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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 4, 2018

MICROBOT MEDICAL INC.
(Exact name of registrant as specified in its charter)

Delaware	**000-19871**	**94-3078125**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

25 Recreation Park Drive, Unit 108
Hingham, Massachusetts 02043
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (781) 875-3605

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).
Emerging Growth Company [ ]

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. [ ]

Item 3.03 Material Modification to Rights of Security Holders.

To the extent required by Item 3.03 of Form 8-K, the information contained in Item 5.03 of this Current Report on Form 8-K is incorporated herein by reference.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On September 4, 2018, as approved by the stockholders of Microbot Medical Inc. (the "Company") at the annual meeting of the Company's stockholders held on September 4, 2018 (the "Annual Meeting"), the Company filed a Certificate of Amendment to its Restated Certificate of Incorporation with the Secretary of State of the State of Delaware to effect a one-for-15 reverse stock split of the Company's common stock (the "Certificate of Amendment"). As a result of the reverse stock split, every 15 shares of the Company's old common stock will be converted into one share of the Company's new common stock. Fractional shares resulting from the reverse stock split will be rounded up to the nearest whole number.

The foregoing description of the Certificate of Amendment is not complete and is subject to, and qualified in its entirety by, the full text of the Certificate of Amendment, which is attached to this Current Report on Form 8-K as Exhibit 3.1, the terms of which are incorporated herein by reference.

Item 5.07 Submission of Matters to a Vote of Security Holders

At the Annual Meeting, the stockholders voted on the following three proposals and cast their votes as described below. The proposals are described in more detail in the Company's Definitive Proxy Statement on Schedule 14A filed with the U.S. Securities and Exchange Commission on July 27, 2018 (the "Proxy Statement").

Proposal 1: Election of the two nominees listed below to serve as Class III Directors on the Board of Directors of the Company until the 2021 Annual Meeting of Shareholders and until their respective successors have been duly elected and qualified:

Name	Number of Votes Cast in Favor	Number of Votes Cast Against	Number of Votes Abstained
Yoseph Bornstein	19,115,974	459,954	84,863
Prattipati Laxminarain	19,124,930	438,783	97,078

Proposal 2: The ratification of Brightman Almagor Zohar & Co., a Member of Deloitte Touche Tohmatsu Limited, or its U.S. affiliate, as the Company's independent registered public accounting firm for the year ending December 31, 2018:

Number of Votes Cast in Favor	Number of Votes Cast Against	Number of Votes Abstained
34,949,937	1,161,116	371,808

Proposal 3. The approval of an amendment to the Company's certificate of incorporation to effect a reverse stock split of not less than one-for-five (1:5) and not greater than one-for-twenty (1:20), of the common stock of the Company:

Number of Votes Cast in Favor	Number of Votes Cast Against	Number of Votes Abstained
27,217,446	9,155,946	109,469

Item 7.01 Regulation FD Disclosure.

On September 5, 2018, Harel Gadot, Chief Executive Officer, President and Chairman of the Company, is scheduled to present at 1:45 P.M. (ET) at the Rodman & Renshaw 20th Annual Global Investment Conference, sponsored by H.C. Wainwright, at the St. Regis Hotel in New York City. A live webcast and subsequent archived replay of the Company's presentation may be accessed via the 'Investors' section, under 'Presentations and Resources' of the Company's website at www.microbotmedical.com. The Company is furnishing presentation materials included as Exhibit 99.1 to this Current Report on Form 8-K. The Company is not undertaking to update this presentation.

The information in this Item 7.01 and in Exhibit 99.1 of Item 9.01 is being furnished pursuant to Item 7.01 and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This report will not be deemed an admission as to the materiality of any information in this Item 7.01 or Exhibit 99.1 of Item 9.01.

Item 9.01 Financial Statements and Exhibits.

Exhibit	Description
3.1	Certificate of Amendment to the Restated Certificate of Incorporation
99.1	Presentation Materials

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

MICROBOT MEDICAL INC.

By: */s/ HAREL GADOT*
Name: Harel Gadot
Title: President, Chief Executive Officer and Chairman

Date: September 4, 2018

CERTIFICATE OF AMENDMENT TO THE
RESTATED CERTIFICATE OF INCORPORATION OF
MICROBOT MEDICAL INC.

