

MIND CTI LTD  
Form 6-K  
October 26, 2010

**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

**For the month of October, 2010**

**Commission File Number: 000-31215**

**MIND C.T.I. LTD.**

(Translation of Registrant's Name into English)

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

(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual  
reports under cover Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule  
101(b)(1): N/A

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule  
101(b)(7): N/A

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby  
furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:  
Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82-N/A.

**INCORPORATION BY REFERENCE**

This Report on Form 6-K is hereby incorporated by reference into: (i) the Registrant's Registration Statement on Form S-8, Registration No. 333-117054; (ii) the Registrant's Registration Statement on Form S-8, Registration No. 333-100804; and (iii) the Registrant's Registration Statement on Form S-8, Registration No. 333-54632.

## CONTENTS

This report on Form 6-K of the registrant consists of the following Exhibit, which is attached hereto and incorporated by reference herein:

MIND Will Report Q3 2010 Results on November 9, 2010

\*New Dividend Policy .. Dated October 26, 2010.

## SIGNATURES

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

Date: October 26, 2010

MIND C.T.I. LTD.

By Order of the Board of Directors,  
/s/ Monica Eisinger

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Title: Monica Eisinger  
Chairperson of the Board of Directors,  
President and Chief Executive Officer

## EXHIBIT INDEX

Exhibit Number	Description of Exhibit
1.	Press Release: MIND Will Report Q3 2010 Results on November 9, 2010 *New Dividend Policy

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Exhibit 1

# MIND Will Report Q3 2010 Results on November 9, 2010 \*New Dividend Policy

**Yoqneam, Israel, October 26, 2010** - MIND C.T.I. LTD. (NasdaqGM:MIND), a leading provider of convergent end-to-end billing and customer care product based solutions for service providers as well as telecom expense management (call accounting) solutions, will release financial results for its third quarter 2010 on Tuesday, November 9, 2010, after market close.

Since July 2003, when the Board of Directors adopted our dividend policy, we have distributed yearly cash dividends seven times and one special dividend as well (a total of \$2.05 per share).

As previously announced in our latest conference call, our Board of Directors reviewed lately the dividend policy. Yesterday it decided to further enforce the expected annual distributions and update the policy slightly.

Under the old policy, we declare, subject to specific board approval and applicable law, a dividend distribution once per year, in the amount of our net income from the previous year. The new policy changes only the amount to be distributed, the new amount being equal to our EBITDA plus financial income (expenses) minus taxes on income.

The Board of Directors also resolved that the Company should seek court approval formally required in order to enable a distribution for the year 2010, in an amount of up to \$6 million. Under Israeli law, a company with insufficient retained earnings is required to obtain approval from the court for such a cash distribution.

Prior to paying any dividend, which is still subject to specific Board approval, the Company will issue a press release announcing the exact dividend amount, record date and distribution date.

"We continue to strongly believe that our dividend policy enhances shareholders value. Our solid cash position (expected to be \$19.6 million as of September 30, 2010) and our long-standing positive operating cash flow enable us to sustain it," stated Monica Iancu, Chairperson and CEO.

### **Conference Call Information**

MIND will host a conference call on November 10, 2010 at 10:30 a.m., Eastern Time, to discuss the Company's third quarter 2010 results and other financial and business information. The call will be carried live on the Internet via [www.earnings.com](http://www.earnings.com) and the MIND website, [www.mindcti.com](http://www.mindcti.com). For those unable to listen to the live web cast, a replay will be available.

Full financial results can be found in the Investors section [www.mindcti.com/investor/PressReleases.asp](http://www.mindcti.com/investor/PressReleases.asp) and in our Form 6-K as well.

### **About MIND**

MIND CTI Ltd. is a leading provider of convergent end-to-end billing and customer care product based solutions for service providers as well as telecom expense management (call accounting) solutions. MIND provides a complete range of billing applications for any business model (license, managed service or complete outsourced billing service) for Wireless, Wireline, VoIP and Quad-play carriers in more than 40 countries around the world. A global company, with over twelve years of experience in providing solutions to carriers and enterprises, MIND operates from offices in the United States, UK, Romania and Israel.

For more information, visit MIND at: [www.mindcti.com](http://www.mindcti.com).

Cautionary Statement for Purposes of the "Safe Harbor" Provisions of the Private Securities Litigation Reform Act of 1995: All statements other than historical facts included in the foregoing press release regarding the Company's business strategy are "forward-looking statements." These statements are based on management's beliefs and assumptions and on information currently available to management. Forward-looking statements are not guarantees of future performance, and actual results may materially differ. The forward-looking statements involve risks, uncertainties, and assumptions, including the risks discussed in the Company's filings with the United States Securities Exchange Commission. The Company does not undertake to update any forward-looking information.

### **For more information please contact:**

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