

INSPIREMD, INC.

Reported by
ROUBIN GARY S

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
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FORM 4

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

OMB APPROVAL
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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 * ROUBIN GARY S <small>(Last) (First) (Middle)</small> C/O INSPIREMD, INC., 4 MENORAT HAMAOR ST. <small>(Street)</small> TEL AVIV, L3 6744832 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol InspireMD, Inc. [NSPR] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">2/8/2021</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
4. If Amendment, Date Original Filed (MM/DD/YYYY)		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

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		241930	A	\$0.62	703103	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		120965		2/8/2021	2/8/2026	Common Stock	120965	\$0.62	343188	D	
Option to Purchase Common Stock	\$0.33								10/12/2030	Common Stock	79650		79650	D	

Explanation of Responses:

- (1) The Reporting Person purchased, in a follow-on underwritten public offering by the Issuer, 241,930 shares of common stock and warrants to purchase 120,965 shares of common stock together, as part of 241,930 units, at a purchase price of \$0.62 per unit.
- (2) No transaction has been effected by the Reporting Person with respect to these securities, and they are being included in this Form 4 for informational purposes only.
- (3) These options vest and become exercisable in three equal installments, with 1/3 vesting on each of October 12, 2021, October 12, 2022 and October 12, 2023, subject to the Reporting Person's continued service.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROUBIN GARY S C/O INSPIREMD, INC. 4 MENORAT HAMAOR ST. TEL AVIV, L3 6744832	X			

Signatures

/s/ Craig Shore, Attorney-in-Fact for Gary S. Roubin

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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