SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB Number:	3235-0287								
Estimated average burden									
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1. Name and Addres	ss of Reporting Perso AM J PHD	on*	2. Issuer Name and Ticker or Trading Symbol <u>RxSight, Inc.</u> [RXST]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner			
(Last) (First) (Middle) C/O RXSIGHT, INC.		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/09/2022		Officer (give title below)	Other (specify below)		
100 COLUMBIA			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) ALISO VIEJO (City)	CA (State)	92656 (Zip)		X	Form filed by One Rep Form filed by More tha Person	5		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Date Execution Date,		ction Instr.				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Common Stock	11/09/2022		J		316,694 ⁽¹⁾	D	\$0.00	258,390	Ι	See footnote ⁽²⁾			
Common Stock	11/09/2022		J		107,236(1)	A	\$0.00	595,409	I	See footnote ⁽³⁾			
Common Stock								47,458	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. Transa Code (8)		of I		6. Date Exerc Expiration Da (Month/Day/Y	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				

Explanation of Responses:

1. Represents a distribution not for value of shares of the Issuer's Common Stock to the members of RxSight I, LLC ("RxSight I") on a pro rata basis based upon each such member's respective capital interests in RxSight I. The Reporting Person is a managing member of RxSight I.

2. Shares held by RxSight I. The Reporting Person is a managing member of RxSight I and may be deemed to share voting and investment power over the securities held by RxSight I. The Reporting Person disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.

3. Shares held by Flying L Partners, II LLC. The Reporting Person is a managing member of Flying L Partners, II LLC and may be deemed to share voting and investment power over the securities held by Flying L Partners, II LLC. The Reporting Person disclaims beneficial ownership of such shares except to the extent of his respective pecuniary interests therein.

Remarks:

/s/ Shelley Thunen, as

<u>Attorney-in-Fact</u>

11/14/2022

** 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.