

**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* <u>Wolfen Richard M.</u> (Last) (First) (Middle) <u>C/O RXSIGHT, INC.</u> <u>100 COLUMBIA</u> (Street) <u>ALISO CA 92656</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/29/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>RxSight, Inc. [RXST]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,196	D	
Common Stock	272,269	I	See footnote ⁽¹⁾

**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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Series A Preferred Stock	(2)	(2)	Common Stock 2,800	(2)	D	
Series A Preferred Stock	(2)	(2)	Common Stock 11,714	(2)	I	See footnote ⁽¹⁾
Series B Preferred Stock	(3)	(3)	Common Stock 2,017	(3)	D	
Series B Preferred Stock	(3)	(3)	Common Stock 246,054	(3)	I	See footnote ⁽¹⁾
Series C Preferred Stock	(4)	(4)	Common Stock 398,810	(4)	I	See footnote ⁽¹⁾
Series D Preferred Stock	(5)	(5)	Common Stock 9,680	(5)	D	
Series D Preferred Stock	(5)	(5)	Common Stock 44,674	(5)	I	See footnote ⁽¹⁾
Series E Preferred Stock	(6)	(6)	Common Stock 4,840	(6)	D	
Series E Preferred Stock	(6)	(6)	Common Stock 18,150	(6)	I	See footnote ⁽¹⁾
Series F Preferred Stock	(7)	(7)	Common Stock 154,886	(7)	I	See footnote ⁽¹⁾
Series G Preferred Stock	(8)	(8)	Common Stock 42,552	(8)	D	
Series G Preferred Stock	(8)	(8)	Common Stock 357,227	(8)	I	See footnote ⁽¹⁾
Series H Preferred Stock	(9)	(9)	Common Stock 9,680	(9)	D	
Series H Preferred Stock	(9)	(9)	Common Stock 157,709	(9)	I	See footnote ⁽¹⁾
Warrant (right to buy)	02/24/2017	(10)	Series H Preferred Stock ⁽⁹⁾ 1,452 ⁽⁹⁾	12.4	D	

Explanation of Responses:

1. Shares held by various trusts and other entities for which the Reporting Person serves as trustee, investment advisor or manager and, in such capacity, has sole voting and dispositive over all such shares.
2. All shares of the Series A Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-one basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
3. All shares of the Series B Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-one basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
4. All shares of the Series C Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-1.0251 basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
5. All shares of the Series D Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-1.1.1647 basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
6. All shares of the Series E Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-1.2164 basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
7. All shares of the Series F Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-1.5205 basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
8. All shares of the Series G Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-one basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
9. All shares of the Series H Preferred Stock, par value \$0.001 per share, of the Issuer will automatically be converted on a one-for-one basis to shares of the Issuer's common stock, par value \$0.001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.
10. The warrant shall be automatically exercised immediately prior to the closing of the Issuer's initial public offering of its Common Stock.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Shelley Thunen, as
Attorney-in-Fact

07/29/2021

** 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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of RxSight, Inc., Inc. (the "Company"), hereby constitutes and appoints Ron Kurtz, M.D., Shelley Thunen and Martin J. Waters the undersigned's true and lawful attorneys-in-fact to:

1. complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorneys-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agent shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 29th day of July, 2021.

Signature: /s/ Richard M. Wolfen

Print Name: Richard M. Wolfen
