
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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: August 2020 (Report No. 2)

Commission file number: 001-38094

FORESIGHT AUTONOMOUS HOLDINGS LTD.

(Translation of registrant's name into English)

7 Golda Meir
Ness Ziona 7403650 Israel
(Address of principal executive offices)

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): _____

CONTENTS

This Report of Foreign Private Issuer on Form 6-K consists of (i) the Registrant's press release issued on August 20, 2020, titled "Foresight Announces Second Quarter 2020 Financial Results," which is attached hereto as Exhibit 99.1; (ii) the Registrant's Interim Condensed Consolidated Financial Statements as of June 30, 2020, which is attached hereto as Exhibit 99.2; (iii) the Registrant's Management's Discussion and Analysis of Financial Condition and Results of Operations for the six months ended June 30, 2020, which is attached hereto as Exhibit 99.3; and (iv) the Registrant's press release issued on August 21, 2020, titled "Foresight: Eye-Net Mobile and Global Japanese Technology Company to Start Pilot Project," which is attached hereto as Exhibit 99.4.

The first two paragraphs, the sections titled "Second Quarter 2020 Financial Results," "Balance Sheet Highlights," "Second Quarter Corporate Highlights," and "Forward-Looking Statements," and the GAAP financial statements in the press release attached as Exhibit 99.1, and Exhibits 99.2, 99.3 and the first, second and fourth paragraphs and the section titled "Forward-Looking Statements" in the press release attached as Exhibit 99.4 are incorporated by reference into the Registrant's Registration Statements on Form F-3 (File No. 333-229715) and Form S-8 (Registration No. 333-229716 and 333-239474) filed with the Securities and Exchange Commission, to be a part thereof from the date on which this report is submitted, to the extent not superseded by documents or reports subsequently filed or furnished.

Exhibit No.	Description
99.1	Press release issued by Foresight Autonomous Holdings Ltd. on August 20, 2020, titled "Foresight Announces Second Quarter 2020 Financial Results."
99.2	Foresight Autonomous Holdings Ltd.'s Interim Condensed Consolidated Financial Statements as of June 30, 2020.
99.3	Foresight Autonomous Holdings Ltd.'s Management's Discussion and Analysis of Financial Condition and Results of Operations for the six months ended June 30, 2020.
99.4	Press release issued by Foresight Autonomous Holdings Ltd. on August 21, 2020, titled "Foresight: Eye-Net Mobile and Global Japanese Technology Company to Start Pilot Project."

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.

Foresight Autonomous Holdings Ltd.
(Registrant)

Date: August 21, 2020

By: /s/ Eli Yoresh
Name: Eli Yoresh
Title: Chief Financial Officer



Foresight Announces Second Quarter 2020 Financial Results

NESS ZIONA, Israel — August 20, 2020 — Foresight Autonomous Holdings Ltd., an innovator in automotive vision systems (Nasdaq and TASE: FRSX), today reported financial results for the second quarter of 2020. Foresight ended the second quarter of 2020 with \$17.4 million in cash and short-term deposits.

The Company reported GAAP net loss of \$3.3 million and non-GAAP net loss of \$3.1 million for the second quarter of 2020, compared to GAAP net loss of \$4 million and non-GAAP net loss of \$3.9 million for the first quarter of 2020, reflecting a decrease of \$0.7 million and \$0.8 million, respectively, resulting from the reduction in monthly operating expenses made during the second quarter.

“Foresight achieved outstanding business and technological milestones during the second quarter, demonstrating our steady progress in a number of key areas,” said Haim Siboni, Foresight’s CEO. “Most notably, we announced our strategic collaboration with FLIR Systems Inc. in April, through which we will combine FLIR’s industry-leading thermal imaging cameras with our QuadSight® vision system. This collaboration will allow us to expand our sales and distribution efforts in new verticals and regions, as we leverage FLIR’s exceptional technology and reputation to make new inroads in the automotive industry. In addition, we have taken the next step in our collaboration with our partner Elbit Systems Ltd. We will be entering a product development phase that includes customization of our unique vision system for potential end customers. This significant milestone will allow us to expand our presence in the defense market.

“Foresight also strengthened its balance sheet during the second quarter through three capital raises, as we raised \$14.4 million in gross proceeds, to support expanded R&D and marketing efforts. Our affiliates and subsidiaries, Rail Vision Ltd. and Eye-Net Mobile Ltd., both made important strides during the quarter. Rail Vision announced its first sale to a leading European train operator, which could result in future sales of up to 6 million Euro, while Eye-Net Mobile reported two important technological advancements for its Eye-Net™ Protect accident prevention solution.

“Our innovative technologies and expertise in thermal imaging, computer vision and AI serve as the backbone for our COVID-19 screening solution, for which we submitted a patent application in the United States. This solution is designed to detect up to six key symptoms of COVID-19, and we believe that this technology could play an important role in responding to the coronavirus pandemic. In the upcoming weeks, as a result of an accelerated development effort, Foresight will start a first pilot project for its prototype COVID-19 symptom detection solution with one of Israel’s largest health maintenance organizations.



“Foresight and its subsidiaries have continued all business activities throughout the first half of 2020, with required adaptations to marketing and business development, and with minimal changes to research and development,” concluded Mr. Siboni.

