SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Disanzo Deborah			2. Date of Event Requiring Statement (Month/Day/Year) 12/31/2015 3. Issuer Name and Ticker or Trading Symbol <u>ReWalk Robotics Ltd.</u> [RWLK]						
	(First) C ROBOTICS I ST., P.O. BOX L3 (State)				 Relationship of Reporting Perso (Check all applicable) X Director Officer (give title below) 	n(s) to Issuer 10% Owne Other (spec below)	r 1 cify 6	pplicable Line) X Form filed by	'Group Filing (Check / One Reporting Person / More than One
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)					eneficially Owned (Instr. 4)			I. Nature of Indirect Beneficial Ownership Instr. 5)	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securit		4. Conversi or Exerci	se Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivativ Security	Direct (D) e or Indirect (I) (Instr. 5)	
Option (Right to buy)			(1)(2)	12/03/2025	Ordinary Shares	4,176	7.3	D	
Option (Right to buy)			(3)(4)	09/16/2025 ⁽⁴⁾	Ordinary Shares	12,546	9.21 ⁽⁵⁾) D	
Evaluation of D									

Explanation of Responses

1. Represents stock options granted under the ReWalk 2014 Equity Incentive Plan on December 3, 2015. The options become vested and exercisable in 12 equal quarterly installments starting three months following the date of grant.

2. The Reporting Person is amending the Form 3 filed on December 31, 2015 to clarify the terms of the vesting schedule of the stock options to purchase 4,176 Ordinary Shares reported therein.

3. Represents stock options granted under the ReWalk 2014 Equity Incentive Plan on September 16, 2015. The options become vested and exercisable in 12 equal quarterly installments starting three months following the date of grant.

4. The Reporting Person is amending the Form 3 filed on December 31, 2015 to clarify the terms of the vesting schedule of the stock options to purchase 12,546 Ordinary Shares reported therein. 5. The exercise price of the stock options represents the higher of the fair market value of the Issuer's Ordinary Shares as of August 17, 2015 (the date that the Issuer's board of directors approved the stock option grant in connection with its approval of the Reporting Person's appointment as a director of the Issuer) and the fair market value of the Issuer's Ordinary Shares as of September 16, 2015 (the effective date of the Reporting Person's appointment as a director of the Issuer).

/s/ Kevin Hershberger, as

attorney-in-fact

04/20/2016

Date

** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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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