

CEVA INC

Form 4

November 30, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WERTHEIZER GIDEON

(Last) (First) (Middle)

**CEVA, INC., 2033 GATEWAY
PLACE, #150**

(Street)

SAN JOSE, CA 95110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CEVA INC [CEVA]

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

11/28/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Executive Officer

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

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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	11/28/2007		M		8,120	A \$ 9.82	8,120 D
Common Stock	11/28/2007		S		300	D \$ 10.42	7,820 D
Common Stock	11/28/2007		S		700	D \$ 10.36	7,120 D
Common Stock	11/28/2007		S		1,500	D \$ 10.38	5,620 D
Common Stock	11/28/2007		S		700	D \$ 10.41	4,920 D

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Common Stock	11/28/2007	S	300	D	\$ 10.39	4,620	D
Common Stock	11/28/2007	S	900	D	\$ 10.37	3,720	D
Common Stock	11/28/2007	S	3,720	D	\$ 10.35	0	D
Common Stock	11/29/2007	M	600	A	\$ 9.82	600	D
Common Stock	11/29/2007	S	400	D	\$ 10.35	200	D
Common Stock	11/29/2007	S	200	D	\$ 10.36	0	D
Common Stock	11/30/2007	M	2,180	A	\$ 9.82	2,180	D
Common Stock	11/30/2007	S	2,180	D	\$ 10.35	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 9.82	11/28/2007		M	8,120	12/19/2003 ⁽¹⁾ 01/22/2008	Common Stock 8,120
Stock Option (Right to Buy)	\$ 9.82	11/29/2007		M	600	12/19/2003 ⁽¹⁾ 01/22/2008	Common Stock 600

Stock										
Option	\$ 9.82	11/30/2007		M	2,180	12/19/2003 ⁽¹⁾	01/22/2008	Common		2,180
(Right to								Stock		
Buy)										

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WERTHEIZER GIDEON CEVA, INC. 2033 GATEWAY PLACE, #150 SAN JOSE, CA 95110	Chief Executive Officer

Signatures

/s/ Gideon	
Wertheizer	11/30/2007
**Signature of	Date
Reporting Person	

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The stock option becomes exercisable as to 25% of the underlying shares on the first year anniversary of the grant date and 6.25% each quarter thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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