Second Quarter 2020 Financial Results

- Research and development (R&D) expenses for the three months ended June 30, 2020 were \$1,876,000, compared to \$2,390,000 in the same quarter last year. The decrease is attributed mainly to a decrease in subcontracted services.
- General and administrative (G&A) expenses for the three months ended June 30, 2020 were \$634,000, compared to \$865,000 in the same quarter last year. The decrease is attributed primarily to a decrease in payroll and related expenses and a decrease in professional services.
- GAAP net loss for the three months ended June 30, 2020 was \$3,331,000, or \$0.02 per ordinary share, compared to a GAAP net loss of \$3,823,000, or \$0.03 per ordinary share, in the same quarter last year.
- Non-GAAP net loss for the three months ended June 30, 2020 was \$3,136,000, or \$0.02 per ordinary share, compared to a non-GAAP net loss of \$3,016,000, or \$0.02 per ordinary share, in the same quarter last year. A reconciliation between GAAP net loss and non-GAAP net loss is provided following the financial statements that are part of this release.

Balance Sheet Highlights

- Cash and short-term deposits totaled \$17.4 million as of June 30, 2020, compared to \$10.1 million as of December 31, 2019.
- Investments in Rail Vision Ltd. totaled \$5.4 million on June 30, 2020, compared to \$6.7 million as of December 31, 2019. The decrease is attributed primarily to equity in net loss of Rail Vision.
- GAAP shareholders' equity totaled \$22.2 million as of June 30, 2020, compared to \$16.3 million as of December 31, 2019. The increase is attributed mainly to equity raises in the amount of \$14.4 million, gross, completed during the second quarter of 2020, partially offset by the net loss for the six months ended June 30, 2020.
- Non-GAAP shareholders' equity totaled \$22.2 million as of June 30, 2020, compared to \$16.6 million as of December 31, 2019. A reconciliation between GAAP shareholders' equity results and non-GAAP shareholders' equity results is provided following the financial statements that are part of this release.



Second Quarter Corporate Highlights:

- **FLIR Systems and Foresight Sign Agreement to Develop, Market and Distribute QuadSight Vision System:** In April, Foresight signed an agreement with FLIR Systems Inc., the world's largest and leading commercial company specializing in the design and production of thermal imaging cameras, components, and imaging sensors. According to the agreement, the companies will collaborate to develop, market and distribute Foresight's QuadSight vision system combined with FLIR's industry-leading infrared cameras. Foresight will also participate in the "Thermal by FLIR" program, which supports OEMs and product innovators who use FLIR thermal imaging sensors in their products.
- **Foresight Raises \$14.4 Million in Gross Proceeds, in Three Capital Raises:** Foresight announced three registered direct offerings during the second quarter of 2020. The first, announced on April 28th, raised \$3 million; the second, announced on May 19th, raised \$5 million; and the third, announced on June 9th, raised \$6.4 million. The net proceeds of the three registered direct offerings will be used for working capital and other general corporate purposes.
- **Foresight to Enable Mass Screening for Detection of COVID-19 Pandemic Symptoms Using Thermal Cameras and Artificial Intelligence Expertise:** Leveraging the Company's extensive experience with FLIR thermal cameras, artificial intelligence and advanced algorithms, Foresight submitted a patent application in the United States for fast and accurate detection of six COVID-19 symptoms. The Company's intellectual property, which combines both visible-light and thermal cameras, is designed to be capable of identifying cough, high body temperature, signs of fatigue and additional symptoms.

In the upcoming weeks, Foresight will start a first pilot project for its prototype COVID-19 symptom detection solution with one of Israel's largest health maintenance organizations.

- **Foresight Joins Leading Global Industry Consortium for Development of Autonomous Heavy-Duty Vehicles:** In May, Foresight announced that it joined the All Weather Autonomous Real logistics operations and Demonstrations (AWARD) Consortium. The AWARD Consortium, which also includes Continental, Terberg and EasyMile, among others, applied to the European Commission to win funding for a large-scale project aimed to disrupt the trucking and logistics sectors. The total amount of the grant is expected to total 20 million Euro, of which Foresight is expected to receive approximately \$1 million.



- **Foresight Announces QuadSight Sale to Leading European Tier One Supplier of Commercial Vehicles:** A prototype of the QuadSight four-camera vision system was purchased by a leading, multi-billion-dollar European Tier One supplier of subsystems for rail and commercial vehicles. The sale took place following successful technological demonstrations in Germany. The global self-driving truck market is expected to be valued at \$1 billion in 2020.
- **Eye-Net Mobile Announces Technological Developments to Enhance Protection for Cyclists and Motorists in its Accident Prevention Solution:** In April, Foresight subsidiary Eye-Net Mobile Ltd. announced the addition of two advanced features to its Eye-Net Protect cellular-based vehicle-to-everything accident prevention solution. The new advanced features include Bike Ahead Notification, which alerts drivers to bicycles and motorcycles which are up ahead, even those out of the driver's direct line of sight, and Automatic Emergency Call, which automatically sends the phone's exact location to a third party in the event of an accident.
- **Foresight Appoints Alain Charlois as Vice President of Strategic Partnerships in North America and Europe:** In June, Foresight announced the appointment of Alain Charlois, an industry veteran with experience commercializing disruptive technologies. Mr. Charlois, who will serve as Vice President of Strategic Partnerships in North America and Europe, will be responsible for developing new business opportunities and identifying potential partners in the autonomous driving and Advanced Driver Assistance Systems (ADAS) markets on both continents.
- **Rail Vision Receives First Order of 500,000 Euro from Leading European Train Operator:** The leading European train operator purchased an Assisted Remote Shunting prototype system and an Operational Functional Test (OFT). The OFT test of the system is scheduled for the fourth quarter of 2020. Successful testing of the Assisted Remote Shunting prototype system could entail the purchase of an additional 75 systems for an additional 6 million Euro.

