ReWalk Robotics Ltd. Form 4 June 27, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

Form 4 or Form 5 obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response... 0.5

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Jasinski Lawrence J

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

(Zip)

ReWalk Robotics Ltd. [RWLK] 3. Date of Earliest Transaction

(Check all applicable)

Chief Executive Officer

C/O REWALK ROBOTICS LTD., 3

(First)

(Month/Day/Year)

X_ Officer (give title

10% Owner Other (specify

HATNUFA ST. P.O. BOX 161

(Street)

(State)

06/15/2016

below)

_X__ Director

below)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

I

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

YOKNEAM ILIT, L3 20692203

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

Ordinary Shares, par

value NIS

F 06/15/2016

\$ 596 (1) D 6.55 46,514 (2)

ESOP

0.01 per share

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------------------------|-------------|-----------------|--------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | orNumber | Expiration D | ate | Amount | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | ^ | mount | | |
| | | | | | | | | | mount | | |
| | | | | | | Date Expira Exercisable Date | | or Title Number | | | |
| | | | | | | | | Title Number | | | |
| | | | | C + V | (A) (D) | | | | | | |
| | | | | Code V | (A) (D) | | | S | hares | | |

Reporting Owners

| Reporting Owner Name / Address | | | - | |
|--------------------------------|----------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |

Jasinski Lawrence J C/O REWALK ROBOTICS LTD. 3 HATNUFA ST. P.O. BOX 161 **YOKNEAM ILIT, L3 20692203**

X Chief Executive Officer

Relationships

Signatures

/s/ Kevin Hershberger as 06/27/2016 attorney-in-fact

> **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).
- Represents Ordinary Shares withheld by ReWalk Robotics Ltd. (the "Company") at the Reporting Person's request, as permitted under the ReWalk 2014 Equity Incentive Plan, to satisfy the Reporting Person's tax withholding obligation in connection with the vesting on **(1)** Wednesday, June 15, 2016 of restricted stock units previously awarded to the Reporting Person. There was no open market sale of Ordinary Shares by the Reporting Person.
- (2) Closing market price per share of the Company's Ordinary Shares on the transaction date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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