

Waldman Eyal  
Form 4  
November 02, 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  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Waldman Eyal

(Last) (First) (Middle)

C/O MELLANOX  
TECHNOLOGIES,  
LTD., HERMON BLDG

(Street)

YOKNEAM, L3 20692

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Mellanox Technologies, Ltd.  
[MLNX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/31/2007

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	10/31/2007		S <sup>(1)</sup>		2,400	D	\$ 22.88	3,166,371	I	by Partnership <sup>(2)</sup>
Ordinary Shares	10/31/2007		S <sup>(1)</sup>		3,100	D	\$ 22.9	3,163,271	I	by Partnership <sup>(2)</sup>
Ordinary Shares	10/31/2007		S <sup>(1)</sup>		200	D	\$ 22.95	3,163,071	I	by Partnership <sup>(2)</sup>

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Ordinary Shares	10/31/2007	<u>S(1)</u>	3,500	D	\$ 22.98	3,159,571	I	by Partnership (2)
Ordinary Shares	10/31/2007	<u>S(1)</u>	300	D	\$ 22.99	3,159,271	I	by Partnership (2)
Ordinary Shares	10/31/2007	<u>S(1)</u>	9,000	D	\$ 23	3,150,271	I	by Partnership (2)
Ordinary Shares	10/31/2007	<u>S(1)</u>	2,500	D	\$ 23.1	3,147,771	I	by Partnership (2)
Ordinary Shares	11/01/2007	<u>S(1)</u>	2,000	D	\$ 23.05	3,145,771	I	by Partnership (2)
Ordinary Shares	11/01/2007	<u>S(1)</u>	3,000	D	\$ 23.15	3,142,771	I	by Partnership (2)
Ordinary Shares	11/01/2007	<u>S(1)</u>	3,000	D	\$ 23.2	3,139,771	I	by Partnership (2)
Ordinary Shares	11/01/2007	<u>S(1)</u>	3,000	D	\$ 23.25	3,136,771	I	by Partnership (2)
Ordinary Shares	11/01/2007	<u>S(1)</u>	2,000	D	\$ 23.3	3,134,771	I	by Partnership (2)
Ordinary Shares	11/01/2007	<u>S(1)</u>	2,000	D	\$ 23.31	3,132,771	I	by Partnership (2)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo
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Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Trans  
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director	10% Owner	Officer	Other
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Waldman Eyal  
C/O MELLANOX TECHNOLOGIES, LTD.  
HERMON BLDG  
YOKNEAM, L3 20692

X

X

Chief Executive Officer

## Signatures

/s/ Eyal Waldman by Michael Gray, Power of  
Attorney

11/02/2007

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 7, 2007.
- (2) Shares held by Waldo 2 Holdings, a general partnership formed pursuant to the laws of Israel of which Mr. Waldman is a general partner. Mr. Waldman has sole voting and dispositive power over all of the shares.

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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