

MER TELEMAGEMENT SOLUTIONS LTD  
Form 6-K  
November 24, 2010

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of November 2010

MER TELEMAGEMENT SOLUTIONS LTD.  
(Name of Registrant)

14 Hatidhar Street, Ra'anana 43665, Israel  
(Address of Principal Executive Office)

Indicate by check mark whether the registrant files or will file annual reports under cover of 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):

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):

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-

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This Form 6-K is being incorporated by reference into the Registrant's Form S-8 Registration Statements File Nos. 333-12014 and 333-123321.

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MER Telemanagement Solutions Ltd.

EXPLANATORY NOTE

The following exhibits are attached:

99.1 Notice of and Proxy Statement for MER Telemanagement Solutions Ltd. Annual General Meeting of Shareholders to be held December 29, 2010.

99.2 Form of MER Telemanagement Solutions Ltd. Proxy Card.

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SIGNATURE

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

MER TELEMANAGEMENT  
SOLUTIONS LTD.  
(Registrant)

By: /s/ Eytan Bar  
Eytan Bar  
Chief Executive Officer

Date: November 24, 2010

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EXHIBIT INDEX

Exhibit No. Description

- |      |                                                                                                                                        |
|------|----------------------------------------------------------------------------------------------------------------------------------------|
| 99.1 | Notice of and Proxy Statement for MER Telemagement Solutions Ltd. Annual General Meeting of Shareholders to be held December 29, 2010. |
| 99.2 | Form of MER Telemagement Solutions Ltd. Proxy Card.                                                                                    |
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