SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

☐ Check this box 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

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[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Koren Ofir	ReWalk Robotics Ltd. [RWLK]	Director ☐ 10% Owner ☐
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2017	X Officer (give title below) Other (specify below)
KOCHAV YOKNEAM BUILDING, FLOOR 6 P.O. BOX 161		Snr VP, R&D and Regulatory
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
YOKNEAM ILIT L3 20692		X Form filed by One Reporting Person
(City) (State) (Zip)		☐ 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)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares, par value NIS 0.01 per share	01/03/2017		M[(1)]		500	A	$1.32	6,565	I	ESOP
Ordinary Shares, par value NIS 0.01 per share	01/03/2017		S[(2)]		500	D	$3	6,065	I	ESOP
Ordinary Shares, par value NIS 0.01 per share	01/06/2017		M[(1)]		4,720	A	$1.32	10,785	I	ESOP
Ordinary Shares, par value NIS 0.01 per share	01/06/2017		S[(2)]		4,720	D	$3.5	6,065	I	ESOP

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to buy)	$1.32	01/03/2017		M			500	[(1)]	07/17/2023	Ordinary Shares, par value NIS 0.01 per share	500	$0	8,030	D	
Option (Right to buy)	$1.32	01/06/2017		M			4,720	[(1)]	07/17/2023	Ordinary Shares, par value NIS 0.01 per share	4,720	$0	3,310	D	

Explanation of Responses:

1. Represents the exercise of stock options granted to the reporting person pursuant to the ReWalk 2012 Equity Incentive Plan. The stock options vested and became exercisable in 12 equal quarterly installments starting on August 1, 2014.

2. Represents an open market sell effected psusant to a 10B5-1 plan

Remarks:

/s/ Kevin Hershberger as attorney-in-fact

03/30/2017

** 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 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).

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.