

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN 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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>SHERMAN STEVEN</b>			2. Issuer Name and Ticker or Trading Symbol <b>EKSO BIONICS HOLDINGS, INC. [EKSO]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CEO &amp; Chairman</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/21/2022</b>					
C/O EKSO BIONICS HOLDINGS, INC., 1414 HARBOUR WAY S, STE. 1201								
(Street)			4. 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		
RICHMOND, CA 94804								
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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
Common Stock	08/21/2022		M		15,599	A	\$ 0	684,567	D	
Common Stock	08/22/2022		S		5,572 <u>(1)</u>	D	\$ 2.2036 <u>(2)</u>	678,995	D	

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

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**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Restricted Stock Units	<u>(3)</u>	08/21/2022		M		15,599	<u>(4)</u>	<u>(4)</u>	Common Stock	15,599.00	\$ 0	77,997	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHERMAN STEVEN C/O EKSO BIONICS HOLDINGS, INC. 1414 HARBOUR WAY S, STE. 1201 RICHMOND, CA 94804	X		CEO & Chairman	

## Signatures

/s/ Jerome Wong, as Attorney-in-Fact		08/23/2022
<small>Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

\* 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).

- (1) Represents shares sold by the Reporting Person on August 22, 2022 to cover tax withholding obligations incurred upon the vesting and settlement of the seventh installment of a restricted stock award originally reported by the Reporting Person in Form 4 filed with the Commission on March 10, 2022
- (2) The sale price represents the weighted average sale price per share. The shares were sold in multiple transactions at prices ranging from \$2.24 to \$2.20, inclusive. The Company can provide the full information regarding the number of shares sold at each separate price upon further request.
- (3) The restricted stock units ("RSUs") were granted on March 8, 2022 in accordance with the terms of an Executive Employment Agreement entered into between the Reporting Person and the Company on January 21, 2022 (the "Effective Date").
- (4) The RSUs vest in twelve equal installments on the first twelve monthly anniversaries of the Effective Date, starting February 21, 2022, such that the RSUs will be fully vested as of January 21, 2023. The seventh installment of RSUs vested on August 21, 2022 and were delivered to the Reporting Person upon settlement.

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

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