

Pointer Telocation Ltd
Form SC 13D/A
December 26, 2013

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

SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 17)

POINTER TELOCATION LTD.

(Name of Issuer)

Ordinary Shares, NIS 3.00 par value per
share
(Title of Class of Securities)

M7946T104

(CUSIP Number)

Orly Tsioni, Adv.
Yigal Arnon & Co.
1, Azrieli Center
Tel-Aviv 67021, Israel
+972-3-608-7851

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 24, 2013
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

The information required on 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).

(Continued on following pages)

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1 NAMES OF REPORTING PERSONS:
DBSI Investments Ltd.

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS: N/A

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

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS:

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

Israel

7

SOLE VOTING POWER:

8 NUMBER OF
SHARES

SHARED VOTING POWER:

9 BENEFICIALLY
OWNED BY

2,845,094

10 EACH
REPORTING
PERSON WITH

SOLE DISPOSITIVE POWER:

SHARED DISPOSITIVE POWER:

2,845,094

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

2,845,094

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

51.12%(1)

14 TYPE OF REPORTING PERSON:

CO

(1) Based on a number of 5,565,558 Ordinary Shares outstanding as of the date hereof.

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1 NAMES OF REPORTING PERSONS:

Barak Dotan

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS: N/A

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

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS:

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

Israel

7

SOLE VOTING POWER:

-

8 NUMBER OF
SHARES

SHARED VOTING POWER:

9 BENEFICIALLY
OWNED BY

2,845,094

10 EACH
REPORTING
PERSON WITH

SOLE DISPOSITIVE POWER:

-

SHARED DISPOSITIVE POWER:

2,845,094

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

2,845,094

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

51.12% (1)

14 TYPE OF REPORTING PERSON:

IN

(1) Based on a number of 5,565,558 Ordinary Shares outstanding as of the date hereof.

CUSIP No.

M7946T104

13D/A

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1 NAMES OF REPORTING PERSONS:

Yossi Ben Shalom

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS: N/A

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

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS:

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEM 2(d) OR 2(e):

o

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

Israel

7

SOLE VOTING POWER:

-

8 NUMBER OF
SHARES

SHARED VOTING POWER:

9 BENEFICIALLY
OWNED BY

2,845,094

10 EACH
REPORTING

SOLE DISPOSITIVE POWER:

PERSON WITH

-

SHARED DISPOSITIVE POWER:

2,845,094

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

2,845,094

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

o

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

51.12% (1)

14 TYPE OF REPORTING PERSON:

IN

(1) Based on a number of 5,565,558 Ordinary Shares outstanding as of the date hereof.

This Amendment No. 17 to Schedule 13D is being filed on behalf of DBSI Investments Ltd. ("DBSI"), Barak Dotan and Yossi Ben Shalom (together, the "Reporting Persons"), relating to the ordinary shares (the "Ordinary Shares") of Pointer Telocation Ltd., a corporation existing under the laws of Israel ("Pointer"). The original statement on Schedule 13D, and the previous amendments filed thereto, are hereby amended and supplemented as follows:

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated as follows:

(a) (b) DBSI is the beneficial owner of 2,845,094 Ordinary Shares, constituting 51.12% of the outstanding Ordinary Shares. Messrs. Yossi Ben Shalom and Barak Dotan, by virtue of their relationship with and interests in DBSI, may be deemed to control DBSI and consequently share the beneficial ownership of 2,845,094 Ordinary Shares. DBSI holds the right to vote its 2,845,094 Ordinary Shares, which right is directed jointly by Messrs. Yossi Ben Shalom and Barak Dotan.

(c) The following is a list of all purchases or sales of Ordinary Shares by the Reporting Persons in the last 60 days:

(i) On December 20, 2013, DBSI sold 13,800 Ordinary Shares in open market transactions at a weighted average price of \$10.34894* per share.

(ii) On December 23, 2013, DBSI sold 50,000 Ordinary Shares in open market transactions at a weighted average price of \$11.99757* per share.

(iii) On December 24, 2013, DBSI sold 45,946 Ordinary Shares in open market transactions at a weighted average price of \$11.04404* per share.

(*) Upon request, the Reporting Person will provide the Staff with full information regarding the number of shares sold at each separate price.

(d) Not applicable.

(e) Not applicable.

Item 7. Materials to be Filed as Exhibits.

Exhibit 1. Joint Filing Agreement

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.

Dated: December 26, 2013

DBSI INVESTMENTS LTD.

By: /s/ Barak /s/ Yossi Ben Shalom
Dotan
Name: Barak Yossi Ben Shalom
Dotan
Title: Director Director

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.

Dated: December 26, 2013

By: /s/ Barak Dotan
Name: Barak Dotan

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.

Dated: December 26, 2013

By: /s/ Yossi Ben Shalom
Name: Yossi Ben Shalom

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