SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL MB Number: 3235-0104

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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 Add<br>Dykan Jeff  | 2. Date of Even<br>Requiring State<br>(Month/Day/Yea<br>12/31/2015 | ment              | 3. Issuer Name and Ticker or Trading Symbol <u>ReWalk Robotics Ltd.</u> [ RWLK ] |                    |  |   |             |  |                                   |   |   |   |
|--|--|-------------------|--|--------------------|--|---|-------------|--|-----------------------------------|---|---|---|
| (Last) (First) (Middle)<br>C/O REWALK ROBOTICS LTD.<br>3 HATNUFA ST., P.O. BOX 161   |  |                   |  |                    |  | tionship of Reporting P<br>all applicable)<br>Director<br>Officer (give title | Person<br>X | 10% Own<br>Other (spe                  | er                                | 5. If Amendment, Date of Original Filed<br>(Month/Day/Year)<br>12/31/2015 |   |   |
| (Street)<br>YOKNEAM<br>ILIT<br>(City)  | L3<br>(State)  | 20692203<br>(Zip) |  |                    |  | below)  |             | below)                                 |                                   |   | able Line)<br>Form filed b                  | l/Group Filing (Check<br>y One Reporting Person<br>y More than One<br>erson |
| Table I - Non-Derivative Securities Beneficially Owned   |  |                   |  |                    |  |   |             |  |                                   |   |   |   |
| 1. Title of Security (Instr. 4)  |  |                   |  |                    |  | nt of Securities<br>ally Owned (Instr. 4)                                     |             |  |                                   | 4. Nature of Indirect Beneficial Ownership<br>(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<br>Expiration Date<br>(Month/Day/Year)                   |                    | 3. Title and Amount of Securit<br>Underlying Derivative Security |   |             |  | 4.<br>Conversi<br>or Exerci       | on se   | 5.<br>Ownership<br>Form:<br>Direct (D)      | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5)                 |
|  |  |                   | Date<br>Exercisable  | Expiration<br>Date | Title  |   |             | Amount<br>or<br>Number<br>of<br>Shares | Price of<br>Derivativ<br>Security | e   | Direct (D)<br>or Indirect<br>(I) (Instr. 5) |   |
| Warrants   |  |                   | 07/14/2014   | 07/14/2018         |  | Ordinary Shares   |             | 29,862                                 | 10.08                             | L)  | Ι   | By partnership <sup>(2)(3)</sup>  |

## Explanation of Responses:

1. The Reporting Person is amending the Form 3 filed on December 31, 2015 to reflect the fact that the exercise price of the Warrants is \$10.08, and not \$11.45 as originally reported.

2. The Reporting Person is a director of SCP Vitalife II GP, Ltd. ("SCP Vitalife GP"), which is the sole general partner of SCP Vitalife II Associates, L.P. ("SCP Vitalife Associates"). SCP Vitalife Associates is the sole general partner of each of SCP Vitalife Partners II, L.P. ("SCP Vitalife") and SCP Vitalife Partners (Israel) II, L.P. ("SCP Vitalife II associates"). He direct beneficial owner of the Ordinary Shares and the Warrants. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of the Ordinary Shares held by SCP Vitalife and SCP Vitalife Israel, except to the extent of his pecuniary interest therein.

3. Consists of Warrants to purchase 22,374 Ordinary Shares held by SCP Vitalife and Warrants to purchase 7,488 Ordinary Shares held by SCP Vitalife Israel.

| <u>/s/ Kevin</u>  | <u>Hershberger, as</u> |  |
|-------------------|------------------------|--|
| <u>attorney-i</u> | n-fact                 |  |
|                   |                        |  |

04/20/2016

\*\* Signature of Reporting Person Date

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.

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.