
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

Nano Dimension Ltd.

(Name of Issuer)

Ordinary Shares, par value NIS 5.00 per share

(Title of Class of Securities)

(CUSIP Number)

**Avraham Gabay
1185 Avenue of the Americas, Third Floor,
New York, NY, 10036
972 25788763**

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

07/20/2026

(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. ☐

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

1 Name of reporting person

Oramed Pharmaceuticals Inc.

2 Check the appropriate box if a member of a Group (See Instructions)

	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	WC
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	6,879,708.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	0.00
Each	Sole Dispositive Power
Reporting	9
Person	6,879,708.00
With:	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	6,879,708.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	3.3 %
	Type of Reporting Person (See Instructions)
14	CO

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a)

Ordinary Shares, par value NIS 5.00 per share

Name of Issuer:

(b)

Nano Dimension Ltd.

Address of Issuer's Principal Executive Offices:

(c)

60 TOWER ROAD, WALTHAM, MASSACHUSETTS , 02451.

Item 1 This Amendment No. 3 to Schedule 13D is filed by and on behalf of the Reporting Person to further amend the
Comment: Schedule 13D related to the Ordinary Shares, par value NIS 5.00 per share (the "Ordinary Shares") of Nano Dimension Ltd. (the "Issuer"), initially filed with the U.S. Securities and Exchange Commission (the "SEC") on January 29, 2026, as amended by Amendment No. 1 to Schedule 13D that was filed by the Reporting Person with the SEC on February 19, 2026, and Amendment No. 2 to Schedule 13D that was filed by the Reporting Person with the SEC on June 17, 2026 (as amended, the "Schedule 13D"). Each capitalized term used and not defined herein shall have the meaning assigned to such term in the Schedule 13D. Except as otherwise provided herein, each Item of the Schedule 13D remains unchanged.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 is hereby amended and supplemented as follows: "In open market purchases on July 20, 2026, the Reporting Person expended an aggregate of approximately \$1,258,000 (excluding commissions) to purchase call options

referencing an aggregate of 8,200,000 Ordinary Shares. The funds used for the purchase of the securities reported in this Schedule 13D were derived from the general working capital of the Reporting Person."

Item 5. Interest in Securities of the Issuer

Item 5(a) is hereby amended and restated in its entirety as follows: "(a) The aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned by the Reporting Person is stated in Items 11 and 13 on the cover pages hereto. The percentage reported in Item 13 on the cover pages hereto is based upon 210,506,899 Ordinary Shares of the Issuer outstanding as of June 23, 2026, according to the Schedule 14A filed by the Issuer with the SEC on June 30, 2026."

Item 5(b) is hereby amended and restated in its entirety as follows: "(b) Number of shares as to which the Reporting Person has (i) sole power to vote or direct the vote: See Item 7 on the cover page(s) hereto. (ii) shared power to vote or direct the vote See Item 8 on the cover page(s) hereto. (iii) sole power to dispose or to direct the disposition of: See Item 9 on the cover page(s) hereto. (iv) shared power to dispose or to direct the disposition of: See Item 10 on the cover page(s) hereto."

Item 5(c) is hereby amended and restated in its entirety as follows: "(c) On July 20, 2026, pursuant to a block sale, the Reporting Person sold 8,200,000 Ordinary Shares at a price per share of \$1.55. Other than the foregoing and as set forth in Item 3 and Item 6 of this Schedule 13D, there have been no transactions in the class of securities reported on that were effected by the Reporting Person during the past sixty days or since the most recent filing of Schedule 13D, whichever is less."

Item 5(e) is hereby amended and restated in its entirety as follows: "(e) The Reporting Person ceased to beneficially own more than five percent of the outstanding Ordinary Shares on July 20, 2026."

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

Item 6 is hereby amended and supplemented as follows: "The information set forth in Item 3 of this Schedule 13D is incorporated herein by reference. On July 20, 2026, the Reporting Person engaged in the following transactions: (i) purchased call options referencing an aggregate of 1,350,000 Ordinary Shares, having an exercise price of \$1.50 per Ordinary Share and expiring on August 21, 2026; (ii) purchased call options referencing an aggregate of 6,850,000 Ordinary Shares, having an exercise price of \$2.00 per Ordinary Share and expiring on November 20, 2026; (iii) sold put options for an aggregate of approximately \$44,999 (excluding commissions) referencing an aggregate of 4,500,000 Ordinary Shares, having an exercise price of \$1.00 per Ordinary Share and expiring on August 21, 2026; and (iv) sold put options for an aggregate of approximately \$102,998 (excluding commissions) referencing an aggregate of 3,700,000 Ordinary Shares, having an exercise price of \$1.50 per Ordinary Share and expiring on August 21, 2026. Following these transactions, the Reporting Person is no longer a party to any options contracts with respect to the Ordinary Shares."

SIGNATURE

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

Oramed Pharmaceuticals Inc.

Signature: /s/ Avraham Gabay

Name/Title: Avraham Gabay, Chief Financial Officer

Date: 07/22/2026