

Edgar Filing: DSP GROUP INC /DE/ - Form SC 13D/A

DSP GROUP INC /DE/
Form SC 13D/A
April 06, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Amendment Number 7 to
Schedule 13D

Under the Securities Exchange Act of 1934

DSP Group, Inc.

(Name of Issuer)

Common Stock, par value \$.025 per share

(Title of class of securities)

233328-10-6

(CUSIP Number)

Magnum Technology Limited
c/o Rothschild Corporate Fiduciary
Services, Ltd.
P.O. Box 472
St. Peter's House
Le Bordinge
St. Peter Port, Guernsey
Channel Islands GY1 6AX
Attention: Mr. Nicholas Moss

Henry I. Rothman, Esq.
Jenkins & Gilchrist Parker Chapin LLP
The Chrysler Building
405 Lexington Avenue
New York, New York 10036
212-704-6000

(Persons Authorized to Receive Notices and Communications)

March 30, 2001

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box []

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1 NAME OF REPORTING PERSON
 SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Magnum Technology Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []
(b) []

3 SEC USE ONLY

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4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEM 2(d) OR 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION
BRITISH VIRGIN ISLANDS

7 SOLE VOTING POWER
1,371,000

8 SHARED VOTING POWER
1,564,000 (held of record by Magnum Telecom
Limited, a wholly owned subsidiary)

9 SOLE DISPOSITIVE POWER
1,371,000

10 SHARED DISPOSITIVE POWER
1,564,000 (held of record by Magnum Telecom
Limited)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON
2,935,000 (1,564,000 of which is beneficially owned indirectly)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
10.8%

14 TYPE OF REPORTING PERSON*
IV

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Schedule 13D

ITEM 1. SECURITY AND ISSUER

This statement relates to the Common Stock of DSP Group, Inc.. ("DSP").
DSP's executive offices are located at 3120 Scott Boulevard, Santa Clara,
California 95054.

ITEM 2. IDENTITY AND BACKGROUND

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On October 31, 2000, Magnum Telecom Limited ("Magnum Telecom") entered into a Sponsor Pledge and Security Agreement (the "SPA") with certain other sponsors in favor of The Chase Manhattan Bank (the "Bank"), acting as collateral agent. Pursuant to the SPA, Magnum Telecom has granted to the Bank a securing interest and continuing lien on all of Magnum Telecom's right, title and interest in and to 1,564,000 shares of Common Stock of DSP securing Magnum Telecom's obligations to provide certain capital contributions pursuant to a certain Capital Contribution Agreement as shareholder of Global Village Telecom LTDA.

To the knowledge of the Reporting Person on the date hereof, except to the extent set forth herein or in the Exhibit herewith, the Reporting Person does not have any other contracts, arrangements, understandings or relationship (legal or otherwise) with any person with respect to securities issued by DSP, including, but not limited to, transfer or voting of any such securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees or profits, divisions or profits or loss or the giving or withholding of proxies.

A summary of the Stock Purchase Agreement, which is incorporated herein by reference, is provided in Item 4 herein.

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ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

None

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SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, the Reporting Person certifies that the information set forth in this statement is true, complete and correct.

Dated: April 4, 2001

MAGNUM TECHNOLOGY LIMITED

FIRST BOARD LIMITED
(Director of Reporting Person)

By: /s/ Vince Aylward

Name: Vince Aylward
Title: Authorized Signatory of
First Board Limited Director