

DSP GROUP INC /DE/
Form 4
July 31, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SILVER LOUIS

(Last) (First) (Middle)

**C/O DSP GROUP, INC., 3120
SCOTT BLVD**

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
DSP GROUP INC /DE/ [DSPG]

3. Date of Earliest Transaction
(Month/Day/Year)
07/27/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Ownership Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/27/2006		M		900	A	\$ 12.5361	900	D
Common Stock	07/27/2006		S		900	D	\$ 24.5	0	D
Common Stock	07/27/2006		M		625	A	\$ 12.5361	625	D
Common Stock	07/27/2006		S		625	D	\$ 24.5	0	D
Common Stock	07/27/2006		M		625	A	\$ 12.5361	625	D

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Common Stock	07/27/2006	S	625	D	\$ 24.5	0	D
Common Stock	07/27/2006	M	625	A	\$ 12.5361	625	D
Common Stock	07/27/2006	S	625	D	\$ 24.5	0	D
Common Stock	07/27/2006	M	500	A	\$ 12.5361	500	D
Common Stock	07/27/2006	S	500	D	\$ 24.5	0	D

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. P Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.5361	07/27/2006		M	900	08/05/2003 08/04/2009	Common Stock	900	
Stock Option (Right to Buy)	\$ 12.5361	07/27/2006		M	625	11/05/2003 08/04/2009	Common Stock	625	
Stock Option (Right to Buy)	\$ 12.5361	07/27/2006		M	625	02/05/2004 08/04/2009	Common Stock	625	
	\$ 12.5361	07/27/2006		M	625	05/05/2004 08/04/2009		625	

Stock									Common	
Option									Stock	
(Right to										
Buy)										
Stock										
Option	\$ 12.5361	07/27/2006		M	500	08/05/2004	08/04/2009		Common	500
(Right to									Stock	
Buy)										

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SILVER LOUIS C/O DSP GROUP, INC. 3120 SCOTT BLVD SANTA CLARA, CA 95054		X		

Signatures

/s/ Louis Silver 07/31/2006

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).

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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