

CAMTEK LTD
Form 20-F/A
March 20, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 20-F/A
(Amendment No.1)

(Mark One)

Registration statement pursuant to Section 12(b) or (g) of the Securities Exchange Act of 1934

or

Annual report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the fiscal year ended December 31, 2016

or

Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

or

Shell Company report pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934

Date of event requiring this shall Company report _____

For the transition period from _____ to _____

Commission file number 000-30664

Camtek Ltd.
(Exact name of Registrant as specified in its charter)

Israel
(Jurisdiction of incorporation or organization)

Ramat Gavriel Industrial Zone, P.O. BOX 544, Migdal Ha'Emek, Israel
(Address of principal executive offices)

Moshe Eisenberg, Telephone: (972) (4) 6048100, Facsimile: (972) (4) 6048300, E-mail: moshee@camtek.com
Ramat Gavriel Industrial Zone, P.O. BOX 544, Migdal Ha'Emek, Israel
(Name, Telephone, E-Mail and/or Facsimile number and Address of Company Contact Person)

Securities registered or to be registered pursuant to Section 12(b) of the Act:

Ordinary Shares, nominal value NIS 0.01 per share
(Title of each Class)

Nasdaq Global Market
(Name of each Exchange on which registered)

Securities registered or to be registered pursuant to Section 12(g) of the Act:
None
(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act:
None
(Title of Class)

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Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the Annual Report:

35,348,176 Ordinary Shares, par value NIS 0.01 per share.

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.

Yes No

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

Yes No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer" and "large accelerated filer" in Rule 12b-2 of the Exchange Act (check one):

Large Accelerated Filer Accelerated Filer Non-Accelerated Filer

Indicate by check mark which basis of accounting the registrant has used to prepare the financial statements included in this filing:

U.S. GAAP

International Financial Reporting Standards as issued by the International Accounting Standards Board

Other

If "Other" has been checked in response to the previous question, indicate by check mark which financial statement item the registrant has elected to follow.

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If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

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Item 1. EXPLANATORY NOTE

We are filing this Amendment No. 1 to our Annual Report on Form 20-F for the year ended December 31, 2016, which was originally filed with the U.S. Securities and Exchange Commission (the “SEC”) on March 15, 2017, to correct a date in the Chief Financial Officer Certification, and to correct the description of certain exhibits incorporated by reference.

Item 19. Exhibits.

<u>Exhibit</u>	<u>Exhibit</u>
<u>No.</u>	

- | | |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.1 | Memorandum of Association of Registrant (incorporated herein by reference to Exhibit 3.1 to Amendment No. 1 to the Registrant's Registration Statement on Form F 1, File No. 333 12292, filed with the Securities and Exchange Commission on July 21, 2000); |
| 1.2 | Articles of Registrant, as amended October 24, 2011 (incorporated herein by reference to Exhibit A to the Registrant’s Report on Form 6-K, File No. 000-30664, filed with the Securities and Exchange Commission on September 27, 2011) and November 3, 2016 (incorporated herein by reference to Exhibit B to the Registrant’s Report on Form 6-K, File No. 000-30664, filed with the Securities and Exchange Commission on September 29, 2016). |
| 4.1 | Amended and Restated Employee Share Option Plan (incorporated herein by reference to Exhibit 10.1 to the Registrant's Registration Statement on Form S 8, File No. 333 84476, filed with the Securities and Exchange Commission on March 18, 2002). |
| 4.2 | Amended and Restated Subsidiary Employee Option Plan (incorporated herein by reference to Exhibit 10.2 to the Registrant's Registration Statement on Form S 8, File No. 333 84476, filed with the Securities and Exchange Commission on March 18, 2002). |
| 4.3 | Employee Share Option Plan - Europe (incorporated herein by reference to Exhibit 10.3 to the Registrant's Registration Statement on Form S 8, File No. 333 49982, filed with the Securities and Exchange Commission on November 15, 2000). |
| 4.4 | Executive Share Option Plan (incorporated herein by reference to Exhibit 10.4 to the Registrant's Registration Statement on Form S 8, File No. 333 60704, filed with the Securities and Exchange Commission on May 11, 2001). |
| 4.5 | 2003 Share Option Plan (incorporated herein by reference to Exhibit 10.1 to the Registrant's Registration Statement on Form S 8, File No. 333 113139, filed with the Securities and Exchange Commission on February 27, 2004). |
| 4.6 | 2003 Sub Plan for Grantees Subject to United States Taxation (incorporated herein by reference to Exhibit 10.2 to the Registrant's Registration Statement on Form S 8, File No. 333 113139, filed with the Securities and Exchange Commission on February 27, 2004). |
| 4.7 | 2003 Sub Plan for Grantees Subject to Israeli Taxation (incorporated herein by reference to Exhibit 10.3 to the Registrant's Registration Statement on Form S 8, File No. 333 113139, filed with the Securities and Exchange Commission on February 27, 2004). |
| 4.8 | 2007 Restricted Share Unit Plan (incorporated herein by reference to Exhibit 4.8 to the Registrant’s Annual Report on Form 20-F File No.000-30664 filed with the Securities and Exchange Commission on June 30, |

