

MIND CTI LTD  
Form SC 13G/A  
March 05, 2015

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**SCHEDULE 13G**  
(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)**

(Amendment No.11)

**MIND C.T.I. Ltd.**

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(Name of Issuer)

Ordinary Shares, NIS 0.01 nominal value

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(Title of Class of Securities)

**M7024010**

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(CUSIP Number)

March 5, 2015

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(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. M7024010

SCHEDULE 13G

1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE  
PERSONS (ENTITIES ONLY)  
  
Monica Iancu (formerly Eisinger)
  2. CHECK THE APPROPRIATE BOX IF A  
MEMBER OF A GROUP  
(a) "☐  
(b) "☐
  3. SEC USE ONLY
  4. CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Israel
- |              |    |                          |
|--------------|----|--------------------------|
| NUMBER OF    | 5. | SOLE VOTING POWER        |
| SHARES       |    | 3,316,625                |
| BENEFICIALLY | 6. | SHARED VOTING POWER      |
| OWNED BY     |    | None                     |
| EACH         | 7. | SOLE DISPOSITIVE POWER   |
| REPORTING    |    | 3,316,625                |
| PERSON       | 8. | SHARED DISPOSITIVE POWER |
| WITH         |    | None                     |
9. AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING PERSON  
  
3,316,625
  10. CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN SHARES  
  
Not Applicable "

11. PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW 9

17.34%

12. TYPE OF REPORTING PERSON\*

IN

**Item 1**

(a). Name of Issuer:

**MIND C.T.I. Ltd.**

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(b). Address of Issuer's Principal Executive Offices:

Industrial Park, Building 7, P.O. Box 144, Yoqneam 20692 Israel

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**Item 2**

(a). Name of Person Filing:

**Monica Iancu (formerly Eisinger)**

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(b). Address of Principal Business Office, or if None, Residence:

64 Pinkas, Tel Aviv, Israel

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(c). Citizenship:

**Israel**

(d). Title of Class of Securities:

Ordinary shares, NIS 0.01 nominal value ("Ordinary Shares")

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(e). CUSIP Number:

**M7024010**

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**Item 3. If this Statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**

Not applicable

**Item 4. Ownership.**

(a) Amount beneficially owned:

3,316,625

(b) Percent of class:

17.34%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

3,316,625

(ii) Shared power to vote or to direct the vote

None

(iii) Sole power to dispose or to direct the disposition of

3,316,625

(iv) Shared power to dispose or to direct the disposition of

None

**Item 5. Ownership of Five Percent or Less of a Class.**

Not Applicable

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**Item 6. Ownership of More Than Five Percent on Behalf of Another Person.**

Not Applicable

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**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company**

Not Applicable

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**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

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**Item 9. Notice of Dissolution of Group.**

Not Applicable

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**Item 10. Certifications.**

Not Applicable

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 5, 2015

**Date**

*/s/ Monica Iancu*  
*Monica Iancu*

**Name/Title**