The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

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

Notice of Exempt Offering of Securities

OMB APPROVAL

**OMB** 3235-Number: 0076

Estimated average

burden

hours per

4.00 response:

1. Issuer's Identity

**Previous CIK (Filer ID Number)** None **Entity Type** Names

0001607962 Argo Medical Technologies Ltd. Corporation

> Name of Issuer Limited Partnership

ReWalk Robotics Ltd. Limited Liability Company

Jurisdiction of General Partnership Incorporation/Organization **Business Trust** 

**ISRAEL** X Other (Specify)

Year of Incorporation/Organization

Company limited by shares X Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer

ReWalk Robotics Ltd.

**Street Address 2 Street Address 1** 

3 HATNUFA STREET, FL. 6

ZIP/PostalCode **Phone Number of Issuer** City **State/Province/Country** YOKNEAM ILIT **ISRAEL** 2062903 972 (4) 959-0123

3. Related Persons

**Last Name** First Name Middle Name

Jasinski Larry

> **Street Address 1 Street Address 2**

c/o ReWalk Robotics Ltd. 200 Donald Lynch Blvd.

> **State/Province/Country** ZIP/PostalCode City

**MASSACHUSETTS** 01752 Marlborough

**Relationship:** X Executive Officer X Director Promoter

Clarification of Response (if Necessary):

**Last Name** First Name Middle Name

Gon Ori

> **Street Address 1 Street Address 2**

3 Hatnufa Street, Fl. 6 c/o ReWalk Robotics Ltd.

> State/Province/Country City ZIP/PostalCode

2062903 YOKNEAM ILLIT ISRAEL.

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Koren Ofir

Street Address 1 Street Address 2 c/o ReWalk Robotics Ltd. 3 Hatnufa Street, Fl. 6

City State/Province/Country ZIP/PostalCode

YOKNEAM ILLIT ISRAEL 2062903

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Dykan Jeff

Street Address 1 Street Address 2

c/o ReWalk Robotics Ltd. 3 Hatnufa Street, Fl. 6

City State/Province/Country ZIP/PostalCode

YOKNEAM ILLIT ISRAEL 2062903

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Weisman Wayne B.

Street Address 1 Street Address 2

c/o ReWalk Robotics, Inc. 200 Donald Lynch Blvd.

City State/Province/Country ZIP/PostalCode

Marlborough MASSACHUSETTS 01752

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Han Chunlin (Allen)

Street Address 1 Street Address 2

c/o ReWalk Robotics Ltd. 3 Hatnufa Street, Fl. 6

City State/Province/Country ZIP/PostalCode

YOKNEAM ILLIT ISRAEL 2062903

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Engelhardt Yohanan

Street Address 1 Street Address 2

c/o ReWalk Robotics Ltd. 3 Hatnufa Street, Fl. 6

City State/Province/Country ZIP/PostalCode

YOKNEAM ILLIT ISRAEL 2062903

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Wehrly Peter

Street Address 1 Street Address 2

c/o ReWalk Robotics Ltd. 200 Donald Lynch Blvd.

City State/Province/Country ZIP/PostalCode

State/Flovince/Country Ziff/FostarCode

Marlborough MASSACHUSETTS 01752

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Ichiki Yasushi

Street Address 1 Street Address 2

c/o ReWalk Robotics Ltd. 3 Hatnufa Street, Fl. 6

City State/Province/Country ZIP/PostalCode

YOKNEAM ILLIT ISRAEL 2062903

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Dan Arik

Street Address 1 Street Address 2

c/o ReWalk Robotics Ltd. 3 Hatnufa Street, Fl. 6

City State/Province/Country ZIP/PostalCode

YOKNEAM ILLIT ISRAEL 2062903

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name

Poduska John William

Street Address 1 Street Address 2

c/o ReWalk Robotics, Inc. 200 Donald Lynch Blvd.

City State/Province/Country ZIP/PostalCode

Marlborough MASSACHUSETTS 01752

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

## 4. Industry Group

Agriculture Health Care Retailing
Banking & Financial Services X Biotechnology Restaurants
Commercial Banking Health Insurance Technology

Insurance Hospitals & Physicians Computers

Investment Banking Pharmaceuticals Telecommunications

Pooled Investment Fund Other Health Care Other Technology

Is the issuer registered as Manufacturing Travel an investment company under Real Estate

an investment company under Real Estate Airlines & Airports the Investment Company

Act of 1940? Commercial Lodging & Conventions

Yes No Construction Tourism & Travel Services

Other Banking & Financial Services REITS & Finance Other Travel

other Travel

Business Services Residential Other

Energy Other Real Estate

Energy Conservation
Environmental Services

Coal Mining

**Electric Utilities** 

#### 5. Issuer Size

	Revenue Range	OR	Aggregate Net Asset Value Range
No	o Revenues		No Aggregate Net Asset Value
\$1	- \$1,000,000		\$1 - \$5,000,000
	,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
x \$5 \$2	5,000,001 - 25,000,000		\$25,000,001 - \$50,000,000
	25,000,001 - .00,000,000		\$50,000,001 - \$100,000,000
O	ver \$100,000,000		Over \$100,000,000
Dε	ecline to Disclose		Decline to Disclose
No	ot Applicable		Not Applicable