Use of Non-GAAP Financial Results

In addition to disclosing financial results calculated in accordance with United States generally accepted accounting principles (GAAP), the company's earnings release contains non-GAAP financial measures of net loss for the period that exclude the effect of stock-based compensation expenses, the revaluation of other investments and revaluation of derivative warrant liability, and non-GAAP financial measures of shareholders' equity that exclude the effect of derivative warrant liability and the revaluation of other investments. The company's management believes the non-GAAP financial information provided in this release is useful to investors' understanding and assessment of the company's ongoing operations. Management also uses both GAAP and non-GAAP information in evaluating and operating business internally and as such deemed it important to provide all this information to investors. The non-GAAP financial measures disclosed by the company should not be considered in isolation or as a substitute for, or superior to, financial measures calculated in accordance with GAAP, and the financial results calculated in accordance with GAAP and reconciliations to those financial statements should be carefully evaluated. Reconciliations between GAAP measures and non-GAAP measures are provided later in this press release.



About Foresight

Foresight Autonomous Holdings Ltd. (Nasdaq and TASE: FRSX), founded in 2015, is a technology company engaged in the design, development and commercialization of sensor systems for the automotive industry. Through the company's wholly owned subsidiaries, Foresight Automotive Ltd. and Eye-Net Mobile Ltd., Foresight develops both "in-line-of-sight" vision systems and "beyond-line-of-sight" cellular-based applications. Foresight's vision sensor is a four-camera system based on 3D video analysis, advanced algorithms for image processing, and sensor fusion. Eye-Net Mobile's cellular-based application is a V2X (vehicle-to-everything) accident prevention solution based on real-time spatial analysis of clients' movement.

The company's systems are designed to improve driving safety by enabling highly accurate and reliable threat detection while ensuring the lowest rates of false alerts. Foresight is targeting the semi-autonomous and autonomous vehicle markets and predicts that its systems will revolutionize automotive safety by providing an automotive-grade, cost-effective platform and advanced technology.

For more information about Foresight and its wholly owned subsidiary, Foresight Automotive, visit www.foresightauto.com, follow @ForesightAuto1 on Twitter, or join Foresight Automotive on LinkedIn.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995 and other Federal securities laws. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" and similar expressions or variations of such words are intended to identify forward-looking statements. For example, Foresight is using forward-looking statements in this press release when it discusses expansion of its sales and distribution in new verticals and regions, collaboration with Elbit Systems, entering a product development phase, its expansion in the defense market, the potential of Foresight's COVID-19 screening solution to play an important role in responding to the coronavirus pandemic, starting a pilot project for a prototype COVID-19 symptom detection solution, the expected receipt of a grant from the AWARD Consortium, the expected size of the self-driving truck market and the possibility of purchases of additional Assisted Remote Shunting systems. Because such statements deal with future events and are based on Foresight's current expectations, they are subject to various risks and uncertainties and actual results, performance or achievements of Foresight could differ materially from those described in or implied by the statements in this press release. The forward-looking statements contained or implied in this press release are subject to other risks and uncertainties, including those discussed under the heading "Risk Factors" in Foresight's annual report on Form 20-F filed with the Securities and Exchange Commission ("SEC") on March 31, 2020, and in any subsequent filings with the SEC. Except as otherwise required by law, Foresight undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. References and links to websites have been provided as a convenience, and the information contained on such websites is not incorporated by reference into this press release.

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FORESIGHT AUTONOMOUS HOLDINGS LTD.
INTERIM CONDENSED CONSOLIDATED BALANCE SHEETS
 U.S. dollars in thousands

