

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

**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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person * <u>NXP B.V.</u> <hr/> (Last) (First) (Middle) HIGH TECH CAMPUS 60 5656 AG EINDHOVEN <hr/> (Street) THE NETHERLANDS <hr/> (City) (State) (Zip)
---

1. Name and Address of Reporting Person *		
<a href="#">KASLION Acquisition B.V.</a>		
(Last)	(First)	(Middle)
HIGH TECH CAMPUS 60 5656 AG EINDHOVEN		
(Street)		
THE NETHERLANDS		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *		
<a href="#">KASLION Holding B.V.</a>		
(Last)	(First)	(Middle)
HIGH TECH CAMPUS 60 5656 AG EINDHOVEN		
(Street)		
THE NETHERLANDS		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *		
<a href="#">KASLION S.a r.l.</a>		
(Last)	(First)	(Middle)
HIGH TECH CAMPUS 60 5656 AG EINDHOVEN		
(Street)		
THE NETHERLANDS		
(City)	(State)	(Zip)

**Explanation of Responses:**

1. 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. 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.

**Remarks:**

This amendment to the original Form 3 filed on 9/14/07 is solely to add the electronic filing codes for KALSION Acquisition B.V., KASLION Holding B.V. and KASLION S.a r.l.

[/s/ Theodoor Antonius Carel  
Maria Claasen, Name:  
Theodoor Antonius Carel 09/25/2007  
Maria Claasen, Title: Executive  
Vice President NXP B.V.](#)

[/s/ Petrus Antonius Maria van  
Bommel, Name: Petrus  
Antonius Maria van Bommel, 09/25/2007  
Title: Director KASLION  
Acquisition B.V.](#)

[/s/ Francois Adrianus van  
Houten, Name: Francois  
Adrianus van Houten, Title: 09/25/2007  
Director KASLION  
Acquisition B.V.](#)

[/s/ Erik Maria Jozef Thyssen,  
Name: Erik Maria Jozef  
Thyssen, Title: Director 09/25/2007  
KASLION Holding B.V.](#)

/s/ Robertus Nicolaas de Jong,  
Name: Robertus Nicolaas de 09/25/2007  
Jong, Title: Director KASLION  
Holding B.V.

/s/ Johannes Peter Huth, Name:  
Johannes Peter Huth, Title: 09/25/2007  
Director KASLION S.a r.l.

/s/ Nicolas Cattelain, Name:  
Nicolas Cattelain, Title: 09/25/2007  
Director KASLION S.a r.l.

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**

JOINT FILER INFORMATION

This Statement on Form 3 is filed jointly by (i) NXP B.V., (ii) KASLION Acquisition B.V., (iii) KASLION Holding B.V. and (iv) KASLION S.à r.l. The principal business address of each of NXP B.V., KASLION Acquisition B.V., KASLION Holding B.V. and KASLION S.à r.l. is High Tech Campus 60, 5656 AG Eindhoven, The Netherlands.

Name of Designated Filer: NXP B.V.

Date of Event Requiring Statement: September 4, 2007

Issuer Name and Ticker or Trading Symbol: DSP Group, Inc. (DSPG)

Date: September 25, 2007

/s/ Theodoor Antonius Carel Maria Claasen

Name: Theodoor Antonius Carel Maria Claasen

Title: Executive Vice President

NXP B.V.

/s/ Petrus Antonius Maria van Bommel

Name: Petrus Antonius Maria van Bommel

Title: Director

KASLION Acquisition B.V.

/s/ François Adrianus van Houten

Name: François Adrianus van Houten

Title: Director

KASLION Acquisition B.V.

/s/ Erik Maria Jozef Thyssen

Name: Erik Maria Jozef Thyssen

Title: Director

KASLION Holding B.V.

---

/s/ Robertus Nicolaas de Jong

Name: Robertus Nicolaas de Jong

Title: Director

KASLION Holding B.V.

/s/ Johannes Peter Huth

Name: Johannes Peter Huth

Title: Director

KASLION S.à r.l.

/s/ Nicolas Cattelain

Name: Nicolas Cattelain

Title: Director

KASLION S.à r.l.

---