

Arieli Yaniv  
Form 4  
May 12, 2011

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Arieli Yaniv

(Last) (First) (Middle)

CEVA, INC., 1943 LANDINGS  
DRIVE

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

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

CEVA INC [CEVA]

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

05/10/2011

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 Financial 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/10/2011		M	2,500 A \$ 9.1	2,500	D	
Common Stock	05/10/2011		S	2,500 D \$ 31.05	0	D	
Common Stock	05/10/2011		M	11,747 A \$ 9.8	11,747	D	
Common Stock	05/10/2011		S	11,747 D \$ 31	0	D	
Common Stock	05/11/2011		M	1,003 A \$ 9.8	1,003	D	

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Common Stock	05/11/2011	S	1,003	D	\$ 30.81	0	D
Common Stock	05/11/2011	M	39,000	A	\$ 5.55	39,000	D
Common Stock	05/11/2011	S	39,000	D	\$ 31.03	0	D

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

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SEC 1474  
(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)	\$ 9.1	05/10/2011		M	2,500	07/24/2008 <sup>(1)</sup> 07/24/2014	Common Stock 2,500
Stock Option (Right to Buy)	\$ 9.8	05/10/2011		M	11,747	05/20/2009 <sup>(1)</sup> 05/20/2015	Common Stock 11,747
Stock Option (Right to Buy)	\$ 9.8	05/11/2011		M	1,003	05/20/2009 <sup>(1)</sup> 05/20/2015	Common Stock 1,003
Stock Option (Right to Buy)	\$ 5.55	05/11/2011		M	39,000	07/19/2006 <sup>(1)</sup> 07/19/2012	Common Stock 39,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director   10% Owner   Officer

Other

Arieli Yaniv  
CEVA, INC.  
1943 LANDINGS DRIVE  
MOUNTAIN VIEW, CA 94043

Chief Financial Officer

## Signatures

/s/ Yaniv Arieli

05/12/2011

Signature of  
Reporting Person

Date

## 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 1/48th each month 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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