	<u>As of June 30, 2020</u>	<u>As of June 30, 2019</u>	<u>As of December 31, 2019</u>
ASSETS			
Current assets:			
Cash and cash equivalents	\$ 10,312	\$ 4,047	\$ 4,827
Short term deposits	7,129	12,280	5,233
Marketable equity securities	14	31	23
Other receivables	311	509	613
Total current assets	<u>17,766</u>	<u>16,867</u>	<u>10,696</u>
Non-current assets:			
Right of use asset	1,172	1,417	1,278
Investment in affiliate company	5,385	7,584	6,729
Fixed assets, net	509	699	631
	<u>7,066</u>	<u>9,700</u>	<u>8,638</u>
Total assets	<u>\$ 24,832</u>	<u>\$ 26,567</u>	<u>\$ 19,334</u>
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities:			
Trade payables	\$ 94	\$ 308	\$ 498
Operating lease liability	394	408	411
Other accounts payables	1,269	897	1,130
Total current liabilities	<u>1,757</u>	<u>1,655</u>	<u>2,039</u>
Non-current liabilities:			
Operating lease liability	888	1,125	1,007
	<u>-</u>	<u>-</u>	<u>-</u>
Total liabilities	<u>2,645</u>	<u>2,780</u>	<u>3,046</u>
Shareholders' equity:			
Ordinary shares of NIS 0 par value;	-	-	-
Additional paid-in capital	78,960	64,879	65,681
Accumulated deficit	(56,773)	(41,092)	(49,393)
Total shareholders' equity	<u>22,187</u>	<u>23,787</u>	<u>16,288</u>
Total liabilities and shareholders' equity	<u>\$ 24,832</u>	<u>\$ 26,567</u>	<u>\$ 19,334</u>



FORESIGHT AUTONOMOUS HOLDINGS LTD.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
U.S. dollars in thousands

	Six months ended June 30,		Three months ended June 30,	
	2020	2019	2020	2019
Research and development expenses, net	(4,217)	(4,460)	(1,876)	(2,390)
Marketing and sales	(666)	(1,097)	(233)	(499)
General and administrative expenses	(1,294)	(1,773)	(634)	(865)
Operating loss	(6,177)	(7,330)	(2,743)	(3,754)
Equity in net gain (loss) of an affiliated company	(1,344)	16	(598)	106
Financing income (expenses), net	141	176	10	(175)
Net loss	(7,380)	(7,138)	(3,331)	(3,823)



FORESIGHT AUTONOMOUS HOLDINGS LTD.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW
 U.S. dollars in thousands

	Six months ended June 30,		Three months ended June 30,	
	2020	2019	2020	2019
Net cash used in operating activities				
Net loss for the period	(7,380)	(7,138)	(3,331)	(3,823)
Adjustments to reconcile profit (loss) to net cash used in operating activities:	1,603	1,432	803	630
Net cash used in operating activities	(5,777)	(5,706)	(2,528)	(3,193)
Cash Flows from Investing Activities				
Changes in short term deposits	(1,896)	226	(2,892)	(1,957)
Proceed from other investments	-	21	-	21
Proceed from sales marketable securities	68	-	68	-
Purchase of fixed assets	(9)	(39)	(3)	(8)
Net cash provided (used) by investing activities	(1,837)	208	(2,827)	(1,944)
Cash flows from Financing Activities:				
Issuance of ordinary shares and warrants, net of issuance expenses	13,082	6,521	13,082	290
Net cash provided by financing activities	13,082	6,521	13,082	290
Effect of exchange rate changes on cash and cash equivalents	17	(134)	1	(60)
Increase (decrease) in cash and cash equivalents	5,485	889	7,728	(4,907)
Cash and cash equivalents at the beginning of the period	4,827	3,158	2,584	8,954
Cash and cash equivalents at the end of the period	10,312	4,047	10,312	4,047



FORESIGHT AUTONOMOUS HOLDINGS LTD.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW
U.S. dollars in thousands

	Six months ended June 30,		Three months ended June 30,	
	2020	2019	2020	2019
Adjustments to reconcile profit (loss) to net cash used in operating activities:				
Share-based payment	350	836	195	441
Depreciation	131	127	65	65
Revaluation of derivative warrant liability	-	43	-	42
Equity in loss (gain) of an affiliated company	1,344	(16)	598	(106)
Revaluation of securities	(59)	(8)	(16)	(11)
Revaluation of other investments	-	324	-	324
exchange rate changes on cash and cash equivalents	(17)	134	(1)	60
Changes in assets and liabilities:				
Decrease (increase) in other receivables	302	(38)	41	(62)
Decrease in Trade payables	(404)	(36)	(71)	(3)
Change in operating lease liability	(17)	75	31	25
Decrease in other accounts payable	(27)	(9)	(39)	(145)
Adjustments to reconcile loss to net cash used in operating activities	1,603	1,432	803	630



FORESIGHT AUTONOMOUS HOLDINGS LTD.
SUPPLEMENTAL RECONCILIATION OF GAAP TO NON-GAAP SHAREHOLDERS' EQUITY
U.S. dollars in thousands

	As of June 30, 2020	As of June 30, 2019	As of December 31, 2019
GAAP Shareholders' equity	22,187	23,787	16,288
Revaluation of other investments	--	324	324
Derivative warrant liability	--	42	--
Non-GAAP Shareholders' equity	<u>22,187</u>	<u>24,153</u>	<u>16,612</u>

SUPPLEMENTAL RECONCILIATION OF GAAP TO NON-GAAP RESULTS
U.S. dollars in thousands

