

CEVA INC  
Form 8-K  
January 30, 2007

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**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): January 25, 2007

**CEVA, INC.**  
(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**000-49842**  
(Commission File Number)

**77-0556376**  
(I.R.S. Employer Identification No.)

**2033 Gateway Place, Suite 150, San Jose,  
CA**  
(Address of Principal Executive Offices)

**95110**  
(Zip Code)

**408/514-2900**  
(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS**

On January 25, 2007, Issachar Ohana, Executive Vice President, Worldwide Sales, of CEVA, Inc. (the "Company"), received a stock option grant to purchase 27,000 shares of the Company's common stock from the Company's 2000 Stock Incentive Plan at an exercise price of \$7.22 per share, the closing price of the Company's common stock on January 25, 2007. The stock options become exercisable as to 25% of the underlying shares on January 25, 2008 and 1/48<sup>th</sup> of the underlying shares each month thereafter.

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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.

CEVA, INC.

Date: January 30, 2007

By: /s/ Yaniv Arieli

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Yaniv Arieli  
Chief Financial Officer