BOS BETTER ONLINE SOLUTIONS LTD

Form 6-K September 26, 2016
FORM 6 - K
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Report of Foreign Private Issuer
Pursuant to Rule 13a - 16 or 15d - 16
Under the Securities Exchange Act of 1934
For the Month of September 2016
Commission file number 001-14184
B.O.S. Better Online Solutions Ltd.
(Translation of Registrant's Name into English)
20 Freiman Street, Rishon LeZion, 75100, Israel  (Address of principal executive office)
(Address of principal executive office)
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 chec 101(b)(1):	mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-	T Rule
Indicate by chec 101(b)(7):	mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-	T Rule

#### **B.O.S. Better Online Solutions Ltd.**

This Form 6-K, including the exhibits, is hereby incorporated by reference into all effective registration statements filed by us under the Securities Act of 1933, as amended, to the extent not superseded by documents or reports subsequently filed or furnished.

Attached hereto are the following exhibits:

- 99.1 Unaudited Condensed Interim Consolidated Financial Statements of the Registrant as of June 30, 2016.
- 99.2 Management's Discussion and Analysis of Results of Operations and Financial Condition for the Six Months ended June 30, 2016 and June 30, 2015.

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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.

B.O.S. Better Online Solutions Ltd. (Registrant)

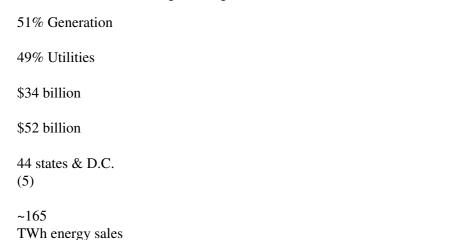
By:/s/ Eyal Cohen Eyal Cohen Chief Financial Officer

Dated: September 26, 2016

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### **EXHIBIT INDEX**

EXHIBIT NO.	DESCRIPTION			
99.1	Unaudited Condensed Interim Consolidated Financial Statements of the Registrant as of June 30, 2016.			
99.2	Management's Discussion and Analysis of Results of Operations and Financial Condition for the Six Months ended June 30, 2016 and June 30, 2015.			
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(6)				
\$27 billion				
\$41 billion				
26,339 (Total)				
17,047 (Nuclea				
Electric custom				
5.4 mil. (IL, PA Gas customers	$\Lambda)$			
0.5 mil. (PA)				
4 states				
~59				
TWh/yr 2012E EBITD	A			



Expect >50% pro forma EBITDA from competitive business

35,121 (Total)

(3)

18,968 (Nuclear)

6.6 million electric & gas customers in IL, PA and MD 28

- (1) Market Value as of 4/27/11. Enterprise Value represents Market Value plus Net Debt as of 3/31/11 for Exelon and 12/31/10 for Constellation.
- (2) Data as of 12/31/10. Exelon data includes 720 MW for Wolf Hollow assets. Constellation data includes 2,950 MW for Boston Generation assets and excludes 550 MW for Quail Run.
- (3) Net of physical market mitigation assumed to be 2,648 MW.
- (4) TWh/yr represents 2011 booked electric sales. Exelon load includes ComEd swap.
- (5) Competitive and wholesale business also active in Alberta, British Columbia and Ontario, Canada.
- (6) Exelon EBITDA estimates per equity research. Constellation EBITDA estimates per company guidance.

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Status of Merger Approvals (as of 5/31/11) 34

Transaction Economics Are Attractive for Both Companies

Refined synergy run-rate and costs to achieve estimates due to greater accessibility and availability of data post-merger announcement

Higher net O&M savings over 5 years of ~\$50 million

Updated synergy run-rate of ~\$310 million/year

Additional synergies primarily from corporate and

#### commercial consolidation

Total costs to achieve of ~\$650 million

Incremental costs to achieve attributable to employee related costs and transaction costs 35

Financial Metrics

EPS break-even in 2012 and accretive by +5% in 2013

Free cash flow accretive beginning in 2012

Lower consolidated liquidity requirements, resulting in cost savings

Investment-grade ratings and credit metrics Synergies

A Clean Generation Profile Creates Long-Term

Value in Competitive Markets

Exelon Standalone

Total Generation: 26,339 MW Constellation Standalone

(2)

Total Generation: 11,430 MW

Pro forma Company (Net of Mitigation)

(1)

Total Generation: 35,121 MW

Coal 5% Oil

7% Gas 13% Hydro 7% Wind/Solar/Other 3% Nuclear 65% Coal 24% Nuclear 17% Gas 52% Wind/Solar/Other 2% Hydro 3% Oil 3% Nuclear 54% Coal 6% Oil 6% Gas 25% Hydro 6% Wind/Solar/ Other 3% (1) Net of physical market mitigation assumed to be 2,648 MW. (2) Exelon generation includes Wolf Hollow acquisition (720 MW of natural gas). Constellation generation

includes

Boston Generation acquisition (2,950 MW of

natural gas) and excludes Quail Run (~550 MW of natural gas). Constellation nuclear reflects 50.01% interest in Constellation Combined company remains the premier low-cost generator

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Increased Regional Diversity in PJM:

Capacity

Eligible

for

2014/15

RPM

Auction

(1)

Pro forma Company

4,390 MW

2,535 MW

9,230 MW

11,345 MW

Exelon Standalone Constellation Standalone

8,700 MW 10,300 MW 1,500 MW 1,035 MW 4,390 MW 1,045 MW 530 MW 8% 15%

15%
63%
EMAAC
MAAC
RTO
SWMAAC
42%
7%
51%
RTO
MAAC
EMAAC
16%
34%
41%
9%
RTO
EMAAC
MAAC
SWMAAC
2014/15
RPM
auction
results
were
announced
on
May
13, 2011
(1)
All generation values are approximate and not inclusive of wholesale transactions; all capacity values are in installed capacity
terms (summer ratings) located in the areas and adjusted for mid-year PPA roll-offs.
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