	Six months ended June 30		Three months ended June 30,	
	2020	2019	2020	2019
GAAP operating loss	(6,177)	(7,330)	(2,743)	(3,754)
Stock-based compensation in research and development	159	284	83	160
Stock-based compensation in sales and marketing	32	98	20	50
Stock-based compensation in general and administrative	159	454	92	231
Non-GAAP operating loss	<u>(5,827)</u>	<u>(6,494)</u>	<u>(2,548)</u>	<u>(3,313)</u>
GAAP Financing income (expenses), net	141	176	10	(175)
Revaluation of other investments	--	324	--	324
Revaluation of derivative warrant liability expenses	--	43	--	42
Non-GAAP Financing income, net	<u>141</u>	<u>543</u>	<u>10</u>	<u>191</u>
GAAP net loss	(7,380)	(7,138)	(3,331)	(3,823)
Stock-based compensation expenses	350	836	195	441
Revaluation of other investments	--	324	--	324
Revaluation of derivative warrant liability	--	43	--	42
Non-GAAP net loss	<u>(7,030)</u>	<u>(5,935)</u>	<u>(3,136)</u>	<u>(3,016)</u>

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
As of June 30, 2020

U.S. DOLLARS IN THOUSANDS
(Except share and per share data and exercise prices)

(UNAUDITED)

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
As of June 30, 2020

U.S. DOLLARS IN THOUSANDS
(Except share and per share data and exercise prices)

(UNAUDITED)

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FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
INTERIM CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)
U.S. dollars in thousands
(Except share data)

	June 30, 2020	December 31, 2019
	U.S. \$ in thousands	
	Unaudited	Audited
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 10,312	\$ 4,827
Short-term deposits	7,129	5,233
Marketable equity securities	14	23
Other receivables	311	613
Total current assets	17,766	10,696
Non-current Assets:		
Operating lease right of use asset	1,172	1,278
Investment in affiliate company	5,385	6,729
Fixed assets, net	509	631
Total Non-current assets	7,066	8,638
Total assets	\$ 24,832	\$ 19,334
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Trade payables	\$ 94	\$ 498
Operating lease liability	394	411
Other accounts payable	1,269	1,130
Total current liabilities	1,757	2,039
Operating Lease Liability	888	1,007
Total liabilities	\$ 2,645	\$ 3,046
Shareholders' Equity:		
Ordinary shares, no par value; Authorized 1,000,000,000 shares; Issued and outstanding: 258,516,272 and 154,649,602 shares as of June 30, 2020, December 31, 2019 respectively		
Additional paid-in-capital	78,960	65,681
Accumulated deficit	(56,773)	(49,393)
Total shareholders' equity	22,187	16,288
Total liabilities and shareholders' equity	\$ 24,832	\$ 19,334

The accompanying notes are an integral part of the consolidated financial statements.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS (UNAUDITED)

U.S. dollars in thousands
(Except share and per share data)

	Six months ended		Three months ended	
	June 30,		June 30,	
	2020	2019	2020	2019
	Unaudited		Unaudited	
Operating expenses:				
Research and development, net	\$ (4,217)	\$ (4,460)	\$ (1,876)	\$ (2,390)
Marketing and sales	(666)	(1,097)	(233)	(499)
General and administrative	(1,294)	(1,773)	(634)	(865)
Operating loss	(6,177)	(7,330)	(2,743)	(3,754)
Equity in net gain (loss) of an affiliated company	(1,344)	16	(598)	106
Financing income (expenses), net	141	176	10	(175)
Net loss	\$ (7,380)	\$ (7,138)	\$ (3,331)	\$ (3,823)
Basic and diluted net loss per share from continuing operations	\$ (0.04)	\$ (0.05)	\$ (0.02)	\$ (0.03)
Weighted average number of shares outstanding used in computing basic and diluted net (loss) profit per share	177,349,786	144,363,756	199,973,047	153,480,701

The accompanying notes are an integral part of the consolidated financial statements.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)

U.S. dollars in thousands
(Except share data)

	Ordinary Shares		Additional paid-in capital	Accumulated deficit	Total shareholders' equity
	Number	Amount			
Balance as of January 1, 2019	131,935,404	--	\$ 57,521	\$ (33,954)	\$ 23,567
Issuance of ordinary shares and warrants	21,733,333	--	6,521	--	6,521
Derivative warrant liabilities classified in equity	--	--	1	--	1
Exercise of options	850,523	--	--	--	--
Share-based payment	130,342	--	1,638	--	1,638
Net loss	-	-	-	(15,439)	(15,439)
Balance as of December 31, 2019	<u>154,649,602</u>	<u>--</u>	<u>65,681</u>	<u>(49,393)</u>	<u>16,288</u>

The accompanying notes are an integral part of the consolidated financial statements.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)

U.S. dollars in thousands
(Except share data)

	<u>Ordinary Shares</u>		<u>Additional paid-in capital</u>	<u>Accumulated deficit</u>	<u>Total shareholders' equity</u>
	<u>Number</u>	<u>Amount</u>			
Balance as of January 1, 2020	154,649,602	--	65,681	(49,393)	16,288
Issuance of ordinary shares	103,666,670	-	12,929	-	12,929
Share-based payment	200,000	-	350	-	350
Net loss	-	-	-	(7,380)	(7,380)
Balance as of June 30, 2020	<u>258,516,272</u>	<u>-</u>	<u>78,960</u>	<u>56,773</u>	<u>22,187</u>

The accompanying notes are an integral part of the consolidated financial statements.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
U.S. dollars in thousands

