

Edgar Filing: BOS BETTER ONLINE SOLUTIONS LTD - Form SC 13G

BOS BETTER ONLINE SOLUTIONS LTD  
Form SC 13G  
February 15, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C., 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. \_\_\_\_ \_\_\_\_)\*

B.O.S. BETTER ONLINE SOLUTIONS LTD.

-----  
(Name of Issuer)  
ORDINARY SHARES  
-----

(Title of Class of Securities)

M20115107

-----  
(CUSIP Number)

DECEMBER 31, 2004

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

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 ("Act") 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 NUMBER M20115107  
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-----  
1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
  
ISRAEL GAL.  
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2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)   
-----

3. SEC Use Only  
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4. Citizenship or Place of Organization  
ISRAEL  
-----

|  |                                       |
|--|---------------------------------------|
|  | 5. Sole Voting Power<br>326,037 *     |
| *Number of<br>Shares Bene-<br>ficially by<br>Owned by Each<br>Reporting<br>Persons With: | 6. Shared Voting Power<br>None        |
|  | 7. Sole Dispositive Power<br>326,037* |
|  | 8. Shared Dispositive Power<br>None   |

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9. Aggregate Amount Beneficially Owned by Each Reporting Person  
326,037  
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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See  
Instructions)  
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11. Percent of Class Represented by Amount in Row (9)  
6.76%  
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12. Type of Reporting Person (See Instructions)  
IN  
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\* Does not include indirect ownership of 244,467 Ordinary Shares owned by Ms. Yael Gal, Mr. Israel Gal's spouse, as to which Mr. Gal disclaims beneficial ownership.

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CUSIP NUMBER M20115107  
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1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
  
Yael GAL.  
-----

2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)

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(b) [ ]

3. SEC Use Only

4. Citizenship or Place of Organization  
ISRAEL

|  |                                       |
|--|---------------------------------------|
|  | 5. Sole Voting Power<br>244,467*      |
| *Number of<br>Shares Bene-<br>ficially by<br>Owned by Each<br>Reporting<br>Persons With: | 6. Shared Voting Power<br>None        |
|  | 7. Sole Dispositive Power<br>244,267* |
|  | 8. Shared Dispositive Power<br>None   |

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
244,467

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
5.16%

12. Type of Reporting Person (See Instructions)  
IN

\* Does not include indirect ownership of 244,635 Ordinary Shares owned by Mr. Israel Gal, Ms. Yael Gal's spouse, as to which Ms. Gal disclaims beneficial ownership.

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ITEM 1.

(a) Name of Issuer

B.O.S. BETTER ONLINE SOLUTIONS LTD.

(b) Address of Issuer's Principal Executive Offices

BEIT RABIN, 100 BOS ROAD, TERADYON INDUSTRIAL PARK, MISGAV, 20179,  
ISRAEL

ITEM 2.

(a) Name of Person Filing

ISRAEL GAL  
Yael GAL

(b) Address of Principal Business Office or, if none, Residence

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B.O.S. BETTER ONLINE SOLUTIONS LTD.  
100 BOS ROAD  
TERADYON INDUSTRIAL PARK, MISGAV 20179, ISRAEL

(c) Citizenship

ISRAELI

(d) Title of Class Securities

ORDINARY SHARES

(e) CUSIP Number

M20115107

ITEM 3. IF THIS STATEMENT IS FILE PURSUANT TO SS.SS. 240.13D-1(B) OR 240.13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o)
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company s defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e)  An investment adviser in accordance with ss. 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with ss. 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with ss. 240.13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  Group, in accordance with ss. 240.13d-1(b)(1)(ii)(J);

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ITEM 4. OWNERSHIP

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

ISRAEL GAL

- (a) Amount beneficially owned: 326,037\*

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- (b) Percent of class: 6.76%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 326,037\*.
  - (ii) Shared power to vote or to direct the vote: None.
  - (iii) Sole power to dispose or to direct the disposition of 326,037\*.
  - (iv) Shared power to dispose or to direct the disposition of: None.

INSTRUCTION. For computation regarding securities which represent a right to acquire an underlying security SEE ss. 240.13d-3(d) (1).

\* Does not include indirect ownership of 244,467 Ordinary Shares owned by Ms. Yael Gal, Mr. Israel Gal's spouse, as to which Mr. Gal disclaims beneficial ownership.

Yael Gal

- (a) Amount beneficially owned: 244,467\*
- (b) Percent of class: 5.16%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 244,467\*.
  - (ii) Shared power to vote or to direct the vote: None.
  - (iii) Sole power to dispose or to direct the disposition of 244,467\*.
  - (iv) Shared power to dispose or to direct the disposition of: None.

INSTRUCTION. For computation regarding securities which represent a right to acquire an underlying security SEE ss. 240.13d-3(d) (1).

\* Does not include indirect ownership of 244,635 Ordinary Shares owned by Mr. Israel Gal, Ms. Yael Gal's spouse, as to which Ms. Gal disclaims beneficial ownership.

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. [ ]

INSTRUCTION: Dissolution of a group requires a response to this item.

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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

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable

ITEM 10. CERTIFICATION

Not applicable

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SIGNATURES

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.

February 15, 2005

-----  
Date

/s/ Israel Gal

-----  
Signature

/s/ Yael Gal

-----  
Signature

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE ss.240.13d-7 for other parties for whom copies are to be sent.

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATION (SEE 18 U.S.C. 1001)

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