

Waldman Eyal  
Form 4  
September 10, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2900 STENDER WAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/06/2007

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

SANTA CLARA, CA 95054

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

(City) (State) (Zip)

**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	09/06/2007		S		19,294	D	\$ 17.5	3,457,177	I	by Partnership (1)
Ordinary Shares	09/06/2007		S		2,256	D	\$ 17.51	3,454,921	I	by Partnership (1)
Ordinary Shares	09/06/2007		S		300	D	\$ 17.52	3,454,621	I	by Partnership (1)
Ordinary Shares	09/06/2007		S		6,080	D	\$ 17.53	3,448,541	I	by Partnership

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Ordinary Shares	09/06/2007	S	1,400	D	\$ 17.54	3,447,141	I	(1) by Partnership (1)
Ordinary Shares	09/06/2007	S	12,020	D	\$ 17.55	3,435,121	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	2,100	D	\$ 17.56	3,433,021	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	4,550	D	\$ 17.57	3,428,471	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	2,000	D	\$ 17.59	3,426,471	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	15,253	D	\$ 18	3,411,218	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	500	D	\$ 18.01	3,410,718	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	1,647	D	\$ 18.02	3,409,071	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	500	D	\$ 18.03	3,408,571	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	700	D	\$ 18.04	3,407,871	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	9,325	D	\$ 18.05	3,398,546	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	700	D	\$ 18.06	3,397,846	I	by Partnership (1)
Ordinary Shares	09/06/2007	S	400	D	\$ 18.07	3,397,446	I	by Partnership (1)
Ordinary Shares	09/07/2007	S	13,675	D	\$ 18	3,383,771	I	by Partnership (1)

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Waldman Eyal 2900 STENDER WAY SANTA CLARA, CA 95054	X	X	Chief Executive Officer	

**Signatures**

/s/ Eyal Waldman by Michael Gray, Power of Attorney 09/10/2007

\_\_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).
- Shares held by Waldo Holdings 2, a general partnership formed pursuant to the laws of Israel, of which Mr. Waldman and his wife, Ella (1) Waldman, are the general partners. Mr. Waldman beneficially owns 66.66% and Ms. Waldman beneficially owns 33.34% of the shares. 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.