

MIND CTI LTD  
Form 6-K  
November 10, 2008

---

---

**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 November, 2008**

**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**

The financial statements included in the press release attached as Exhibit 1 to this Report on Form 6-K are 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

Edgar Filing: MIND CTI LTD - Form 6-K

(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 document, which is attached hereto and incorporated by reference herein:

1. Press Release: MIND CTI Reports Results for the third quarter 2008.  
Dated November 10, 2008.

---

**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: November 10, 2008

MIND C.T.I. LTD.

By: /s/ Monica Eisinger

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

**EXHIBIT INDEX**

Exhibit Number	Description of Exhibit
1.	MIND CTI Reports Results for the third quarter 2008. Dated November 10, 2008.