Jazz Technologies, Inc. Form 425 May 20, 2008

> Filed by Tower Semiconductor Ltd. Pursuant to Rule 425 under the Securities Act of 1933 And Deemed Filed Pursuant to Rule 14a-12 Under the Securities Exchange Act of 1934 Filer's Commission File No. 000-24790

> > Subject Company: Jazz Technologies, Inc. Commission File No. 001-32832

The Agreement and Plan of Merger and Reorganization, dated May 19, 2008, by and among Tower Semiconductor Ltd. ("Tower"), Jazz Technologies, Inc. ("Jazz") and a wholly owned subsidiary of Jazz, was filed by Tower under cover of Form 6-K today and is incorporated by reference into this filing.