

CONEXANT SYSTEMS INC  
Form 8-K  
April 29, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): April 19, 2011**

**CONEXANT SYSTEMS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-24923**  
(Commission  
File Number)

**25-1799439**  
(I.R.S. Employer  
Identification No.)

**4000 MacArthur Boulevard**  
**Newport Beach, California**  
(Address of principal executive offices)

**92660**  
(Zip Code)

Registrant's telephone number, including area code: **949-483-4600**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On April 19, 2011, Gold Holdings, Inc., as the sole stockholder of Conexant Systems, Inc. (the Company), executed a Written Consent of the Sole Stockholder of the Company appointing David Dominik, John Knoll and Sailesh Chittipeddi as the three directors of the Company.

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**SIGNATURES**

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

**CONEXANT SYSTEMS, INC.**

*(Registrant)*

Date: April 29, 2011

By: /s/ David C. Walker  
David C. Walker  
Chief Accounting Officer, Vice  
President, Secretary and Treasurer