

Ability Inc.

Form SC 13G

February 13, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Ability Inc.

(Name of Issuer)

Ordinary Shares, par value \$0.0001

(Title of Class of Securities)

G8789K108

(CUSIP Number)

December 30, 2016

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: G8789K108

1	NAME OF REPORTING PERSON AQR Capital Management, LLC I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware, USA
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<div>5 SOLE VOTING POWER</div> <div>6 SHARED VOTING POWER 1,553,096</div> <div>7 SOLE DISPOSITIVE POWER</div> <div>8 SHARED DISPOSITIVE POWER 1,553,096</div>
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,553,096
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.69%
12	TYPE OF REPORTING PERSON IA

CUSIP No.: G8789K108

1	NAME OF REPORTING PERSON AQR Capital Management Holdings, LLC I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)								
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>								
3	SEC USE ONLY								
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware, USA								
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<table border="0"> <tr> <td style="vertical-align: top; padding-right: 20px;">5</td> <td>SOLE VOTING POWER</td> </tr> <tr> <td style="vertical-align: top; padding-right: 20px;">6</td> <td>SHARED VOTING POWER 1,553,096</td> </tr> <tr> <td style="vertical-align: top; padding-right: 20px;">7</td> <td>SOLE DISPOSITIVE POWER</td> </tr> <tr> <td style="vertical-align: top; padding-right: 20px;">8</td> <td>SHARED DISPOSITIVE POWER 1,553,096</td> </tr> </table>	5	SOLE VOTING POWER	6	SHARED VOTING POWER 1,553,096	7	SOLE DISPOSITIVE POWER	8	SHARED DISPOSITIVE POWER 1,553,096
5	SOLE VOTING POWER								
6	SHARED VOTING POWER 1,553,096								
7	SOLE DISPOSITIVE POWER								
8	SHARED DISPOSITIVE POWER 1,553,096								
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,553,096								
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>								
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.69%								
12	TYPE OF REPORTING PERSON HC								

CUSIP No.: G8789K108

1	NAME OF REPORTING PERSON CNH Partners, LLC I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware, USA
5	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6	SOLE VOTING POWER SHARED VOTING POWER 1,553,096
7	SOLE DISPOSITIVE POWER
8	SHARED DISPOSITIVE POWER 1,553,096
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,553,096
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.69%
12	TYPE OF REPORTING PERSON IA

CUSIP No.: G8789K108

**ITEM NAME OF ISSUER:**

**1(a).** Ability Inc.

**ITEM ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**

**1(b).** Ability Inc.  
Yad Harutzim 14  
Tel Aviv, Israel, 6770007

**ITEM NAME OF PERSON FILING:**

**2(a).** (1) AQR Capital Management, LLC  
(2) AQR Capital Management Holdings, LLC  
(3) CNH Partners, LLC

AQR Capital Management, LLC is a wholly owned subsidiary of AQR Capital Management Holdings, LLC. CNH Partners is deemed to be controlled by AQR Capital Management, LLC

**ITEM ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:**

**2(b).** (1) TWO GREENWICH PLAZA GREENWICH, CT 06830  
(2) TWO GREENWICH PLAZA GREENWICH, CT 06830  
(3) TWO GREENWICH PLAZA GREENWICH, CT 06830

**ITEM CITIZENSHIP:**

**2(c).** (1) Delaware, USA  
(2) Delaware, USA  
(3) Delaware, USA

**ITEM TITLE OF CLASS OF SECURITIES:**

**2(d).** Ordinary Shares, par value \$0.0001

**ITEM CUSIP NUMBER:**

**2(e).** G8789K108

**ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK WHETHER THE PERSON FILING IS A:**

(a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);  
☐

(b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);  
☐

(c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);  
☐

(d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);  
☐

(e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);  
☒

(f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);  
☐

- (g) A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);  
☒ [X]
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  
☐ [ ]
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);  
☐ [ ]
- (j) A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);  
☐ [ ]
- (k) Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:  
☐ [ ]

**ITEM 4. OWNERSHIP**

**(a) Amount beneficially owned:**

1,553,096

As of 12/30/2016 AQR Capital Management, LLC holds warrants representing 1,553,096 shares of common stock.

**(b) Percent of class:**

5.69%

**(c) Number of shares as to which the person has:**

(i) sole power to vote or to direct the vote:

(ii) shared power to vote or to direct the vote:

1,553,096

(iii) sole power to dispose or direct the disposition of:

(iv) shared power to dispose or to direct the disposition of:

1,553,096

**ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ☐ [ ].

**ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:**

AQR Capital Management, LLC serves as the investment manager to the AQR Diversified Arbitrage Fund, an open-end registered investment company, which holds 5.31% of the total listed in item 4(b).

**ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:**

See item 2(a) above.

**ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:**

This Item [8] is not applicable.

**ITEM 9. NOTICE OF DISSOLUTION OF GROUP:**

This Item [9] is not applicable.

**ITEM CERTIFICATION:**

**10.** By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No.: G8789K108

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13 2017 AQR Capital Management, LLC

By:

/s/ Bradley D. Asness

Name:

Bradley D. Asness

Title:

Chief Legal Officer

February 13 2017 AQR Capital Management Holdings, LLC

By:

/s/ Bradley D. Asness

Name:

Bradley D. Asness

Title:

Authorized Signatory

February 13 2017 CNH Partners, LLC

By:

/s/ Bradley D. Asness

Name:

Bradley D. Asness

Title:

Authorized Signatory

Attention — Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).



Edgar Filing: Ability Inc. - Form SC 13G

CUSIP No.: G8789K108

AQR Capital Management Holdings, LLC, AQR Capital Management, LLC, and CNH Partners, LLC hereby agree that this Schedule 13G is filed on behalf of each of the parties. AQR Capital Management, LLC is a wholly owned subsidiary of AQR Capital Management Holdings, LLC. CNH Partners is deemed to be controlled by AQR Capital Management, LLC

CUSIP No.: G8789K108