

DSP GROUP INC /DE/  
Form 3/A  
September 26, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â NXP B.V.		(Month/Day/Year)	DSP GROUP INC /DE/ [DSPG]	
(Last)	(First)	09/04/2007		
HIGH TECH CAMPUS			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
60,Â 5656 AG EINDHOVEN			(Check all applicable)	09/14/2007
(Street)			<input type="checkbox"/> Director	6. Individual or Joint/Group Filing(Check Applicable Line)
			<input type="checkbox"/> Officer	<input checked="" type="checkbox"/> 10% Owner
			(give title below)	<input type="checkbox"/> Other
				(specify below)
THE NETHERLANDSÂ				<input type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock, par value \$0.001 per share	4,186,603	D <sup>(1)</sup>	Â

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NXP B.V. HIGH TECH CAMPUS 60 5656 AG EINDHOVEN THE NETHERLANDS	Â	Â X	Â	Â
KASLION Acquisition B.V. HIGH TECH CAMPUS 60 5656 AG EINDHOVEN THE NETHERLANDS	Â	Â X	Â	Â
KASLION Holding B.V. HIGH TECH CAMPUS 60 5656 AG EINDHOVEN THE NETHERLANDS	Â	Â X	Â	Â
KASLION S.a r.l. HIGH TECH CAMPUS 60 5656 AG EINDHOVEN THE NETHERLANDS	Â	Â X	Â	Â

## Signatures

/s/ Theodoor Antonius Carel Maria Claasen, Name: Theodoor Antonius Carel Maria Claasen, Title: Executive Vice President NXP B.V.	09/25/2007
__Signature of Reporting Person	Date
/s/ Petrus Antonius Maria van Bommel, Name: Petrus Antonius Maria van Bommel, Title: Director KASLION Acquisition B.V.	09/25/2007
__Signature of Reporting Person	Date
/s/ Francois Adrianus van Houten, Name: Francois Adrianus van Houten, Title: Director KASLION Acquisition B.V.	09/25/2007
__Signature of Reporting Person	Date
/s/ Erik Maria Jozef Thyssen, Name: Erik Maria Jozef Thyssen, Title: Director KASLION Holding B.V.	09/25/2007
__Signature of Reporting Person	Date
/s/ Robertus Nicolaas de Jong, Name: Robertus Nicolaas de Jong, Title: Director KASLION Holding B.V.	09/25/2007
__Signature of Reporting Person	Date
/s/ Johannes Peter Huth, Name: Johannes Peter Huth, Title: Director KASLION S.a r.l.	09/25/2007
__Signature of Reporting Person	Date
/s/ Nicolas Cattelain, Name: Nicolas Cattelain, Title: Director KASLION S.a r.l.	09/25/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

These shares are held directly by NXP B.V. KASLION Acquisition B.V. is the sole member of NXP B.V. and may be deemed to be the beneficial owner of shares owned by NXP B.V. KASLION Acquisition B.V. disclaims beneficial ownership of these shares, except to the extent of its pecuniary interest in such shares. KASLION Holding B.V. is the majority shareholder of KASLION Acquisition B.V.

(1) and may be deemed to be the beneficial owner of shares owned by NXP B.V. KASLION Holding B.V. disclaims beneficial ownership of these shares, except to the extent of its pecuniary interest in such shares. KASLION S.a r.l. is the sole shareholder of KASLION Holding B.V. and may be deemed to be the beneficial owner of shares owned by NXP B.V. KASLION S.a r.l. disclaims beneficial ownership of these shares, except to the extent of its pecuniary interest in such shares.

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### Remarks:

ThisÂ amendmentÂ toÂ theÂ originalÂ FormÂ 3Â filedÂ onÂ 9/14/07Â isÂ solelyÂ toÂ addÂ theÂ electronicÂ filingÂ cod

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.