	Six months ended June 30,		Three months ended June 30,	
	2020	2019	2020	2019
<u>Cash flows from operating activities:</u>				
Net loss for the period	\$ (7,380)	\$ (7,138)	\$ (3,331)	\$ (3,823)
Adjustments to reconcile profit (loss) to net cash used in operating activities	1,603	1,432	803	630
Total net cash used in operating activities	\$ (5,777)	\$ (5,706)	\$ (2,528)	\$ (3,193)
<u>Cash flows from investing activities:</u>				
Changes in short-term deposits	(1,896)	226	(2,892)	(1,957)
Proceed from other investments	-	21	-	21
Proceed from sales of marketable securities	68	-	68	-
Purchase of fixed assets	(9)	(39)	(3)	(8)
Total net cash provided by (used in) investing activities	\$ (1,837)	\$ 208	\$ (2,827)	\$ (1,944)
<u>Cash flows from financing activities:</u>				
Issuance of ordinary shares and warrants, net of issuance expenses	13,082	6,521	13,082	290
Total net cash provided by financing activities	\$ 13,082	\$ 6,521	\$ 13,082	\$ 290
Effect of exchange rate changes on cash and cash equivalents	17	(134)	1	(60)
Increase (decrease) in cash and cash equivalents	5,485	889	7,728	(4,907)
Cash and cash equivalents at the beginning of the period	\$ 4,827	\$ 3,158	\$ 2,584	\$ 8,954
Cash and cash equivalents at end of the period	\$ 10,312	\$ 4,047	\$ 10,312	\$ 4,047

The accompanying notes are an integral part of the consolidated financial statements.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
U.S. dollars in thousands

	Six months ended June 30,		Three months ended June 30,	
	2020	2019	2020	2019
<u>Adjustments to reconcile net loss to net cash used in operating activities:</u>				
Share-based payment	350	836	195	441
Depreciation	131	127	65	65
Revaluation of derivative warrant liability	--	43	--	42
Equity in loss (gain) of an affiliated company	1,344	(16)	598	(106)
Revaluation of marketable securities	(59)	(8)	(16)	(11)
Revaluation of other investments	--	324	--	324
Exchange rate changes on cash and cash equivalents	(17)	134	(1)	60
Changes in assets and liabilities:				
Decrease (increase) in other receivables	302	(38)	41	(62)
Decrease in trade payables	(404)	(36)	(71)	(3)
Change in operating lease liability	(17)	75	31	25
Decrease in other accounts payable	(27)	(9)	(39)	(145)
Adjustments to reconcile loss to net cash used in operating activities	\$ 1,603	\$ 1,432	\$ 803	\$ 630

Non-cash activities

	Six months ended June 30,		Three months ended June 30,	
	2020	2019	2020	2019
Accrued Issuance expenses	153	--	153	--

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
U.S. dollars in thousands
(Except share and per share data and exercise prices)
Notes to the Interim Condensed Consolidated Financial Statements (Unaudited)

NOTE 1 - GENERAL

A. Reporting Entity

Foresight Autonomous Holdings Ltd. (the "Company") is an Israeli resident company incorporated in Israel. The address of the Company's registered office is 7 Golda Meir St., Ness Ziona, Israel. The unaudited condensed consolidated interim financial statements of the Company as of June 30, 2020, comprise the Company and its subsidiaries in Israel (together referred to as the "Group"). The Company, by means of its subsidiary, Foresight Automotive Ltd. ("Foresight Automotive"), is a technology company engaged in the design, development and commercialization of stereo/quad-camera vision systems for the automotive industry. The Company's vision systems are based on 3D video analysis, advanced algorithms for image processing and sensor fusion. In addition, the Company, by means of its subsidiary, Eye-Net Mobile Ltd. ("Eye-Net Mobile"), is also engaged in the design and development of V2X (vehicle-to-everything) cellular-based accident prevention solutions that connect users and infrastructure through smart cellular-based platforms. V2X is a wireless technology that enables communication between vehicles, infrastructure, and other devices in the vicinity, grid, home, and network. The ordinary shares of the Company, no par value each (the "Ordinary Shares"), are registered for trade on the Tel Aviv Stock Exchange Ltd. In addition, since June 15, 2017, the Company has American Depository Shares ("ADSs") registered with the U.S. Securities and Exchange Commission ("SEC"). The ADSs are listed on The Nasdaq Capital Market; the ratio of the Company's Ordinary Shares to ADSs is 5:1.