- 2008).
- 4.9 2014 Share Option Plan (incorporated herein by reference to Exhibit A to the Registrant's Report on Form 6-K, File No. 000-30664, filed with the Securities and Exchange Commission on October 6, 2014).
- 4.10 2014 Sub Plan for Grantees Subject to United States Taxation (incorporated herein by reference to Exhibit A to the Registrant's Report on Form 6-K, File No. 000-30664, filed with the Securities and Exchange Commission on October 6, 2014).
- 4.11 2014 Sub Plan for Grantees Subject to Israeli Taxation (incorporated herein by reference to Exhibit A to the Registrant's Report on Form 6-K, File No. 000-30664, filed with the Securities and Exchange Commission on October 6, 2014).
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4.12 Form of Indemnification Agreement (incorporated herein by reference to Exhibit 10.10 to Amendment No. 1 to the Registrant's Registration Statement on Form F 1, File No. 333 12292, filed with the Securities and Exchange Commission on July 21, 2000).

4.13 Registration Rights Amended and Restated Agreement by and between the Registrant and Priortech Ltd., dated December 30, 2004 (incorporated herein by reference to Exhibit 4.10 to the Registrant's Annual Report on Form 20-F File No.000-30664 filed with the Securities and Exchange Commission on June 30, 2005).

8.1 Subsidiaries of the Registrant (incorporated herein by reference to Exhibit 8.1 to the Registrant's Annual Report on Form 20-F File No.000-30664 filed with the Securities and Exchange Commission on June 7, 2010).

12.1 Certification of Chief Executive Officer required by Rules 13a-14(a) and Rule 15d-14(a) under the Securities Exchange Act of 1934, as amended. (incorporated herein by reference to Exhibit 12.1 to the Registrant's Annual Report on Form 20-F for the year ended December 31, 2016, File No. 000-30664, filed with the Securities and Exchange Commission on March 15, 2017).

12.2 Certification of Chief Financial Officer required by Rules 13a-14(a) and Rule 15d-14(a) under the Securities Exchange Act of 1934, as amended. *

13.1 Certification of the Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (incorporated herein by reference to Exhibit 13.1 to the Registrant's Annual Report on Form 20-F for the year ended December 31, 2016, File No. 000-30664, filed with the Securities and Exchange Commission on March 15, 2017).

15.1 Consent of Somekh Chaikin, Independent Registered Public Accounting Firm, a member firm of KPMG International (incorporated herein by reference to Exhibit 15.1 to the Registrant's Annual Report on Form 20-F for the year ended December 31, 2016, File No. 000-30664, filed with the Securities and Exchange Commission on March 15, 2017).

101 The following financial information from Camtek Ltd.'s Annual Report on Form 20-F for the year ended December 31, 2016, formatted in XBRL (eXtensible Business Reporting Language): (i) Consolidated Statements of Operations for the years ended December 31, 2016, 2015 and 2014; (ii) Consolidated Balance Sheets at December 31, 2015 and 2014; (iii) Consolidated Statements of Changes in Shareholders' Equity for the years ended December 31, 2016, 2015 and 2014; (iv) Consolidated Statements of Cash Flows for the years ended December 31, 2016, 2015 and 2014; and (v) Notes to Consolidated Financial Statements, tagged as blocks of text. Users of this data are advised, in accordance with Rule 406T of Regulation S-T promulgated by the SEC, that this Interactive Data File is deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, is deemed not filed for purposes of Section 18 of the Exchange Act, and otherwise is not subject to liability under these sections (incorporated herein by reference to Exhibit 101 to the Registrant's Annual Report on Form 20-F for the year ended December 31, 2016, File No. 000-30664, filed with the Securities and Exchange Commission on March 15, 2017).

English translations from Hebrew original.

*Filed herewith.

SIGNATURES

The Company hereby certifies that it meets all of the requirements for filing on Form 20-F/A and that it has duly caused and authorized the undersigned to sign this Annual Report on its behalf.

CAMTEK LTD.

By: /s/ Rafi Amit
Name: Rafi Amit
Title: Chief Executive Officer

Date: March 20, 2017

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