

# **INSPIREMD, INC.**

Reported by  
**KESTER THOMAS J**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/10/21 for the Period Ending 02/08/21

Telephone (888) 776-6804  
CIK 0001433607  
Symbol NSPR  
Fiscal Year 12/31

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Kester Thomas J</b>		<b>InspireMD, Inc. [ NSPR ]</b>		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
<b>C/O INSPIREMD, INC., 4 MENORAT HAMAOR ST.</b>		<b>2/8/2021</b>			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
<b>TEL AVIV, L3 6744832</b>				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/8/2021		p	(1)	120960	A	\$0.62	331593 (1)	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrants	\$0.682	2/8/2021		p	(1)	60480		2/8/2021	2/8/2026	Common Stock	60480 (1)	\$0.62	60480	D	
Optins to purchase common stock (right to buy) (2)	\$0.39							(3)	8/31/2030	Common Stock	52686		52686	D	

#### Explanation of Responses:

- The Reporting Person purchased, in a follow-on underwritten public offering by the Issuer, 120,960 shares of common stock and warrants to purchase 60,480 shares of common stock together, as part of 120,960 units, at a purchase price of \$0.62 per unit.
- The Reporting Person has not engaged in any reportable transactions with respect to these derivative securities of the Issuer and is including his ownership of these securities for informational purposes only in this Form 4.
- The options vest and become exercisable in three equal installments, with 1/3 vesting on each of August 31, 2021, August 31, 2022 and August 31, 2023, subject to the Reporting Person's continued service.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Kester Thomas J C/O INSPIREMD, INC. 4 MENORAT HAMAOR ST. TEL AVIV, L3 6744832</b>	X			

#### Signatures

/s/ Thomas J. Kester

2/10/2021

\*\*Signature of Reporting Person

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 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).

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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