- B. The Group's activities are subject to significant risks and uncertainties, including failing to secure additional funding to operationalize its technology before competitors develop similar technology. In addition, the Group is subject to risks from, among other things, competition associated within the industry in general, other risks associated with financing, liquidity requirements, rapidly changing customer requirements and limited operating history.
- C. The accompanying condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern. To date, the Company has not generated revenues from its activities and has incurred substantial operating losses. Management expects the Company to continue to generate substantial operating losses for the foreseeable future until it completes development of its products. The Company had cash and cash equivalents and short-term deposits of \$17,441 as of June 30, 2020. Management expects to continue to fund its operations primarily through utilization of its current financial resources and through additional raises of capital. The Company intends to raise such capital through the issuance of additional equity financing. However, if such financing is not available at adequate levels, the Company will need to reevaluate its operating plan and may be required to delay the development of its products. The Company expects that its cash and cash equivalents and short term deposits as of June 30, 2020 will be sufficient to fund operating expenses and capital expenditure requirements for a period of at least one year from the date these unaudited condensed consolidated financial statements are filed with the SEC.
- D. The coronavirus ("COVID-19"), which was declared in March 2020 by the World Health Organization as a pandemic, has had a significant impact on global markets and the economy of many countries, including countries in which the Company operates. As the ultimate impact on the global economy of the COVID-19 pandemic remains unclear, the Company anticipates that it will have a continuing impact on global economies in the near future. While the COVID-19 pandemic has not materially affected the Company's operations as of the date hereof, the extent to which the COVID-19 pandemic shall impact the Company's operations will depend on future developments. In particular, the continued spread of COVID-19 globally could materially adversely impact the Company's operations, mainly due to travel restrictions which could impact our sales and marketing as well as the ability to continue to raise capital.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
U.S. dollars in thousands
(Except share and per share data and exercise prices)
Notes to the Interim Condensed Consolidated Financial Statements (Unaudited)

NOTE 2 - BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

A. Unaudited Interim Financial Statements

The accompanying unaudited interim condensed financial statements have been prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) for interim financial information. Accordingly, they do not include all the information and footnotes required by GAAP for complete financial statements. In the opinion of the management, all adjustments considered necessary for a fair presentation have been included (consisting only of normal recurring adjustments except as otherwise discussed). For further information, reference is made to the consolidated financial statements and footnotes thereto included in the Company’s Annual Report on Form 20-F for the year ended December 31, 2019.

The results of operation for the three and six months ended June 30, 2020, are not necessarily indicative of the results that may be expected for the year ending December 31, 2020.

B. Significant Accounting Policies

The significant accounting policies followed in the preparation of these unaudited interim condensed consolidated financial statements are identical to those applied in the preparation of the latest annual financial statements.

C. Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

D. Recently Adopted Accounting Standards

The significant accounting policies followed in the preparation of these unaudited interim consolidated financial statements are identical to those applied in the preparation of the latest annual audited financial statements with the exception of the following:

In June 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2016-13 “Financial Instruments – Credit Losses” to improve information on credit losses for financial assets and net investment in leases that are not accounted for at fair value through net income. The ASU replaces the current incurred loss impairment methodology with a methodology that reflects expected credit losses. The Company adopted this ASU on January 1, 2020. There was not a material impact on the interim consolidated financial statements.

In August 2018, the FASB issued ASU 2018-13, “Changes to Disclosure Requirements for Fair Value Measurements,” which will improve the effectiveness of disclosure requirements for recurring and nonrecurring fair value measurements. The standard removes, modifies, and adds certain disclosure requirements and is effective for the Company beginning on January 1, 2020. This standard did not have a material effect on the Company’s interim consolidated financial statements.

In December 2019, the FASB issued ASU No. 2019-12, “Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes (“ASU 2019-12”), which is intended to simplify various aspects related to accounting for income taxes. ASU 2019-12 removes certain exceptions to the general principles in Topic 740 and also clarifies and amends existing guidance to improve consistent application. This guidance is effective for the Company beginning on January 1, 2021, with early adoption permitted. The Company does not expect that the adoption of this standard will have a significant impact on the consolidated financial statements and related disclosures.

FORESIGHT AUTONOMOUS HOLDINGS LTD. AND SUBSIDIARIES
U.S. dollars in thousands
(Except share and per share data and exercise prices)
Notes to the Interim Condensed Consolidated Financial Statements (Unaudited)

NOTE 3 - MATERIAL EVENTS IN THE REPORTING PERIOD

A. Registered direct offering and private placements

- a. On April 30, 2020, the Company raised \$2,650 (gross) through a registered direct offering of its ADSs. The Company issued a total of 5,300,000 ADSs (26,500,000 Ordinary Shares) at \$0.50 per ADS. After deducting closing costs and fees, the Company received proceeds of approximately \$2,294, net of issuance expenses.
- b. On May 10, 2020, the Company raised \$350 (gross) through a private placement of its Ordinary Shares. The Company issued a total of 700,000 ADSs (3,500,000 Ordinary Shares) at \$0.50 per ADS. After deducting closing costs and fees, the Company received proceeds of approximately \$321, net of issuance expenses.
- c. On May 19, 2020, the Company raised \$5,000 (gross) through a registered direct offering of its ADSs. The Company issued a total of 8,333,334 ADSs (41,666,670 Ordinary Shares) at \$0.60 per ADS. After deducting closing costs and fees, the Company received proceeds of approximately \$4,498, net of issuance expenses.
- d. On June 9, 2020, the Company raised \$6,400 (gross) through a registered direct offering of its ADSs. The Company issued a total of 6,400,000 ADSs (32,000,000 Ordinary Shares) at \$1.00 per ADS. After deducting closing costs and fees, the Company received proceeds of approximately \$5,816, net of issuance expenses.

