

ReWalk Robotics Ltd.
Form 4
March 30, 2017

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Koren Ofir

(Last) (First) (Middle)

**KOCHAV YOKNEAM BUILDING,
FLOOR 6, P.O. BOX 161**

(Street)

YOKNEAM ILIT, L3 20692

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ReWalk Robotics Ltd. [RWLK]

3. Date of Earliest Transaction
(Month/Day/Year)
01/03/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Snr VP, R&D and Regulatory

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 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 | 01/06/2017 | | M ⁽¹⁾ | | 4,720 | A | \$ 1.32 | 10,785 | I | ESOP |

value NIS
0.01 per
share

Ordinary
Shares, par
value NIS
0.01 per
share

01/06/2017 S⁽²⁾ 4,720 D \$ 3.5 6,065 I ESOP

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. F. Derivative Securities (Instr. 3 and 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 |
| 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 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Koren Ofir
KOCHAV YOKNEAM BUILDING, FLOOR 6

Snr VP, R&D and Regulatory

P.O. BOX 161
YOKNEAM ILIT, L3 20692

Signatures

/s/ Kevin Hershberger as
attorney-in-fact

03/30/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (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 pursuant to a 10B5-1 plan

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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