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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM D

OMB APPROVAL

OMB Number: 3235-0076
Estimated average burden
hours per response: 4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)

0001631487

Name of Issuer

CollPlant Biotechnologies Ltd

Jurisdiction of Incorporation/Organization

ISRAEL

Year of Incorporation/Organization

Over Five Years Ago

Within Last Five Years (Specify Year)

Yet to Be Formed

Previous
Names

None

CollPlant Holdings Ltd.

CollPlant Biotechnologies
Ltd.

Entity Type

Corporation

Limited Partnership

Limited Liability Company

General Partnership

Business Trust

Other (Specify)

2. Principal Place of Business and Contact Information

Name of Issuer

CollPlant Biotechnologies Ltd

Street Address 1

4 OPPENHEIMER, WEIZMANN SCIENCE PARK

Street Address 2

City

REHOVOT

State/Province/Country

ISRAEL

ZIP/PostalCode

7670104

Phone Number of Issuer

+972 73 232 5600

3. Related Persons

Last Name

Tal

First Name

Yehiel

Middle Name

Street Address 1

COLLPLANT BIOTECHNOLOGIES LTD

Street Address 2

4 Oppenheimer, Weizmann Science Park

City

Rehovot

State/Province/Country

ISRAEL

ZIP/PostalCode

7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Chief Executive Officer and Interim Chairman of the Board of Directors

Last Name

Rotem

First Name

Eran

Middle Name

Street Address 1

COLLPLANT BIOTECHNOLOGIES LTD

Street Address 2

4 Oppenheimer, Weizmann Science Park

City

Rehovot

State/Province/Country

ISRAEL

ZIP/PostalCode

7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Deputy Chief Executive Officer and Chief Financial Officer

Last Name

Fahimipoor

First Name

Oren

Middle Name

Street Address 1

COLLPLANT BIOTECHNOLOGIES LTD

Street Address 2

4 Oppenheimer, Weizmann Science Park

City

Rehovot

State/Province/Country

ISRAEL

ZIP/PostalCode

7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Vice President, Operations

Last Name	First Name	Middle Name
Bensimon	Philippe	
Street Address 1	Street Address 2	
COLLPLANT BIOTECHNOLOGIES LTD	4 Oppenheimer, Weizmann Science Park	
City	State/Province/Country	ZIP/PostalCode
Rehovot	ISRAEL	7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Vice President, Regulatory Affairs and Quality Assurance

Last Name	First Name	Middle Name
Seror	Jasmine	
Street Address 1	Street Address 2	
COLLPLANT BIOTECHNOLOGIES LTD	4 Oppenheimer, Weizmann Science Park	
City	State/Province/Country	ZIP/PostalCode
Rehovot	ISRAEL	7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Vice President, Product Development

Last Name	First Name	Middle Name
Bagley	Bowman	
Street Address 1	Street Address 2	
COLLPLANT BIOTECHNOLOGIES LTD	4 Oppenheimer, Weizmann Science Park	
City	State/Province/Country	ZIP/PostalCode
Rehovot	ISRAEL	7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Vice President, Commercial North America

Last Name	First Name	Middle Name
Abelis	Bar	
Street Address 1	Street Address 2	
COLLPLANT BIOTECHNOLOGIES LTD	4 Oppenheimer, Weizmann Science Park	
City	State/Province/Country	ZIP/PostalCode
Rehovot	ISRAEL	7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Vice President, Legal

Last Name	First Name	Middle Name
Havron	Abraham	
Street Address 1	Street Address 2	
COLLPLANT BIOTECHNOLOGIES LTD	4 Oppenheimer, Weizmann Science Park	
City	State/Province/Country	ZIP/PostalCode
Rehovot	ISRAEL	7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Penn	Elan	
Street Address 1	Street Address 2	
COLLPLANT BIOTECHNOLOGIES LTD	4 Oppenheimer, Weizmann Science Park	

City: Rehovot State/Province/Country: ISRAEL ZIP/PostalCode: 7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name: Zarzewsky First Name: Joseph Middle Name:
Street Address 1: COLLPLANT BIOTECHNOLOGIES LTD Street Address 2: 4 Oppenheimer, Weizmann Science Park
City: Rehovot State/Province/Country: ISRAEL ZIP/PostalCode: 7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name: Evans First Name: Hugh Middle Name:
Street Address 1: COLLPLANT BIOTECHNOLOGIES LTD Street Address 2: 4 Oppenheimer, Weizmann Science Park
City: Rehovot State/Province/Country: ISRAEL ZIP/PostalCode: 7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name: Lask First Name: Alisa Middle Name:
Street Address 1: COLLPLANT BIOTECHNOLOGIES LTD Street Address 2: 4 Oppenheimer, Weizmann Science Park
City: Rehovot State/Province/Country: ISRAEL ZIP/PostalCode: 7670104

