

CEVA INC  
Form 10-Q/A  
September 07, 2011

**Table of Contents**

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 10-Q/A  
(Amendment No. 1)**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934.**

**For the quarterly period ended: June 30, 2011**

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934.**

**For the transition period from \_\_\_\_\_ to \_\_\_\_\_**

**Commission file number: 000-49842**

**CEVA, Inc.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**

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

**77-0556376**

**(I.R.S. Employer Identification No.)**

**1943 Landings Drive, Mountain View, California**

**(Address of Principal Executive Offices)**

**94043**

**(Zip Code)**

**(650) 417-7900**

**(Registrant's Telephone Number, Including Area Code)**

Indicate by check mark whether the registrant: (1) has filed all reports to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting  
company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of the latest practicable date: 23,394,208 shares of common stock, \$0.001 par value, as of August 3, 2011.



**TABLE OF CONTENTS**

**ITEM 6. EXHIBITS**

**SIGNATURES**

**EX-101 INSTANCE DOCUMENT**

**EX-101 SCHEMA DOCUMENT**

**EX-101 CALCULATION LINKBASE DOCUMENT**

**EX-101 LABELS LINKBASE DOCUMENT**

**EX-101 PRESENTATION LINKBASE DOCUMENT**

**EX-101 DEFINITION LINKBASE DOCUMENT**

---

**Table of Contents****EXPLANATORY NOTE**

CEVA, Inc. is filing this Amendment No. 1 to its Quarterly Report on Form 10-Q for the quarter ended June 30, 2011(the Form 10-Q ), as filed with the Securities and Exchange Commission on August 8, 2011, solely to furnish Exhibit 101 XBRL interactive data files in accordance with Rule 405 of Regulation S-T. This amendment does not otherwise change or update the disclosures set forth in the Form 10-Q as originally filed and does not otherwise reflect events occurring after the original filing of the Form 10-Q.

Pursuant to Rule 406T of Regulation S-T, the interactive data files contained in Exhibit 101 are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, are deemed not filed for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, and otherwise are not subject to liability under those sections.

**ITEM 6. EXHIBITS**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 10.1               | 2003 Director Stock Option Plan (filed as Exhibit A to CEVA, Inc. s proxy statement for the 2011 annual meeting of stockholders and incorporated herein by reference)* |
| 10.2               | 2011 Stock Incentive Plan (filed as Exhibit B to CEVA, Inc. s proxy statement for the 2011 annual meeting of stockholders and incorporated herein by reference)*       |
| 31.1               | Rule 13a-14(a)/15d-14(a) Certification of Chief Executive Officer*   |
| 31.2               | Rule 13a-14(a)/15d-14(a) Certification of Chief Financial Officer*   |
| 32                 | Section 1350 Certification of Chief Executive Officer and Chief Financial Officer*   |
| 101.INS            | XBRL Instance Document**   |
| 101.SCH            | XBRL Taxonomy Extension Schema Document**  |
| 101.CAL            | XBRL Taxonomy Extension Calculation Linkbase Document**  |
| 101.DEF            | XBRL Taxonomy Extension Definition Linkbase Document**   |
| 101.LAB            | XBRL Taxonomy Extension Labels Linkbase Document**   |
| 101.PRE            | XBRL Taxonomy Extension Presentation Linkbase Document**   |

\* Filed previously with the Form 10-Q

\*\* Filed herewith

**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CEVA, INC.

Date: September 7, 2011

By: /s/ GIDEON WERTHEIZER  
Gideon Wertheizer  
Chief Executive Officer  
(principal executive officer)

Date: September 7, 2011

By: /s/ YANIV ARIELI  
Yaniv Arieli  
Chief Financial Officer  
(principal financial officer and principal  
accounting officer)