SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

Meltzer Erez

(Last) (First) (Middle)

C/O NANO-X IMAGING LTD., OFER TECH PARK

94 SHLOMO SHMELTZER ROAD

(Street)

PETACH TIKVA 4927920

(City) (State) (Zip)

ISRAEL

(Country)

2. Issuer Name **and** Ticker or Trading Symbol

Nano-X Imaging Ltd. [NNOX]

Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)

07/27/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☑ Director
☐ 10% Owner
☑ Officer (give title below)
☐ Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing (Check Applicable Line)

☑ Form filed by One Reporting Person
☐ 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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			
Ordinary Shares	07/27/2026		P		36,000	A	$0.93	36,000	I	By a wholly owned company(1)
Ordinary Shares(2)								60,584	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: 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				
Stock Option (right to buy ordinary shares)(2)	$2.21							(3)	02/11/2030	Ordinary Shares	40,234		40,234	D	
Stock Option (right to buy ordinary shares)(2)	$23.84							(4)	01/02/2032	Ordinary Shares	300,000		300,000	D	
Stock Option (right to buy ordinary shares)(2)	$11.52							(5)	04/16/2034	Ordinary Shares	150,000		150,000	D	

Explanation of Responses:

1. The ordinary shares reported in this row were purchased by Oud Nof, a company wholly owned by the Reporting Person.
2. There were no transactions effected in respect of the securities reported in this row, and the holdings in this row are being included for informational purposes only.
3. The options reported in this row were granted to the Reporting Person by the Issuer on February 11, 2020 and are fully vested and exercisable as of the date of this report.
4. The options reported in this row were granted to the Reporting Person by the Issuer on January 2, 2020 and are fully vested and exercisable as of the date of this report.
5. The options reported in this row were granted to the Reporting Person by the Issuer on April 16, 2024, and vest and become exercisable in accordance with the following schedule: 25% of the options vested upon the one-year anniversary of the grant, and an additional 6.25% of the options vest on a quarterly basis over the following three years such that all options reported in this row will be fully vested on the four-year anniversary of that grant date (April 16, 2028).

/s/ Marina Gofman Feler, attorney-in-fact 07/28/2026

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.