DSP GROUP INC /DE/ Form 8-K August 15, 2017

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): August 15, 2017

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.)

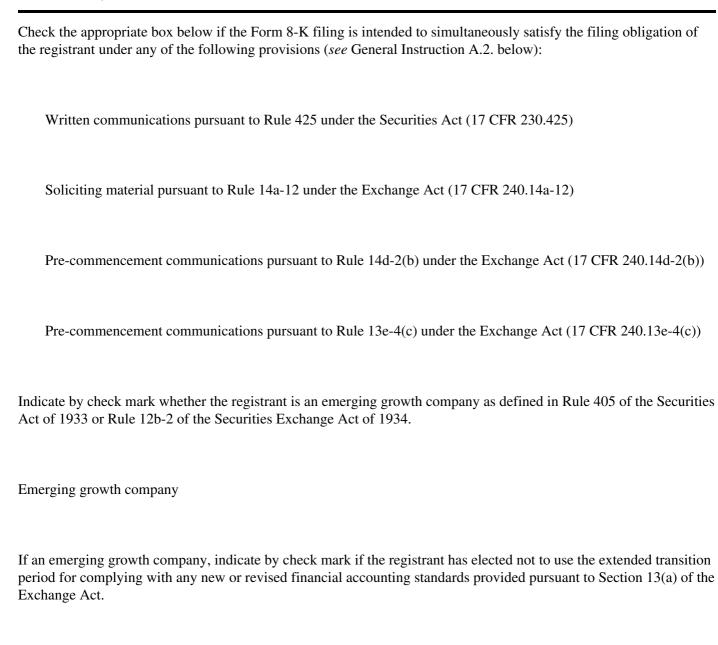
161 S. San Antonio Road, Suite 10
Los Altos, CA
(Zip Code)

(Address of Principal Executive Offices)

408/986-4300

(Registrant's Telephone Number, Including Area Code)

With a copy to: Jaclyn Liu, Esq. Morrison & Foerster llp 425 Market Street San Francisco, CA 94105



Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fisc	Item 5.03 A	ition or Bylaws: Change in Fis	cles of Incor	to Article	Amendments 1	m 5.03	Ite:
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On August 10, 2017, the board of directors (the "Board") of DSP Group, Inc. (the "Company") approved amended and restated bylaws of the Company (the "A&R Bylaws"), effective as of August 10, 2017. The modifications in the A&R Bylaws include: (a) clarification of the process for submission of stockholder proposals, (b) setting the exact number of the Board members at seven (the current number of directors on the Board), and (c) clarification of the role of the Chairman of 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 August 10, 2017.

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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: August 15, 2017 By: /s/ Dror Levy

Dror Levy

Chief Financial Officer

and Secretary

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