Nature of	
Security	(Month/Day/Year)	Execution	Date, if	Transacti		-			Securities Beneficially	Ownership Form:	Indirect Beneficial	
(Instr. 3)		any (Month/Day/Year)		Code (Instr. 3, 4 and 5) (Instr. 8)					Owned	Direct (D)	Ownership	
			•	. ,					Following	or Indirect	(Instr. 4)	
							(A)		Reported Transaction(s)	(I) (Instr. 4)		
				a 1 b			or	D i	(Instr. 3 and 4)	(11150.4)		
Common				Code V	A	mount	(D)	Price \$,			
Stock	01/02/2008			S <u>(1)</u>	3	34	D	۹ 11.796	₈ 1,143	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 Derivative2. Conversion or Exercise Price of Derivative Security		3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed	6. Date Exercisable and Expiration Date (Month/Day/Year)		Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo
				of (D) (Instr. 3, 4, and 5)						Trans (Instr
			Code N	7, and 3)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
AYALON ELIYAHU C/O DSP GROUP, INC. 2580 NORTH FIRST STREET, SUITE 460 SAN JOSE, CA 95131	х		Chairman of Board and CEO					
Signatures								
/s/ Eliyahu 01/04/2008								

Ayalon

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).
- (1) Purchased pursuant to Issuer's Employee Stock Purchase Plan. Sale effected pursuant to irrevocable order previously executed by 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.