

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

Form 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of February 2018

Commission File Number 001-38370

CollPlant Holdings Ltd.

(Exact name of registrant as specified in its charter)

**3 Sapir Street, Weizmann Science Park
Ness Ziona 74140, Israel**
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulations S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulations S-T Rule 101(b)(7):

On February 1, 2018, Collplant Holdings Ltd. (the "Company") published an immediate report in Hebrew with the Israel Securities Authority and the Tel Aviv Stock Exchange in connection with changes in outstanding securities of the Company.

Below is a summary translation into English of the immediate report:

Substance of changes: Grant of options to employees and conversion of convertible debentures into pre-funded warrant

Number of securities of the Company following changes as of February 1, 2018:

| Type of Securities | Stock Exchange Number | Authorized Amount | Issued and Outstanding Securities | | Amount Registered by the Registration Company |
|---|-----------------------|-------------------|-----------------------------------|----------------|---|
| | | | Amount Last Reported | Current Amount | |
| Ordinary Shares, par value NIS 0.03 per share | 496018 | 500,000,000 | 172,081,129(1) | 172,081,129(1) | 171,160,627 |
| Options 2010 (Employee Options)(2) | 4960068 | — | 47,244,792 | 47,544,792 | 0 |
| Series G Warrants | 4960134 | — | 9,296,284 | 9,296,284 | 9,296,284 |
| Series H Warrants | 4960142 | — | 4,152,764 | 4,152,764 | 4,152,764 |
| Series I Warrants | 4960159 | — | 13,745,025 | 13,745,025 | 13,745,025 |
| Series K Warrants | 4960175 | — | 36,531,500 | 36,531,500 | 36,531,500 |
| Convertible Debenture No.1(3) | 4960191 | — | 16,021,371 | 0 | 0 |
| Convertible Debenture No.2(3) | 4960209 | — | 23,301,371 | 0 | 0 |
| Prepaid Warrants(4) | | | 0 | 39,322,742 | 0 |

- (1) Includes 920,461 ordinary shares held in treasury.
- (2) Increase in the number of options by 300,000 options due to options issued to employees.
- (3) Decrease in the amount of Convertible Debenture Nos.1 and 2, due to an automatic conversion into Pre-Funded Warrants.
- (4) The referenced amount is the amount of ordinary shares into which the Pre-Funded Warrant can be converted and is identical to the aggregate amount of ordinary shares into which Convertible Debenture Nos 1 and 2 can be converted.

2

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

COLLPLANT HOLDINGS LTD.

Date: February 1, 2018

By: /s/ ERAN ROTEM

Name: Eran Rotem

Title: Deputy CEO and Chief Financial Officer

3