Microbot Medical Inc. (the "Corporation"), a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

1. The name of the Corporation is Microbot Medical Inc. and the Corporation was originally incorporated pursuant to the DGCL under the name Cellular Transplants, Inc. and the original certificate of incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on August 2, 1988. The original certificate of incorporation was then restated on December 5, 1991 to change the name of the corporation to Cytotheraputics, Inc. The certificate of incorporation as restated was further amended on May 24, 2000 to change the name of the corporation to StemCells, Inc. The certificate of incorporation was restated on August 25, 2006. The certificate of incorporation as restated was further amended on November 28, 2016 to change the name of the corporation to Microbot Medical Inc. (as amended and restated, the "Certificate of Incorporation").

2. Upon filing of this Certificate of Amendment to the Certificate of Incorporation, the Certificate of Incorporation shall be amended by amending Paragraph THREE of the Certificate of Incorporation to insert the following prior to Section 1 of Paragraph 3:

> Pursuant to the DGCL, upon the filing of this Certificate of Amendment (this "Amendment") to the Certificate of Incorporation (the "Effective Time"), each 15 shares of the Corporation's common stock, par value $0.01 per share, issued and outstanding immediately prior to the Effective Time (the "Old Shares") shall automatically be combined into one validly issued, fully paid and non-assessable share of common stock without any further action by the Corporation or the holder thereof, subject to the treatment of fractional share interests as described below (the "Reverse Stock Split"). The Corporation shall not issue fractional shares in connection with the Reverse Stock Split. Holders of Old Shares who would otherwise be entitled to receive a fraction of a share on account of the Reverse Stock Split shall have their fractional share rounded up to the nearest whole number as of the Effective Time.

3. This Amendment was duly adopted in accordance with Section 242 of the DGCL. The Board of Directors duly adopted resolutions setting forth and declaring advisable this Amendment and directed that the proposed Amendment be considered by the stockholders of the Corporation. A meeting of stockholders was duly called upon notice in accordance with Section 222 of the DGCL and held on September 4, 2018, at which meeting the necessary number of shares were voted in favor of the proposed Amendment. The stockholders of the Corporation duly adopted this Amendment.

4. The remaining provisions of the Certificate of Incorporation are not affected by the aforementioned amendment and remain in full force and are not affected by this Amendment.

5. The foregoing Amendment shall be effective as of September 4, 2018.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed this 4th day of September, 2018.

By: */s/ Harel Gadot*
Name: Harel Gadot
Title: CEO, President and Chairman of the Board

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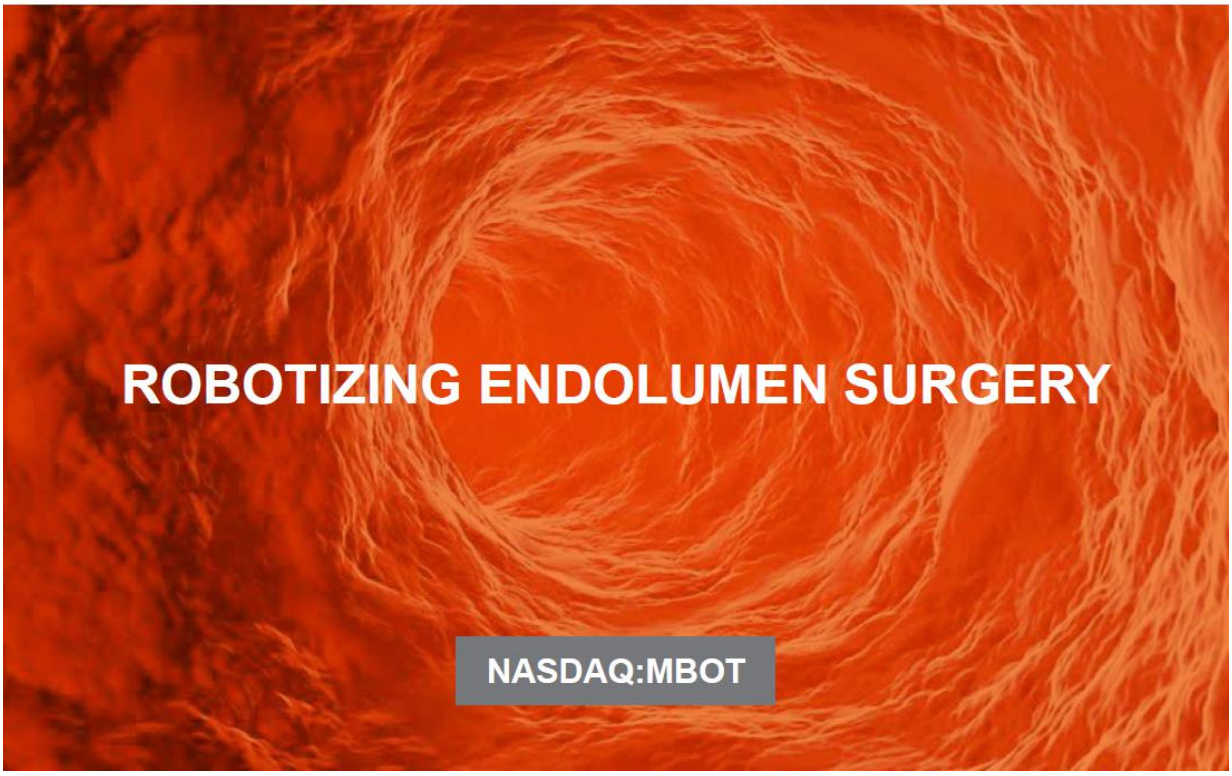


