SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Gadot Harel			2. Date of Eve Requiring State (Month/Day/Ye 11/28/2016	ement	3. Issuer Name and Ticker or Trading Symbol <u>Microbot Medical Inc.</u> [MBOT]					
(Last) (First) (Middle) C/O MICROBOT MEDICAL INC.				4. Relationship of Reporting Perso (Check all applicable) X Director X		10% Owne	r (Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
5 HAMADA (Street) YOKNEAM	L3	20692			A below)	(give title Chairman and	Other (spec below) CEO	Appl	icable Line) Form filed by	Group Filing (Check One Reporting Person More than One prson
(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)		3. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) (Instr	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, par value \$0.01 per share				2,652,704		I By		y MEDX Ventures Group, LLC ⁽¹⁾		
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 Securiti Underlying Derivative Security			4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	Title		Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)		11/28/2016	09/01/2024		ock, par value er share	1,167,960	(2)(3)	I	By MEDX Ventures Group, LLC (1)	

Explanation of Responses:

1. Mr. Gadot is the Chief Executive Officer, Company Group Chairman and majority equity owner of MEDX Venture Group and thus may be deemed to share voting and investment power over the shares beneficially owned by this entity.

2. The exercise price of such options were to be determined pursuant to an independent valuation of the underlying shares on the date of grant, which valuation has not yet been obtained. The options were originally granted by Microbot Medical Ltd., a wholly-owned subsidiary of the Issuer ("Microbot"), to the Reporting Person in September 2014 and the underlying securities were the ordinary shares of Microbot. (Footnote continues in footnote (3)).

3. On November 28, 2016, the Issuer assumed such options as part of its acquisition of Microbot. Upon the determination of the exercise price, the Reporting Person will amend this Form 3 accordingly.

/s/ Harel Gadot

** Signature of Reporting Person

11/30/2016

Date

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

* 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).

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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