

DSP GROUP INC /DE/  
Form 4  
June 02, 2006

**FORM 4**

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

OMB APPROVAL

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**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

(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)  
**05/31/2006**

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 (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	05/31/2006		M	1,600 A \$ 12.5361	1,600	D	
Common Stock	05/31/2006		S	1,600 D \$ 25.8613	0	D	
Common Stock	05/31/2006		M	662 A \$ 12.5361	662	D	
Common Stock	05/31/2006		S	662 D \$ 25.8613	0	D	
Common Stock	05/31/2006		M	174 A \$ 12.5361	174	D	

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Common Stock	05/31/2006	S	174	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	165	A	\$ 12.5361	165	D
Common Stock	05/31/2006	S	165	D	\$ 25.8613	0	D
Common Stock	05/31/2006	M	79	A	\$ 12.5361	79	D
	05/31/2006	S	79	D		0	D

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Common Stock \$ 25.8613

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

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(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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006		M	1,600	08/05/2003 08/04/2009	Common Stock	1,600
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006		M	662	08/05/2003 08/04/2009	Common Stock	662
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006		M	174	11/05/2003 08/04/2009	Common Stock	174
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006		M	165	02/05/2004 08/04/2009	Common Stock	165
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006		M	165	05/05/2004 08/04/2009	Common Stock	165
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006		M	165	08/05/2004 08/04/2009	Common Stock	165

Buy)									
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	165	11/05/2004	08/04/2009	Common Stock	165	
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	165	02/05/2005	08/04/2009	Common Stock	165	
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	165	05/05/2005	08/04/2009	Common Stock	165	
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	165	08/05/2005	08/04/2009	Common Stock	165	
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	165	11/05/2005	08/04/2009	Common Stock	165	
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	165	02/05/2006	08/04/2009	Common Stock	165	
Stock Option (Right to Buy)	\$ 12.5361	05/31/2006	M	79	05/05/2006	08/04/2009	Common Stock	79	

## 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                      06/02/2006  
 \*\*Signature of                      Date  
 Reporting Person

## 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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