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

4. Industry Group

- Agriculture
 Banking & Financial Services
 Commercial Banking
 Insurance
 Investing
 Investment Banking
 Pooled Investment Fund
 Health Care
 Biotechnology
 Health Insurance
 Hospitals & Physicians
 Pharmaceuticals
 Other Health Care
 Retailing
 Restaurants
 Technology
 Computers
 Telecommunications
 Other Technology
 Manufacturing
 Real Estate
 Commercial
 Construction
 REITS & Finance
 Residential
 Other Real Estate
 Travel
 Airlines & Airports
 Lodging & Conventions
 Tourism & Travel Services
 Other Travel
 Other
 Business Services
 Energy
 Coal Mining
 Electric Utilities
 Energy Conservation
 Environmental Services
 Oil & Gas
 Other Energy

5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
<input type="checkbox"/> No Revenues		<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000		<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000		<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000		<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input type="checkbox"/> \$25,000,001 - \$100,000,000		<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000		<input type="checkbox"/> Over \$100,000,000
<input checked="" type="checkbox"/> Decline to Disclose		<input type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable		<input type="checkbox"/> Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

<input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii))	<input type="checkbox"/> Investment Company Act Section 3(c)	
<input type="checkbox"/> Rule 504 (b)(1)(i)	<input type="checkbox"/> Section 3(c)(1)	<input type="checkbox"/> Section 3(c)(9)
<input type="checkbox"/> Rule 504 (b)(1)(ii)	<input type="checkbox"/> Section 3(c)(2)	<input type="checkbox"/> Section 3(c)(10)
<input type="checkbox"/> Rule 504 (b)(1)(iii)	<input type="checkbox"/> Section 3(c)(3)	<input type="checkbox"/> Section 3(c)(11)
<input checked="" type="checkbox"/> Rule 506(b)	<input type="checkbox"/> Section 3(c)(4)	<input type="checkbox"/> Section 3(c)(12)
<input type="checkbox"/> Rule 506(c)	<input type="checkbox"/> Section 3(c)(5)	<input type="checkbox"/> Section 3(c)(13)
<input type="checkbox"/> Securities Act Section 4(a)(5)	<input type="checkbox"/> Section 3(c)(6)	<input type="checkbox"/> Section 3(c)(14)
	<input type="checkbox"/> Section 3(c)(7)	

7. Type of Filing

New Notice Date of First Sale 2026-02-04 First Sale Yet to Occur

Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes No

9. Type(s) of Securities Offered (select all that apply)

<input checked="" type="checkbox"/> Equity	<input type="checkbox"/> Pooled Investment Fund Interests
<input type="checkbox"/> Debt	<input type="checkbox"/> Tenant-in-Common Securities
<input checked="" type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security	<input type="checkbox"/> Mineral Property Securities
<input checked="" type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	<input checked="" type="checkbox"/> Other (describe)

Series A warrants and series B warrants to purchase ordinary shares, including underlying ordinary shares upon exercise.

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient	Recipient CRD Number <input type="checkbox"/> None
H.C. Wainwright & Co. LLC	000000375
(Associated) Broker or Dealer <input checked="" type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None
None	None
Street Address 1	Street Address 2

430 Park Avenue

City

New York

3rd Floor

State/Province/Country

NEW YORK

ZIP/Postal Code

10022

State(s) of Solicitation (select all that apply)
Check "All States" or check individual States All States

Foreign/non-US

FLORIDA
ILLINOIS
NEVADA
NEW YORK

13. Offering and Sales Amounts

Total Offering Amount \$4,000,000 USD or Indefinite

Total Amount Sold \$4,000,000 USD

Total Remaining to be Sold \$0 USD or Indefinite

Clarification of Response (if Necessary):

Offering of unregistered series A warrants to purchase 1,600,000 ordinary shares, and unregistered series B warrants to purchase 1,600,000 ordinary shares. The total offering amount does not reflect warrants issued to placement agent (see Item 15).

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$210,950 USD Estimate

Finders' Fees \$0 USD Estimate

Clarification of Response (if Necessary):

H.C. Wainwright is entitled to 7.0% of gross proceeds cash fee, 1.0% of gross proceeds management fee, \$35,000 non-accountable expenses, \$15,950 clearing fees and warrants to purchase 96,000 ordinary shares at \$1.5625/share for 5 years. This is estimated.

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

The Company intends to use the net proceeds for general corporate purposes, which may include but are not limited to, working capital and funding research and development programs.

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
CollPlant Biotechnologies Ltd	/s/ Eran Rotem	Eran Rotem	Deputy Chief Executive Officer and Chief Financial Officer	2026-02-17

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.