FORWARD LOOKING STATEMENTS

THIS DOCUMENT IS PRIVATE AND CONFIDENTIAL, CONTAINS SENSITIVE BUSINESS INFORMATION OF MICROBOT MEDICAL INC. ("MICROBOT") AND IS NOT FOR PUBLIC DISTRIBUTION. This document has been prepared for informational purposes only and is provided personally to you. By accepting this document you agree to keep its contents strictly confidential, not to copy any portion of this document and to return it to Microbot promptly upon its request. This document contains summary information about Microbot, does not purport to be complete, and no representations or warranties about such information are made by Microbot or its representatives.

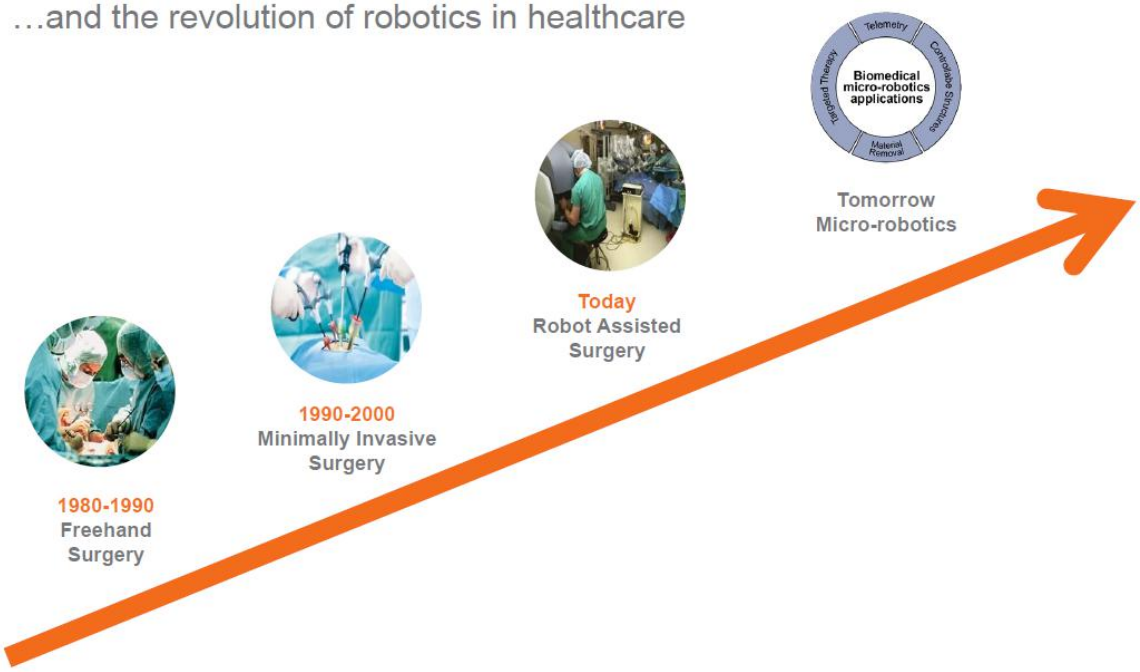
This document does not constitute an offer to sell or a solicitation of an offer to purchase any securities of Microbot. Any such offer will be made only pursuant to an effective registration statement or an exemption from registration.

