

CAMTEK LTD  
Form SC 13D/A  
September 17, 2018

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 4)\*

CAMTEK LTD.  
(Name of Issuer)

Ordinary Shares, NIS 0.01 per share  
(Title of Class of Securities)

M207 91105  
(CUSIP Number)

Lior Aviram, Adv. Shibolet & Co. Museum Tower 4 Berkowitz St. 64238 Tel Aviv, Israel Tel: 972-3-777-8333 Fax: 972-3-777-8444	Richard H. Gilden, Esq. Kramer Levin Naftalis & Frankel LLP 1177 Avenue of the Americas New York, NY 10036 Tel: 212-715-9486 Fax: 212-715-8085
--	---

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

September 17, 2018  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

---

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
(ENTITIES ONLY)

1

Prioritech Ltd. (formerly "PCB Ltd.")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A  
GROUP

(a)

(b)

2

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Israel

SOLE VOTING POWER

7

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

8

15,277,695 Ordinary Shares, NIS 0.01 par value per share

SOLE DISPOSITIVE POWER

9

0

SHARED DISPOSITIVE POWER

10

15,277,695 Ordinary Shares, NIS 0.01 par value per share

AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

11

15,277,695 Ordinary Shares, NIS 0.01 par value per share

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN  
ROW (11)

41.96%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

---

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
(ENTITIES ONLY)

1

Rafi Amit

CHECK THE APPROPRIATE BOX IF A MEMBER OF A  
GROUP

(a)

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Israel

SOLE VOTING POWER

7

0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

8

15,277,695 Ordinary Shares, NIS 0.01 par value per share

SOLE DISPOSITIVE POWER

9

0

SHARED DISPOSITIVE POWER

10

15,277,695 Ordinary Shares, NIS 0.01 par value per share

AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

11

15,277,695 Ordinary Shares, NIS 0.01 par value per share

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN  
ROW (11)

41.96%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

---

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
(ENTITIES ONLY)

1

Yotam Stern

CHECK THE APPROPRIATE BOX IF A MEMBER OF A  
GROUP

(a)

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE INSTRUCTIONS)

4

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)

5

CITIZENSHIP OR PLACE OF ORGANIZATION

6

Israel

SOLE VOTING POWER

7

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

104,445 Ordinary Shares, NIS 0.01 par value per share

SHARED VOTING POWER

8

15, 277,695 Ordinary Shares, NIS 0.01 par value per share

SOLE DISPOSITIVE POWER

9

104,445 Ordinary Shares, NIS 0.01 par value per share

SHARED DISPOSITIVE POWER

10

15, 277,695 Ordinary Shares, NIS 0.01 par value per share

AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

11

15, 277,695 Ordinary Shares, NIS 0.01 par value per share

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN  
ROW (11)

42.24%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
IN

---

Introduction

This Amendment No. 4 (this "Amendment") relates to the Schedule 13D filed on August 19, 2002 (as amended and supplemented to date, the "Schedule 13D") by the reporting persons relating to the ordinary shares, NIS 0.01 per share (the "Ordinary Shares") of Camtek Ltd. (the "Issuer"), whose principal executive offices are located at Ramat Gavriel Ind. Zone, P.O.Box 544 Migdal Ha'emek 23150, Israel. This Amendment No. 4 amends the Schedule 13D as specifically set forth herein.

Item 3. Source or Amount of Funds or Other Consideration.

N/A

Item 4. Purpose of Transaction.

N/A

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is amended and restated in its entirety as follows:

(a) and (b) As of the date hereof, Prioritech beneficially owns 15, 277,695 Issuer Ordinary Shares, representing approximately 41.96% of the issued and outstanding Issuer Ordinary Shares. To the knowledge of Prioritech, none of the directors or executive officers of Prioritech beneficially own any Issuer Ordinary Shares, other than as described below.

As a result of a voting agreement among each of Messrs. Rafi Amit and Yotam Stern, each of these individuals may be deemed to beneficially own the 15, 277,695 Issuer Ordinary Shares owned by Prioritech and may be deemed to share the power to vote and dispose of all such Issuer Ordinary Shares.

As of the date hereof, Mr. Rafi Amit beneficially owned 15,277,695 Issuer Ordinary Shares, or approximately 41.96% of the outstanding Issuer Ordinary Shares. Mr. Amit shares the power to vote and dispose of 15, 277,695 Issuer Ordinary Shares owned by Prioritech. As of the date hereof, Mr. Amit does not have the sole power to vote and dispose of any Issuer Ordinary Shares.

As of the date hereof, Mr. Yotam Stern beneficially owned 15,382,140 Issuer Ordinary Shares, or approximately 42.24% of the outstanding Issuer Ordinary Shares. Mr. Stern shares the power to vote and dispose of 15, 277,695 Issuer Ordinary Shares owned by Prioritech, and has the sole power to vote and dispose of 104,445 Issuer Ordinary Shares.

(c) During the period between August 21, 2017 and September 9, 2017, Prioritech sold on Nasdaq 152,044 Ordinary Shares at an average price of \$4.39 per share. On August 20, 2018, Rafi Amit sold all of his 24,560 Issuer Ordinary Shares on Nasdaq at a price of \$10.58 per share. On August 28, 2018, Yotam Stern sold 3,755 Issuer Ordinary Shares on Nasdaq at a price of \$10.51 per share. On August 21, 2018, Prioritech sold 390,000 Issuer Ordinary Shares at a price of \$2.36 per share pursuant to the exercise of an option previously granted by Prioritech.

(d) None.

(e) N/A.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.



N/A

---

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Dated: September 17, 2018

Prioritech Ltd.

By: /s/ Yotam Stern

Name: Yotam Stern

Title: Chief Executive Officer

By: /s/ Rafi Amit

Rafi Amit

By: /s/ Yotam Stern

Yotam Stern

---