

CONEXANT SYSTEMS INC  
 Form 4  
 August 01, 2005

**FORM 4**

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

OMB APPROVAL

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

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**OREILLY DENNIS E**

2. Issuer Name and Ticker or Trading Symbol  
**CONEXANT SYSTEMS INC [CNXT]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**4000 MACARTHUR BLVD.**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**07/29/2005**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**SVP,CLO & Secretary**

**NEWPORT BEACH, CA 92660**  
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (D) Price			
Common Stock	07/29/2005		A	V <u>2,000</u> (1)	A \$ 1.35	104,209	D
Common Stock					4,757	I	CNXT Savings Plan (2)

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

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SEC 1474 (9-02)

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**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 of Number of Shares
Common Stock Share Equivalents - CNXT <sup>(3)</sup>	\$ 0					<u>(3)</u>	<u>(3)</u>	Common Stock	33
Stock Option (Right to Buy)	\$ 2.77					<u>(4)</u>	01/04/2009	Common Stock	233,491
Stock Option (Right to Buy)	\$ 2.63					<u>(4)</u>	03/30/2009	Common Stock	109,594
Stock Option (Right to Buy)	\$ 2.63					<u>(4)</u>	03/29/2011	Common Stock	33,009
Stock Option (Right to Buy)	\$ 3.45					<u>(4)</u>	04/03/2012	Common Stock	196,712
Stock Option (Right to Buy)	\$ 1.42					<u>(4)</u>	11/03/2012	Common Stock	98,348
Stock Option (Right to Buy)	\$ 1.49					06/14/2006 <sup>(4)</sup>	06/14/2013	Common Stock	333,545