This document contains forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended, relating to future events or the future financial performance and operations of Microbot. Forward-looking statements, which involve assumptions and describe Microbot's intent, belief or current expectations about its business opportunities, prospects, performance and results, are generally identifiable by use of the words "may," "could," "should," "will," "would," "expect," "anticipate," "plan," "potential," "estimate," "believe," "intend," "project," "forecast," the negative of such words and other variations on such words or similar terminology. These forward-looking statements are not guarantees of future performance and by their nature involve known and unknown risks and uncertainties that may cause actual opportunities, prospects, performance and results to vary from those presented in this document, and those variances may be material. In evaluating such statements, prospective investors should carefully consider the various risks and uncertainties identified in Microbot's public filings with the Securities and Exchange Commission, such as market risk, liquidity risk, competitive risk, regulatory risk and other commonly recognized forms of risk relating to Microbot and its securities. In light of these risks, uncertainties and assumptions, the forward-looking events discussed in this document might not occur. Microbot is not obligated to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

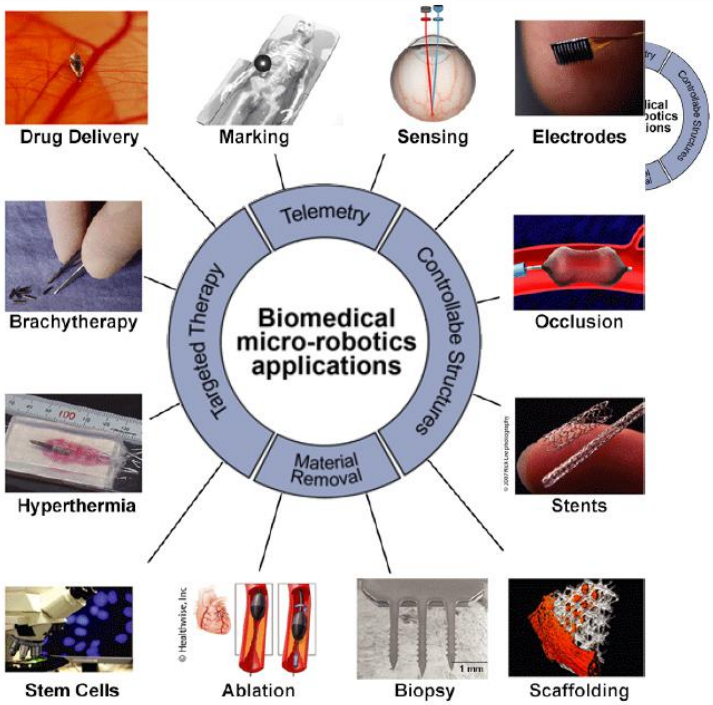
THE INITIAL SPARK…

EVOLUTION OF SURGERY…

…and the revolution of robotics in healthcare



MICRO-ROBOTICS APPLICATIONS



Annual review of BioMed, Micro-robots for MIS, 2010

THE MEDICAL ROBOTICS MARKET

MIS Expected to Reach
>$50B Market
by 2019

Expected
>20% CAGR
through 2023

Applies to
Most Surgical Specialties

Becoming
Smaller, Automated, and More Precise

Mazor Robotics and Medtronic Enter Next Phase of Strategic Partnership; Medtronic to Make a $40 million Third Tranche Investment in Mazor

Business Wire, August 30, 2017

Johnson & Johnson Announces Formation of Verb Surgical Inc., in Collaboration with Verily

PR Newswire, December 10, 2015

Zimmer Biomet Acquires Medtech SA, Joins Surgical Robotics Fray

Med Device Online, July 20, 2016

Globus Medical Announces Acquisition of Robotics Developer KB Medical

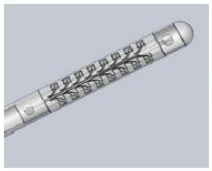
Reuters, August 2, 2017

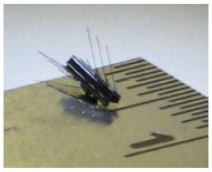

OUR MISSION
Enable all stakeholders to transform
medical treatments and improve
patient efficacy through our
micro-invasive robotic platforms

TECHNOLOGY PLATFORMS

ViRob

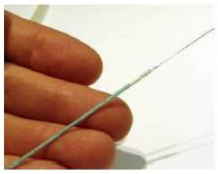
- Autonomous Advancing Micro-Robot (AAMR)
- ViRob demonstrates the ability to advance within cavities similar to the typical human body's lumens

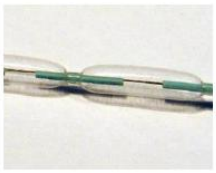




TipCAT

- TipCAT is a disposable, flexible, self-propelled, see & treat endoscope/catheter