# 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	Investment Company	Investment Company Act Section 3(c)	
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)	
Rule 504 (b)(1)(i)	Section 3(c)(2)	Section 3(c)(10)	
Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii)	Section 3(c)(3)	Section 3(c)(11)	
	Section 3(c)(4)	Section 3(c)(12)	
X Rule 506(b)	Section 3(c)(5)	Section 3(c)(13)	
Rule 506(c)			
Securities Act Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)	
	Section $3(c)(7)$		

## 7. Type of Filing

X New Notice Date of First Sale 2019-06-05 First Sale Yet to Occur Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? X Yes No

# 9. Type(s) of Securities Offered (select all that apply)

X Equity
Debt
Tenant-in-Common Securities
X Option, Warrant or Other Right to Acquire Another Security
X Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
Other Right to Acquire Security
Other (describe)

## 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?

Yes X No

## Clarification of Response (if Necessary):

# 11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

# 12. Sales Compensation

Recipient Recipient CRD Number None H.C Wainwright & Co. LLC 375 (Associated) Broker or Dealer (Associated) Broker or Dealer CRD Number None None 375 H.C. Wainwright & Co., LLC **Street Address 1 Street Address 2** 430 PARK AVENUE, 4TH FL. ZIP/Postal Code City State/Province/Country **NEW YORK NEW YORK** 10022 State(s) of Solicitation (select all that apply) All States X Foreign/non-US Check "All States" or check individual States ILLINOIS **NEW JERSEY** Recipient CRD Number None Recipient Michael Vasinkevich 2843810 (Associated) Broker or Dealer CRD Number None (Associated) Broker or Dealer 375 H.C. Wainwright & Co., LLC **Street Address 2 Street Address 1** 430 PARK AVENUE, 4TH FL. State/Province/Country ZIP/Postal Code City **NEW YORK NEW YORK** 10022 State(s) of Solicitation (select all that apply) All States X Foreign/non-US Check "All States" or check individual States ILLINOIS **NEW JERSEY** Recipient Recipient CRD Number None Charles Worthman 5160596 (Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None H.C. Wainwright & Co., LLC 375 **Street Address 1 Street Address 2** 430 PARK AVENUE, 4TH FL. State/Province/Country ZIP/Postal Code City **NEW YORK NEW YORK** 10022 State(s) of Solicitation (select all that apply) All States X Foreign/non-US Check "All States" or check individual States ILLINOIS NEW JERSEY Recipient Recipient CRD Number None Mark William Viklund 1995158 (Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None H.C. Wainwright & Co., LLC 375 **Street Address 1** Street Address 2 430 PARK AVENUE, 4TH FL. State/Province/Country ZIP/Postal Code City **NEW YORK NEW YORK** 10022 State(s) of Solicitation (select all that apply) All States X Foreign/non-US Check "All States" or check individual States ILLINOIS NEW JERSEY

Recipient CRD Number None

Noam J. Rubinstein 4070245

(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number None

H.C. Wainwright & Co., LLC 375

Street Address 1 Street Address 2

430 PARK AVENUE, 4TH FL.

City State/Province/Country ZIP/Postal Code

NEW YORK NEW YORK 10022

State(s) of Solicitation (select all that apply)
Check "All States" or check individual States

All States X Foreign/non-US

ILLINOIS NEW JERSEY

## 13. Offering and Sales Amounts

Total Offering Amount \$10,849,987 USD or Indefinite

Total Amount Sold \$0 USD

Total Remaining to be Sold \$10,849,987 USD or Indefinite

## Clarification of Response (if Necessary):

The issuer sold warrants to purchase ordinary shares in consideration of various security-holders' agreements to exercise previously-issued warrants. The warrants have an exercise price of \$7.50 and are exercisable for 5 years from the date of issuance.

#### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

# 5

#### 15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$922,249 USD Estimate
Finders' Fees \$0 USD Estimate

## Clarification of Response (if Necessary):

The issuer issued to the placement agent warrants to purchase up to 87,880 ordinary shares at an exercise price of \$9.375. The issuer agreed to reimburse the placement agent for expenses up to \$50,000, to be split with the June 6, 2019 warrants.

#### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

## Clarification of Response (if Necessary):

Sales, marketing and reimbursement expenses related to market development activities of the ReStore device and broadening third-party payor coverage for the ReWalk Personal device, and research and development costs.

# Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
ReWalk Robotics Ltd.	/s/ Ori Gon	Ori Gon	Chief Financial Officer	2019-06-19

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.