

BEN-DAVID RONI  
Form SC 13G/A  
December 13, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 4)

-----  
(Name of Issuer)

MER Telemanagement Solutions Ltd.

-----  
(Title of Class of Securities)

Common Stock, Par Value \$0.01 Per Share

-----  
(CUSIP NUMBER)

M69676 10 0

-----  
(Date of Event Which Requires Filing of this Statement)

December 2, 3, 7, 8, and 9, 2010

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

[ ] Rule 13d-1(b)

[x] Rule 13d-1(c)

[ ] Rule 13d-1(d)  
-----  
-----

SCHEDULE 13G

CUSIP No.: 419131 10 7

1. NAME OF REPORTING PERSONS:

Dana Optimum Investments Ltd.

Edgar Filing: BEN-DAVID RONI - Form SC 13G/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

- (a) [ ]
- (b) [x]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Israel

-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

220,000\*

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

220,000\*

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

220,000\*

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.93%\*\*

12. TYPE OF REPORTING PERSON

CO

-----  
\*Dana Optimum Investments Ltd. is the record holder of 220,000 ordinary shares of the Issuer. Dana Optimum Investments Ltd. is an Israeli company jointly owned by Mr. Roni Ben-David and Mrs. Aliza Ben-David. Accordingly, Mr. Roni Ben-David and Mrs. Aliza Ben-David may be deemed to have the shared voting and dispositive power as to the ordinary shares of the Issuer held of record by Dana Optimum Investments Ltd. Mr. Roni Ben-David and Mrs. Aliza Ben-David are also husband and wife.

\*\*Based on 4,458,976 ordinary shares that the Issuer advised were issued and outstanding as of December 31, 2009.  
-----  
-----

Edgar Filing: BEN-DAVID RONI - Form SC 13G/A

Item 1.

(a) Name of Issuer:

MER Telemanagement Solutions Ltd.

(b) Address of Issuer's principal executive Office:

14 Hatidhar Street  
Raanana, 43665  
Israel

-----  
-----  
Item 2.

(a) Name of person filing:

Dana Optimum Investments Ltd.

Individuals:

- (1) Roni Ben-David
- (2) Aliza Ben-David

IRS Identification No. of above person (entities only): N/A

(b) Address or principal business office or, if none, residence:

The address of each reporting person is:  
25 Kerem Hazetim Street, Savyon 56536

(c) Citizenship:

The entity and each of the persons identified in 2(a) above is a company organized under the laws of, or a citizen of, the State of Israel.

(d) Title of class of securities:

Common Stock, Par Value \$0.01 Per Share

(e) CUSIP No.: M98939 10 7

-----  
-----  
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

- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c)  Insurance Company as defined in Section 3(a)(19) of the Exchange Act;
- (d)  Investment Company registered under Section 8 of the Investment Company Exchange Act;
- (e)  Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

Edgar Filing: BEN-DAVID RONI - Form SC 13G/A

- (f)  Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b) (1) (ii) (F);
- (g)  Parent Holding Company or Control Person in accordance with Rule 13d-1(b) (1) (ii) (G);
- (h)  Saving Association as defined in Section 3(b) of The Federal Deposit Insurance Act;
- (i)  Church Plan that is excluded from the definition of an Investment Company under Section 3(c) (14) of the Investment Company Act;
- (j)  Group, in accordance with Rule 13d-1(b) (1) (ii) (J).

-----  
-----  
Item 4. Ownership

The following information with respect to the ownership of the ordinary shares of the issuer by each of the reporting persons is provided as of December 10, 2010:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

a. Amount beneficially owned

The number of shares beneficially owned by

Dana Optimum Investments Ltd.: 220,000\*

Roni Ben-David: 220,000\*

Aliza Ben-David: 220,000\*

b. Percent of class

Percentage of class beneficially owned by

Dana Optimum Investments Ltd.: 4.93%\*\*

Roni Ben-David: 4.93%\*\*

Aliza Ben-David 4.93%\*\*

c. Number of shares as to which such person has:

i. Sole power to vote or to direct the vote

Dana Optimum Investments Ltd.: 0

Roni Ben-David: 0

Aliza Ben-David: 0

Edgar Filing: BEN-DAVID RONI - Form SC 13G/A

ii. Shared power to vote or to direct the vote

Dana Optimum Investments Ltd.: 220,000\*

Roni Ben-David: 220,000\*

Aliza Ben-David: 220,000\*

iii. Sole power to dispose or to direct the disposition of

Dana Optimum Investments Ltd.: 0

Roni Ben-David: 0

Aliza Ben-David: 0

iv. Shared Power to dispose or to direct the disposition of

Dana Optimum Investments Ltd.: 220,000\*

Roni Ben-David: 220,000\*

Aliza Ben-David: 220,000\*

-----  
\* Dana Optimum Investments Ltd. is the record holder of 220,000 ordinary shares of the Issuer. Dana Optimum Investments Ltd. is an Israeli company jointly owned by Mr. Roni Ben-David and Mrs. Aliza Ben-David. Accordingly, Mr. Roni Ben-David and Mrs. Aliza Ben-David may be deemed to have the shared voting and dispositive power as to the ordinary shares of the Issuer held of record by Dana Optimum Investments Ltd. Mr. Roni Ben-David and Mrs. Aliza Ben-David are husband and wife.

\*\*Based on 4,458,976 ordinary shares that the Issuer advised were issued and outstanding as of December 31, 2009.

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [x]

-----  
-----  
Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

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

Not Applicable

Edgar Filing: BEN-DAVID RONI - Form SC 13G/A

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

Not Applicable

-----  
-----  
Item 9. Notice of Dissolution of Group.

Not Applicable

-----  
-----  
Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

-----  
SCHEDULE 13G

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.

Date: December 10, 2010

Dana Optimum Investments Ltd.

/s/Roni Ben-David

-----  
Roni Ben-David Chairman of the Board

/s/Roni Ben-David

-----  
Roni Ben-David

/s/Aliza Ben-David

-----  
Aliza Ben-David