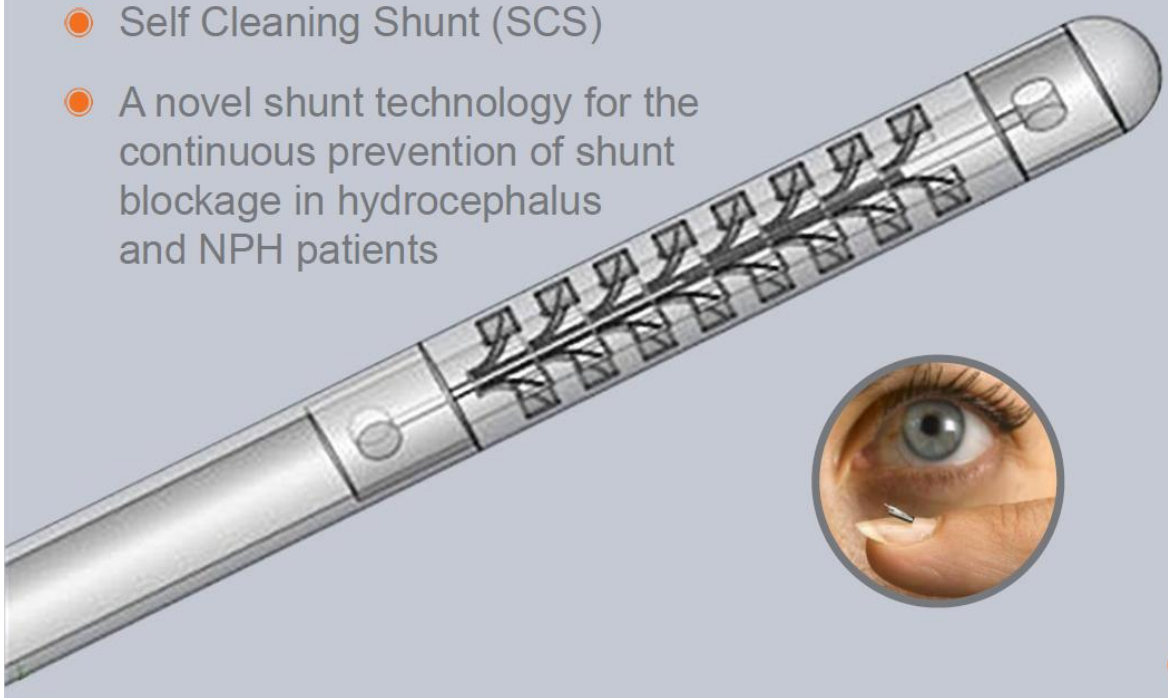
CardioSert

- Combination of a guidewire and microcatheter
- Technology features unique steering and stiffness control capabilities,

VIROB FIRST PRODUCT

ViRob
Life in motion

- Self Cleaning Shunt (SCS)
- A novel shunt technology for the continuous prevention of shunt blockage in hydrocephalus and NPH patients

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VP SHUNT MARKET OPPORTUNITY

ViRob
Life in motion

- Hydrocephalus and Normal Pressure Hydrocephalus (NPH), are medical conditions in which there is an abnormal accumulation of cerebrospinal fluid (CSF) in the ventricles of the brain.
- Hydrocephalus occurs in about 1 in every 500 births in the U.S. alone[1,2]
- Over 1,000,000 people in the United States currently live with hydrocephalus[1]
- It is estimated that more than 700,000 Americans have NPH, but less than 20% receive an appropriate diagnosis[1]
  - The problem is often misdiagnosed as Dementia, Alzheimer's, or Parkinson's[2]
- NPH can cause dementia, difficulty in walking and urinary incontinence[2]

1. NIH, National Institute of Neurological Disorders and Stroke. http://www.ninds.nih.gov/disorders/hydrocephalus/detail_hydrocephalus.htm
2. National Hydrocephalus Foundation. http://nhfonline.org/facts-about-hydrocephalus.htm

CURRENT SHUNT FAILURE

ViRob
Life in motion

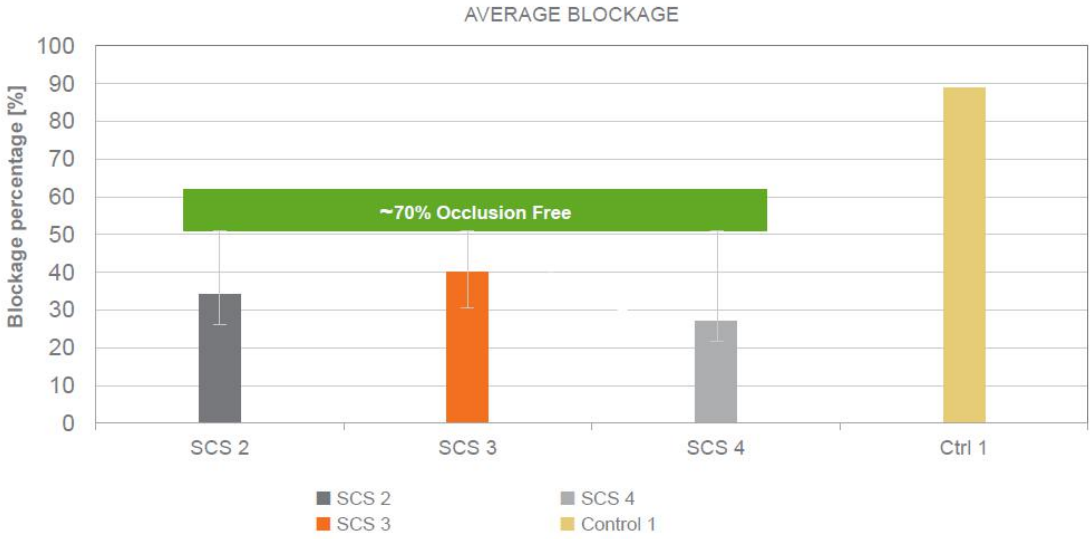
- Approximately 50% of shunts in the pediatric population fail within two years of placement and repeated neurosurgical operations are often required[1]
- Ventricular catheter blockage is by far the most frequent event[2]

