

MICRONET ENERTEC TECHNOLOGIES, INC.
Form SC 13G/A
February 15, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

AMENDMENT NO. 1

TO

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Micronet Enertec Technologies, Inc.
(Name of Issuer)

Common Shares, par value \$0.001 per share
(Title of Class of Securities)

595117102
(CUSIP Number)

February 15, 2018
(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 purposes of Section 18 of the Securities and Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act out shall be subject to all other provisions of the Act, (however, see the Notes).

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CUSIP No. 595117102

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only)

D-Beta One EQ, Ltd.

(98-1313180)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Cayman Islands

5. Sole Voting Power:

0

Number of
Shares

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0%

12. Type of Reporting Person (See Instructions):

OO

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CUSIP No. 595117102

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only)

D-Beta One Blocker EQ, Ltd.
(98-1312787)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Cayman Islands

5. Sole Voting Power:

Number of
Shares

0

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0%

12. Type of Reporting Person (See Instructions):

OO

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CUSIP No. 595117102

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only)

D-Beta One Growth and Opportunity Fund Offshore, LP
(98-1312519)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Cayman Islands

5. Sole Voting Power:

Number of
Shares

0

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0%

12. Type of Reporting Person (See Instructions):

PN

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CUSIP No. 595117102

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only)

Delta Beta Advisors, LLC
(81-3109521)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Delaware

5. Sole Voting Power:

Number of
Shares

0

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0% (see Item No. 6 Below)

12. Type of Reporting Person (See Instructions):

OO

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CUSIP No. 595117102

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only)

Delta Beta Advisors, LP

(81-3014898)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Delaware

5. Sole Voting Power:

0

Number of
Shares

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0% (see Item No. 6 Below)

12. Type of Reporting Person (See Instructions):

PN

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CUSIP No. 595117102

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only)

D-Beta One GP, LLC
(81-3005935)

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

Delaware

5. Sole Voting Power:

0

Number of
Shares

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0% (see Item No. 6 Below)

12. Type of Reporting Person (See Instructions):

OO

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CUSIP No. 595117102

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only)

Mark Angelo

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization:

U.S.A.

5. Sole Voting Power:

0

Number of
Shares

6. Shared Voting Power:

Beneficially

0

Owned by
Each

7. Sole Dispositive Power:

Reporting

0

Person With

8. Shared Dispositive Power:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:

0

10. Check if the Aggregate Amount in Row (9)

Excludes Certain Shares (See Instructions)

11. Percentage of Class Represented by Amount in Row (9):

0.0% (see Item No. 6 Below)

12. Type of Reporting Person (See Instructions):

IN

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Item 1.

(a) Name of Issuer:

Micronet Enertec Technologies, Inc.

(b) Address of Issuer's Principal Executive Offices:

28 W Grand Ave, Ste. 3
Montvale, NJ 07645

Item 2. Identity and Background.

(a) Name of Person Filing:

D-Beta One EQ, Ltd.

(b) Address of Principal Executive Office or, if none, Residence of Reporting Persons:

1012 Springfield Ave.
Mountainside, NJ 07092

(c) Citizenship:

Cayman Islands

(d) Title of Class of Securities:

Common Shares, par value \$0.001 per share

(e) CUSIP Number:

595117102

Item 3. If the statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is:

- (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 as 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 of the Act (15 U.S.C. 78o);

- (e) " An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) " An employee benefit plan or endowment fund in accordance with §240.13d- 1(b)(1)(ii)(F);
- (g) " A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) " A savings associations as defined in Section 3(b) of t