

INSPIREMD, INC.

Reported by
MILINAZZO ALAN

FORM 4/A

(Amended Statement of Changes in Beneficial Ownership)

Filed 01/26/16 for the Period Ending 05/05/15

Address	321 COLUMBUS AVENUE BOSTON, MA 02116
Telephone	(857) 453-6553
CIK	0001433607
Symbol	NSPR
Fiscal Year	12/31

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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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 * MILINAZZO ALAN (Last) (First) (Middle) C/O INSPIREMD, INC., 321 COLUMBUS AVENUE (Street) BOSTON, MA 02116 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol InspireMD, Inc. [NSPR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) President and CEO
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">5/5/2015</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY) <p align="center">1/5/2016</p>		

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	5/5/2015		F		1949 ⁽¹⁾ ₍₂₎	D	\$2.60	140395 ⁽²⁾	D	
Common Stock	12/31/2015		A		63825 ⁽³⁾	A	\$0.88	204220 ⁽⁴⁾	D	
Common Stock	12/31/2015		F		24094	D	\$0.88	180126 ⁽⁵⁾	D	
Common Stock	1/3/2016		F		4982	D	\$0.88	175144 ⁽⁶⁾	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (These shares were omitted from the Reporting Person's original Form 4 filed on January 5, 2016. Represents shares of restricted stock withheld to pay the
- 1)** Reporting Person's tax withholding obligations incurred in connection with the vesting of 5,996 shares of restricted stock award granted on April 25, 2013.
- (Reflects a 1-for-10 reverse stock split effected October 1, 2015.
- 2)**
- (Represents an adjustment to the number of shares of restricted stock granted on January 26, 2015 in lieu of 50% of his base salary in cash payments based
- 3)** upon the volume-weighted average price of the Issuer's common stock during the calendar year ended December 31, 2015, pursuant to the Third Amendment to Employment Agreement, dated as of June 29, 2015.
- (These shares were previously reported as 1,487,261 shares but were adjusted to reflect the withholding of shares of restricted stock to pay the Reporting
- 4)** Person's tax withholding obligations omitted from the Reporting Person's original Form 4 filed on January 5, 2016 and the 1-for-10 reverse stock split that was effected on October 1, 2015.
- (These shares were previously reported as 1,463,167 shares but were adjusted to reflect the withholding of shares of restricted stock to pay the Reporting
- 5)** Person's tax withholding obligations omitted from the Reporting Person's original Form 4 filed on January 5, 2016 and the 1-for-10 reverse stock split that was effected on October 1, 2015.
- (These shares were previously reported as 1,458,185 shares but were adjusted to reflect the withholding of shares of restricted stock to pay the Reporting
- 6)** Person's tax withholding obligations omitted from the Reporting Person's original Form 4 filed on January 5, 2016 and the 1-for-10 reverse stock split that was effected on October 1, 2015.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

MILINAZZO ALAN C/O INSPIREMD, INC. 321 COLUMBUS AVENUE BOSTON, MA 02116	X		President and CEO	
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Signatures

/s/ Alan Milinazzo

1/26/2016

**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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