SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Address of Reporting Person* GENESIS PARTNERS III LP			2. Date of Event Requiring Statement (Month/Day/Year) 03/25/2015		3. Issuer Name and Ticker or Trading Symbol <u>SolarEdge Technologies Inc</u> [SEDG]				
(Last) (First) (Middle) POB 12866		4. Relationship of Reporting Pers (Check all applicable) Director X			son(s) to Issuer 10% Owne	(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
PITUACH	HERTZILIA L3 46733 PITUACH				Officer (give title below)	Other (spec below)	Appl	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) (Instr.	ture of Indirect Beneficial Ownership . 5)	
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	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock			(1)	(1)	Common Stock	1,503,268	(1)	I	By Genesis Partners III L.P. ⁽²⁾
Series B Convertible Preferred Stock			(1)	(1)	Common Stock	1,353,815	(1)	I	By Genesis Partners III L.P. ⁽²⁾
Series C Convertible Preferred Stock			(1)	(1)	Common Stock	663,605	(1)	I	By Genesis Partners III L.P. ⁽²⁾
Series D Convertible Preferred Stock			(1)	(1)	Common Stock	481,370	(1)	I	By Genesis Partners III L.P. ⁽²⁾
Series D-1 Convertible Preferred Stock			(1)	(1)	Common Stock	130,291	(1)	I	By Genesis Partners III L.P. ⁽²⁾
Series D-2 Convertible Preferred Stock			(1)	(1)	Common Stock	156,329	(1)	I	By Genesis Partners III L.P. ⁽²⁾
Series D-3 Convertible Preferred Stock			(1)	(1)	Common Stock	261,264	(1)	I	By Genesis Partners III L.P. ⁽²⁾

Explanation of Responses:

1. Each three (3) shares of the issuer's Series D-3, D-2, D-1, D, C, B, and A Convertible Preferred Stock will convert into one (1) share of the issuer's Common Stock immediately prior to the closing of an approved initial public offering meeting certain criteria ("IPO"). Such shares have no expiration date.

2. The investment committee of Genesis Partners III L.P.'s general partner, Genesis Partners III Management Ltd., consists of Eddy Shalev, Dr. Eyal Kishon, Gary Gannot, Jonathan Saacks and Hadar Kiriati. Each of these individuals has shared voting and investment power over the shares held by Genesis Partners III L.P. Each of the reporting persons disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

> Genesis Partners III L.P., by its general partner Genesis Partners III Management Ltd, 03/25/2015 by Eddy Shalev, Director /s/Eddy Shalev

** 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 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).

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.