

INSPIREMD, INC.

Reported by
STUKA PAUL

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 07/11/16 for the Period Ending 07/07/16

Address	321 COLUMBUS AVENUE BOSTON, MA 02116
Telephone	(857) 453-6553
CIK	0001433607
Symbol	NSPR
SIC Code	3841 - Surgical and Medical Instruments and Apparatus
Industry	Medical Equipment & Supplies
Sector	Healthcare
Fiscal Year	12/31

FORM 4

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

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

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 * Stuka Paul (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 type="checkbox"/> Officer (give title below) _____ Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">7/7/2016</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)		

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			

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				
Series B Convertible Preferred Stock	\$0.33	7/7/2016		P		3030		7/7/2016	7/7/2021	Common Stock	530250 (1)	\$33.00 (2)	3030	D	
Warrants to Purchase Common Stock	\$0.20	7/7/2016		P		303000		7/7/2016	7/7/2021	Common Stock	303000	\$33.00 (2)	303000	D	
Series B Convertible Preferred Stock	\$0.33	7/7/2016		P		1515		7/7/2016	7/7/2021	Common Stock	265125 (3)	\$33.00 (2)	1515	I	See Note (4)
Warrants to Purchase Common Stock	\$0.20	7/7/2016		P		151500		7/7/2016	7/7/2021	Common Stock	151500	\$33.00 (2)	151500	I	See Note (4)

Explanation of Responses:

- (Consists of 303,000 shares of Common Stock issuable upon conversion of the Preferred Stock at the conversion price of \$0.33 per share and the stated value
- 1) of \$33 and payment of all dividends accrued on the Preferred Stock in an aggregate of 227,250 shares of Common Stock upon conversion of the Preferred Stock.
- (Each share of Preferred Stock was accompanied by a Warrant to purchase 100 shares of Common Stock at an exercise price of \$0.20 per share of Common
- 2) Stock. Each share of Preferred Stock and accompanying Warrant to Purchase Common Stock was acquired at an aggregate price of \$33.00.
- (Consists of 151,500 shares of Common Stock issuable upon conversion of the Preferred Stock at the conversion price of \$0.33 per share and the stated value
- 3) of \$33 and payment of all dividends accrued on the Preferred Stock in an aggregate of 113,625 shares of Common Stock upon conversion of the Preferred Stock.
- (These securities are held by Osiris Investment Partners, L.P. ("Osiris"). The Reporting Person serves as the managing member of Osiris Partners, LLC, the
- 4) general partner of Osiris. In such capacity, the Reporting Person may be deemed to beneficially own the reported securities. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and the inclusion of such securities in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or for any other purposes.

Reporting Owners

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

C/O INSPIREMD, INC. 321 COLUMBUS AVENUE BOSTON, MA 02116	X			
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Signatures

/s/ Paul Stuka

7/11/2016

**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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