1. Hydrocephalus Association. http://www.hydroassoc.org/complications-of-shunt-systems/
2. World Federation of Neurological Societies. http://www.wfns.org/pages/read_the_reviews/97.php?rid=5

SELF CLEANING SHUNT (SCS) – LAB STUDY

ViRob
Life in motion

SCS showed the ability to prevent blockage on a shunt opening



Hydrocephalus 2014
Bristol
The Sixth Meeting of the International Society for Hydrocephalus and CSF Disorders
ISHCSF

Laboratory Testing of Micro-Robotic Self-Cleaning Shunt

UK Shunt Testing Lab, Cambridge University, UK

CONCLUSIONS:

"Microbot Medical SCS presents low hydrodynamic resistance. The SCS behaves as a standard ventricular catheter and does not change the hydrodynamic performance of adjustable hydrocephalus valves."

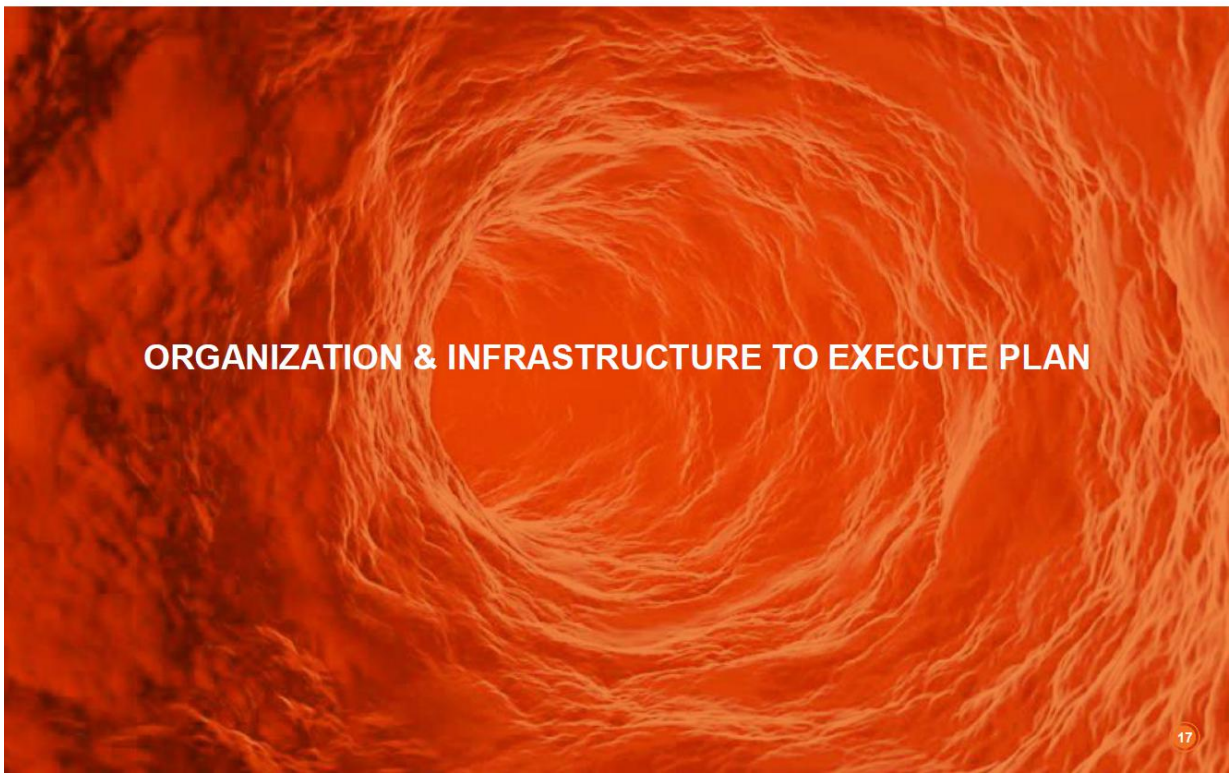
SELF CLEANING SHUNT (SCS) – PRE CLINICAL

