

CONEXANT SYSTEMS INC  
 Form 4  
 August 21, 2008

**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 \*  
 IYER BALAKRISHNAN S

2. Issuer Name and Ticker or Trading Symbol  
 CONEXANT SYSTEMS INC  
 [CNXT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/20/2008

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

4000 MACARTHUR BLVD.

(Street)

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

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

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

**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)	Price		
Common Stock					2,368	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.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 27.69					<u>(1)</u>	01/04/2009	Common Stock	47,723
Stock Option (Right to Buy)	\$ 26.31					<u>(1)</u>	03/30/2009	Common Stock	33,482
Stock Option (Right to Buy)	\$ 64.38					<u>(1)</u>	10/27/2010	Common Stock	2,225
Stock Option (Right to Buy)	\$ 14.66					<u>(1)</u>	11/05/2010	Common Stock	8,605
Stock Option (Right to Buy)	\$ 26.31					<u>(1)</u>	03/29/2011	Common Stock	3,044
Stock Option (Right to Buy)	\$ 34.47					<u>(1)</u>	04/03/2012	Common Stock	49,178
Stock Option (Right to Buy)	\$ 14.66					<u>(1)</u>	11/04/2012	Common Stock	8,605
Stock Option (Right to Buy)	\$ 61.99					<u>(1)</u>	10/06/2013	Common Stock	1,000
	\$ 73						02/25/2005 <sup>(2)</sup>	02/25/2014	1,000

Stock Option (Right to Buy)				Common Stock	
Stock Option (Right to Buy)	\$ 16.1	08/27/2005 <sup>(2)</sup>	08/27/2014	Common Stock	1,000
Stock Option (Right to Buy)	\$ 17.3 <sup>(3)</sup>	02/23/2006 <sup>(2)</sup>	02/22/2015	Common Stock	1,000
Stock Option (Right to Buy)	\$ 16.6 <sup>(3)</sup>	08/23/2006 <sup>(2)</sup>	08/23/2015	Common Stock	1,000
Stock Option (Right to Buy)	\$ 29	02/21/2007 <sup>(2)</sup>	02/21/2016	Common Stock	1,000
Stock Option (Right to Buy)	\$ 22	08/22/2007 <sup>(2)</sup>	08/22/2016	Common Stock	1,000
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 20.6	02/21/2008 <sup>(2)</sup>	02/21/2017	Common Stock	1,000
Stock Option (Right to Buy)	\$ 11.5	08/21/2008 <sup>(2)</sup>	08/21/2017	Common Stock	1,000
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 5.9	02/20/2009 <sup>(2)</sup>	02/20/2018	Common Stock	1,000
Stock Option (Right to Buy) <sup>(3)</sup>	\$ 5.97	08/20/2009 <sup>(2)</sup>	08/20/2018	Common Stock	1,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

