

METRO ONE TELECOMMUNICATIONS INC

Form 4

June 18, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Maoz Everest Fund Management,
Ltd.

(Last) (First) (Middle)

PLATINUM HOUSE, 21
HA'ARBAA STREET

(Street)

TEL AVIV, L3 64739

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
SymbolMETRO ONE
TELECOMMUNICATIONS INC
[INFO]3. Date of Earliest Transaction
(Month/Day/Year)

06/16/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, no par value	06/16/2008		P	778 A \$ 0.499	642,601	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008		P	16,530 A \$ 0.5	659,131	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008		P	8,082 A \$ 0.51	667,213	I	by Everest ⁽¹⁾

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Common Stock, no par value	06/16/2008	P	1,000	A	\$ 0.52	668,213	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008	P	5,000	A	\$ 0.53	673,213	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008	P	20,093	A	\$ 0.538	693,306	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008	P	999	A	\$ 0.5397	694,305	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008	P	4,999	A	\$ 0.5398	699,304	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008	P	4,667	A	\$ 0.5399	703,971	I	by Everest ⁽¹⁾
Common Stock, no par value	06/16/2008	P	20,500	A	\$ 0.54	724,471	I	by Everest ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maoz Everest Fund Management, Ltd. PLATINUM HOUSE, 21 HA'ARBAA STREET TEL AVIV, L3 64739		X		

Signatures

By: /s/ Elchanan Maoz, Chairman & CEO For: Maoz Everest Fund Management, Ltd. 06/18/2008

____Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) As the general partner of Everest Special Situations Fund, L.P. (Everest), Maoz Everest Fund Management Ltd. (Maoz Everest) may be deemed to beneficially own the shares held by Everest. As the Chairman and Chief Executive Officer of Maoz Everest, Elchanan Maoz may be deemed to beneficially own the shares held by Everest. Each of Maoz Everest and Mr. Maoz disclaims beneficial ownership of such shares except to the extent of its and his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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