ViRob
Life in motion

- Wayne State University
  - Goal: Test and finalize the design of the Company's SCS, using Dr. Carolyn Harris' bio-reactor system that mimics human brain tissue three-dimensionally
  - Result: Supports the SCS's potential as a viable technology for preventing occlusion in shunts used to treat hydrocephalus.

- Washington University
  - Goal: Develop the protocol for and to execute the necessary animal study to determine the effectiveness of the Company's SCS prototype.
  - Result: met the primary goal to determine the safety of the Company's SCSTM device that aims to prevent obstruction in CSF catheters

Integration of the feedback received from both studies will be used in the next development phase of the Com[pany's SCS


ORGANIZATION & INFRASTRUCTURE TO EXECUTE PLAN
17

ROBUST IP PLATFORM

FAMILY	TITLE	US PATENT/APP NO.	OTHER COUNTRIES
TipCAT	Tip Propelled Device for Motion Through a Passage	US 9,061,118	Granted: EP (DE, FR, GB, IT), CA, JP, IN , CN (3 patents)
		US 9,937,326	
		US 15/936,878	
	Inflatable Chamber Device for Motion Through a Passage	US 9,427,143	Granted: EP (DE, FR, GB, IT)
		US 15/218,025	
	Inflatable Balloon Device and Applications	US 8,430,810	Pending: EP
		US 8,790,246	
	Multi-view Imaging System	US 8,317,688	-
	Semi-Disposable Endoscope	US 8,398,540	Granted: EP (DE, FR, GB)
ViRob	Vibrating Robotic Crawler	US 8,294,333	Granted: IL, IN
			Pending: CN (allowed), EP
	Self Cleaning Shunt	US 9,393,389	Granted: CN, JP, CA
		US 15/187,003 (allowed)	Pending: EP, IN
	Stent for Restenosis Prevention	US 9,510,959	-
	Device for Prevention of Shunt Stenosis	US 9,675,748	Pending: EP (allowed), CA, IL
		US 15/592,227	
CardioSert	Guide Wire for Use with Cardiovascular Lesions	-	Pending: EP, IL
	Guidewire Having Selectively Adjustable Stiffness and Tip Curvature	US 9,586,029	-
	Double Concentric Guidewire	US 15/748,658	Pending: EP, CN, JP, IN, CA, IL

PROVEN LEADERSHIP TEAM

Prof. Moshe Shoham
Member of the Scientific Advisory Board & Co-Founder

Prof. Shoham is a worldwide acclaimed authority in the field of robotics, conducting research in the robotic field for over the past 20 years, with a special focus on kinematics and dynamics of robots, sensor integration, multi-finger hands and medical applications.

- Founder of Mazor Surgical Technologies Ltd. (Nasdaq: MZOR)
- Foreign Member, US National Academy of Engineering
- Head of the robotics lab at Israel's Technion's Faculty of Mechanical Engineering. Formerly the director of the robotic laboratory of the Department of Mechanical Engineering, Columbia University, NY.

Harel Gadot
CEO, President & Chairman

Mr. Gadot was formerly a Worldwide Group Marketing Director at Ethicon Inc., a multi-billion dollar division of Johnson & Johnson company (NYSE: JNJ). Harel was with J&J for a decade between 2000-2010.

- Previously held leadership positions for Ethicon Inc. in Europe, Middle East and Africa.
- Served on the board of directors and led the business development for ConTIPI Ltd., an early stage medical device company, which was acquired by Kimberly Clark Corp (NYSE:KMB) in 2012.

Hezi Himelfarb
GM & COO

Mr. Himelfarb has more than 30 years of management experience in hi-tech and medical device companies.

- Previously served as CEO of IceCure Medical, a TASE publicly traded company. Hezi was responsible for establishing a U.S subsidiary and leading the company's transition from clinical phase to commercial sales.
- Previously was Chief Executive Officer of Remon Medical Technologies Ltd., a developer of smart, miniature implants, which was acquired in 2008 by Boston Scientific Corporation.

PROVEN LEADERSHIP TEAM

David Ben Naim
CFO

Mr. Ben Naim is a CPA licensed in the State of Israel. Prior to joining Microbot Medical, Mr. Ben Naim operated DBN Financial.

