

ReWalk Robotics Ltd.
Form 3/A
April 20, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| SC Vitalife Partners (Israel) II, L.P. | | (Month/Day/Year) 12/31/2015 | ReWalk Robotics Ltd. [RWLK] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 7 GREAT VALLEY PARKWAY, SUITE 190 | | | (Check all applicable) | 12/31/2015 |
| (Street) | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| MALVERN, PA 19355-1446 | | | <input type="checkbox"/> Officer (give title below) | <input type="checkbox"/> Other (specify below) |
| (City) | (State) | (Zip) | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

| | | | | | | |
|----------|------------|------------|--------------------|--------|---------------------|----------------------------------|
| | | | | Shares | | or Indirect (I) (Instr. 5) |
| Warrants | 07/14/2014 | 07/14/2018 | Ordinary Shares | 7,488 | \$ 10.08 <u>(1)</u> | D <u>(2)</u> <u>(3)</u> <u>Â</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|--------------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SCP Vitalife Partners (Israel) II, L.P. 7 GREAT VALLEY PARKWAY SUITE 190 MALVERN, PA 19355-1446 | Â | Â X | Â | Â |
| SCP Vitalife II Associates, L.P. 7 GREAT VALLEY PARKWAY SUITE 190 MALVERN, PA 19355-1446 | Â | Â X | Â | Â |
| SCP Vitalife II GP, Ltd. 7 GREAT VALLEY PARKWAY SUITE 190 MALVERN, PA 19355-1446 | Â | Â X | Â | Â |
| CHURCHILL WINSTON J 7 GREAT VALLEY PARKWAY SUITE 190 MALVERN, PA 19355-1446 | Â | Â X | Â | Â |
| LUDOMIRSKI ABRAHAM 7 GREAT VALLEY PARKWAY SUITE 190 MALVERN, PA 19355-1446 | Â | Â X | Â | Â |

Signatures

/s/ Winston J. Churchill,
attorney-in-fact

04/20/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) The Reporting Person is amending the Form 3 filed on December 31, 2015 to reflect the fact that the exercise price of the Warrants is \$10.08, and not \$11.45 as originally reported.
- (2) The Warrants to purchase Ordinary Shares are directly held by SCP Vitalife Partners (Israel) II, L.P. ("SCP Vitalife Israel") and indirectly held by SCP Vitalife II Associates, L.P. ("SCP Vitalife Associates"), the sole general partner of SCP Vitalife Israel, SCP Vitalife II, GP, Ltd. ("SCP Vitalife GP"), the sole general partner of SCP Vitalife Associates, and the individual directors of SCP Vitalife GP (SCP Vitalife Associates, SCP Vitalife GP and the individual directors of SCP Vitalife GP together, the "SCP Vitalife Israel Indirect Reporting Persons"). The individual directors of SCP Vitalife GP are Jeffrey Dykan, Winston J. Churchill, Abraham Ludomirski and Wayne B.

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Weisman.

- The SCP Vitalife Israel Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the SCP Vitalife Israel Warrants in which the SCP Vitalife Israel Indirect Reporting Persons have no pecuniary interest.

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.