

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person* Kabir Hemi (Last) (First) (Middle) 47800 WESTINGHOUSE DRIVE (Street) FREMONT, CA 94539 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/12/2022	3. Issuer Name and Ticker or Trading Symbol ACTELIS NETWORKS INC [ASNS]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice President, Operations		5. If Amendment, Date Original Filed(Month/Day/Year)
		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		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
---------------------------------	---	--	---

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option	(1)	06/30/2025	Common Stock	15,581	\$ 0.0644	D	
Option	(2)	01/21/2026	Common Stock	7,790	\$ 0.0644	D	
Option	(3)	06/08/2027	Common Stock	7,922	\$ 0.1058	D	
Option	(4)	02/08/2028	Common Stock	10,870	\$ 0.1058	D	
Option	(5)	12/30/2029	Common Stock	4,348	\$ 0.1058	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kabir Hemi 47800 WESTINGHOUSE DRIVE FREMONT, CA 94539			Vice President, Operations	

Signatures

/s/ Hemi Kabir	05/17/2022
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) This Option grant vested in full on 06/29/2019.

(2) This Option grant vested in full on 01/20/2020.

(3) This Option grant vested in full on 06/07/2021.

(4) This Option grant vested in full on 02/07/2022.

(5) This Option grant is approximately 59% vested as of May 12, 2022, with the remaining 41% of the Option grant vesting at a rate of 91 options per month until December 4, 2023 at which point the Option grant shall be fully vested, subject to Mr. Kabir remaining continuously employed through the final vesting date..

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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