- Previously served as CFO of Insuline Medical Ltd, a public company listed on the Tel-Aviv Stock Exchange (TASE:INSL).
- Prior to that Mr. Ben Naim served as CFO of Crow Technologies 1977 Ltd, a public company listed on the OTCQB (CRWTF), from 2008 – 2011.

Ahava Stein
Director, Regulatory Affairs

Ms. Stein, is a regulatory affairs, clinical and QA consultant with over 18 years of experience working directly with the FDA.

- Regulatory experience includes all types of regulatory submissions for a wide variety of innovative medical devices.

Simon Sharon
CTO

Mr. Sharon brings 23 years of R&D and general management in the medical devices space. Prior to Microbot Medical Mr. Sharon managed the R&D at Icecure Medical, an early stage, public medical device company. Mr. Sharon was the General Manger of Anorad Israel, a subsidiary of Rockwell Automation which manufactures sub-micron precision motion systems.

- Holds a B.Sc. from the Technion Institute of Technology and an M.Sc in Mechanical engineering from MIT where he specialized in motion control and Robotics

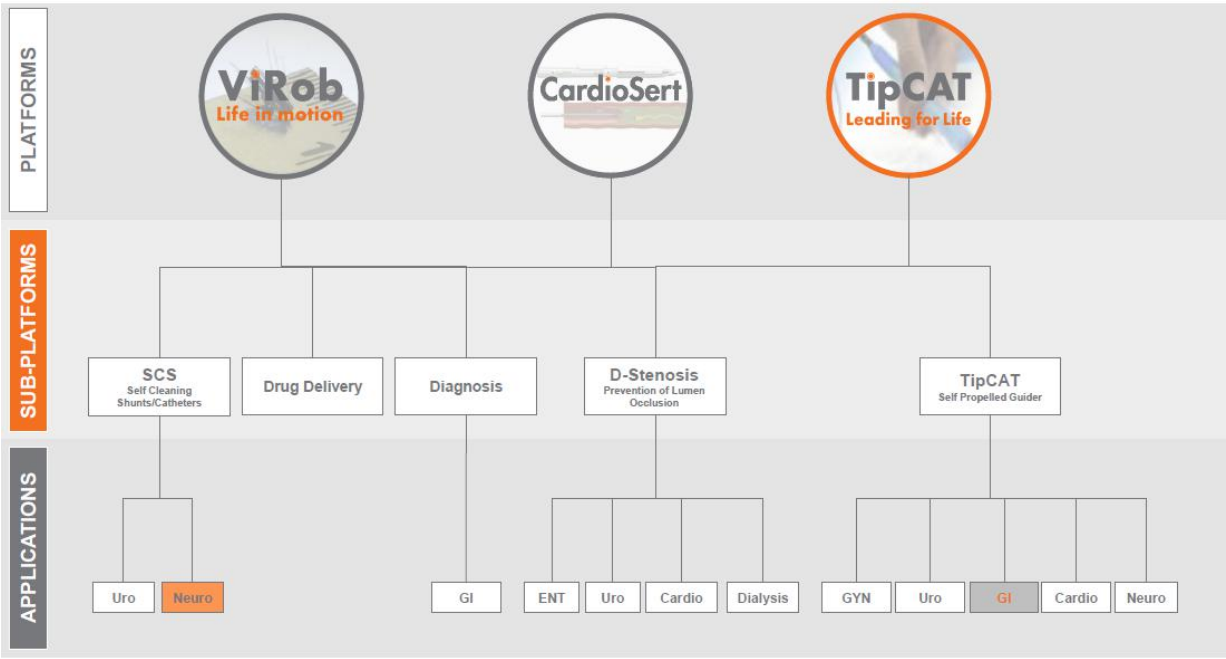
STRENGTHENED BALANCE SHEET

The sale of STEM assets for $4 million

Two separate capital market transactions totaling over $13.5 million

Non-dilutive grant of ~$735,000 from the state of Israel Ministry of Economy

MULTIPLE OPPORTUNITIES



INVESTMENT CONSIDERATIONS

- Addressing multi-billion, high growth, underserved markets
- Developing three micro-invasive medical robotic technology platforms to enhance clinician ability to treat patients with unmet medical needs
- Initial neuro product with comprehensive value propositions poised to be submitted for FDA approval within 24 months
- Potential pipeline designed to deliver additional solutions to other medical conditions every 12-24 months
- Significant IP creates barrier to entry
- Proven leadership team, includes Prof. Moshe Shoham, founder of Mazor Robotics (NASDAQ:MZOR)