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 hours per response: 0.5

1. Name and Addre	ss of Reporting Perso	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) C/O RXSIGHT,		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/02/2022		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)		02656		X	Form filed by One Repo	orting Person		
ALISO VIEJO	СА	92656			Form filed by More thar Person	n One Reporting		
(City)	(State)	(Zip)						

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)	Code (Instr.		4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock ⁽¹⁾	06/02/2022		Α		10,349(2)	Α	\$0.00 ⁽¹⁾	47,458	D	
Common Stock								1,266,778	Ι	See footnote ⁽³⁾
Common Stock								253,958	Ι	See footnote ⁽⁴⁾

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)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	vative rities hired r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	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. Each restricted stock unit ("RSU") represents a contingent right to receive one share of RxSight, Inc. Common Stock.

2. Subject to the Reporting Person's continuing as an Outside Director (as defined in the Issuer's 2021 Equity Incentive Plan) through such applicable vesting date, one hundred percent (100%) of the RSUs subject to the award shall vest on the earlier of the (i) the one (1) year anniversary of the Date of Grant or (ii) the date immediately prior to the next annual meeting of stockholders following the

Date of Grant. "Date of Grant" shall mean June 2, 2022.

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

4. 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:

<u>/s/ Shelley Thunen, as</u> <u>Attorney-in-Fact</u>

06/03/2022

** 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.