DSP GROUP INC /DE/ Form 8-K April 03, 2015

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): March 31, 2015

DSP GROUP, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

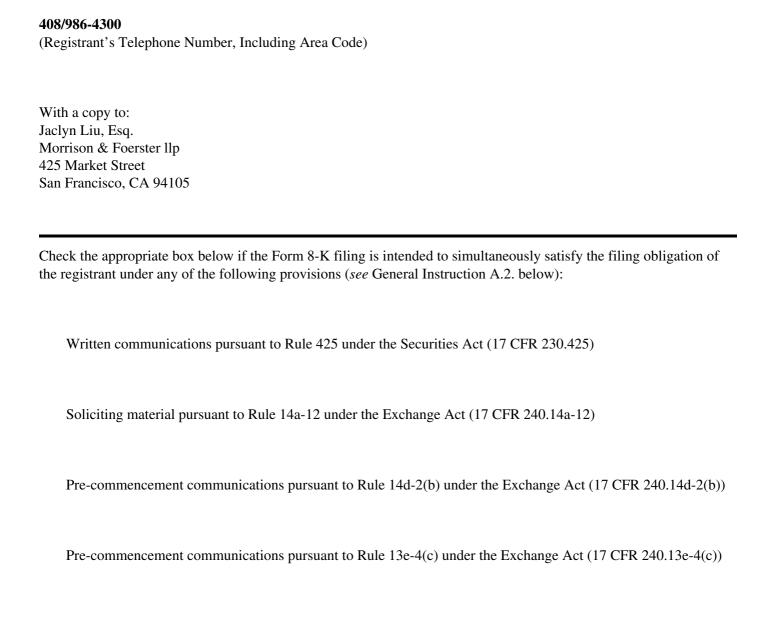
(State or Other Jurisdiction of Incorporation)

1-35256 94-2683643

(Commission File Number) (I.R.S. Employer Identification No.)

161 S. San Antonio Road, Suite 10
Los Altos, CA
(Address of Principal Executive Offices)

94022
(Zip Code)



Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On March 31, 2015, the board of directors of DSP Group, Inc. approved an amended and restated bylaws of the company (the "A&R Bylaws"), effective as of March 31, 2015. The A&R Bylaws include the following modifications: (a) elimination of the provisions providing for classification of the board of directors, which declassification was previously approved by stockholders, and (b) setting the exact number of directors of the board at nine, which represents the current number of directors on the board. The A&R Bylaws also include non-substantive administrative changes.

The full text of the A&R Bylaws is filed as Exhibit 3.1 hereto and incorporated herein by reference. The foregoing description of the A&R Bylaws does not purport to be complete and is qualified in its entirety by reference to the A&R Bylaws as filed hereto.

ITEM 9.01. Financial Statements and Exhibits.

- (d) Exhibits.
- 3.1 Amended and Restated Bylaws of DSP Group, Inc., effective as of March 31, 2015.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DSP GROUP, INC.

Date: April 3, 2015 By:/s/ Dror Levy

Dror Levy

Chief Financial Officer

and Secretary

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