- B. On March 12, 2020, the Company issued options to purchase 550,000 Ordinary Shares to its employees at an exercise price of NIS 1.95 (approximately \$0.54 per share at the grant date). One third of the options shall vest after one year and the balance of the remaining options shall vest over 8 quarters until fully vested by March 31, 2023. The total aggregate fair value of the options as of the grant date was \$10.

The grant date fair value of the options granted was measured based on the Black-Scholes option pricing model with the following weighted-average assumptions: weighted average volatility of 77.3%, risk free interest rates of 0.22%, dividend yields of 0% and a weighted average life of the options of 3 years.

In addition, the Company extended for an additional year 3,194,205 options to purchase the Company's Ordinary Shares previously granted to the Company's employees during 2016 and 2017, so that the exercise period thereof will be four years.

- C. On June 9, 2020, the Company issued options to purchase 4,050,000 Ordinary Shares to its employees at an exercise price of NIS 0.787 (approximately \$0.23 per share at the grant date) for one third of the options, an exercise price of NIS 1.06 (approximately \$0.31 per share at the grant date) for the second third of the options and an exercise price of NIS 1.33 (approximately \$0.38 per share at the grant date) for the last third of the options. The options shall vest over 12 quarters until fully vested by March 31, 2023. The total aggregate fair value of the options as of the grant date was \$377.

The grant date fair value of the options granted was measured based on the Black-Scholes option pricing model with the following weighted-average assumptions: weighted average volatility of 82.4%, risk free interest rates of 0.22%, dividend yields of 0% and a weighted average life of the options of 3 years.

- D. During the reporting period, the Company issued 200,000 Ordinary Shares to a service provider. The Company recorded in its statement of comprehensive loss a total expense of \$39 in respect of such grant.

NOTE 4 - SUBSEQUENT EVENTS

On July 16, 2020, the Company's shareholders approved, among others, a grant of options to two members of the Company's Board of Directors, to the Company's Chief Executive Officer, to the Vice President of Human Resources and to Magna B.S.P Ltd.'s employees (the Company's significant shareholder) to purchase 300,000 each, 4,113,000, 700,000, and 950,000, respectively, of the Company's Ordinary Shares at an exercise price of NIS 0.787 (approximately \$0.23 per share at the grant date) for one third of the options, an exercise price of NIS 1.06 (approximately \$0.31 per share at the grant date) for the second third of the options and an exercise price of NIS 1.33 (approximately \$0.38 per share at the grant date) for the last third of the options.

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS**

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Certain information included herein may be deemed to be “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 and other securities laws. Forward-looking statements are often characterized by the use of forward-looking terminology such as “may,” “will,” “expect,” “anticipate,” “estimate,” “continue,” “believe,” “should,” “intend,” “project” or other similar words, but are not the only way these statements are identified. These forward-looking statements may include, but are not limited to, statements relating to our objectives, plans and strategies, statements that contain projections of results of operations or of financial condition, expected capital needs and expenses, statements relating to the research, development, completion and use of our products, and all statements (other than statements of historical facts) that address activities, events or developments that we intend, expect, project, believe or anticipate will or may occur in the future. Forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties. We have based these forward-looking statements on assumptions and assessments made by our management in light of their experience and their perception of historical trends, current conditions, expected future developments and other factors they believe to be appropriate

Important factors that could cause actual results, developments and business decisions to differ materially from those anticipated in these forward-looking statements include, among other things:

- the overall global economic environment, including the potential impact of the Covid-19 pandemic on the markets in which the Company operates;
- the impact of competition and new technologies;
- general market, political and economic conditions in the countries in which we operate;
- projected capital expenditures and liquidity;
- changes in our strategy; and
- litigation.

The foregoing list is intended to identify only certain of the principal factors that could cause actual results to differ. For a more detailed description of the risks and uncertainties affecting our company, reference is made to our Annual Report on Form 20-F for the year ended December 31, 2019, or our Annual Report, which was filed with the Securities and Exchange Commission, or the SEC, on March 31, 2020, and the other risk factors discussed from time to time by our company in reports filed or furnished to the SEC.

Except as otherwise required by law, we undertake no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

Unless otherwise indicated, all references to the “Company,” “we,” “our” and “Foresight” refer to Foresight Autonomous Holdings Ltd. and its subsidiaries, Foresight Automotive Ltd., an Israeli corporation, and Eye-Net Mobile Ltd., an Israeli corporation.

A. Operating Results.

The following discussion and analysis of our financial condition and results of operations should be read in conjunction with our consolidated financial statements and the related notes included in our Annual Report, as well as our unaudited condensed consolidated financial statements and the related notes thereto for the six months ended June 30, 2020, included elsewhere in this Report on Form 6-K. The discussion below contains forward-looking statements that are based upon our current expectations and are subject to uncertainty and changes in circumstances. Actual results may differ materially from these expectations due to inaccurate assumptions and known or unknown risks and uncertainties.

The following financial data in this narrative are expressed in thousands of U.S. dollars, except for share and per share data or as otherwise noted.

Overview

We are a technology company engaged, through our fully owned subsidiary, Foresight Automotive Ltd., in the design, development and commercialization of stereo/quad-camera vision systems for the automotive industry based on three-dimensional (3D) video analysis, advanced algorithms for image processing and sensor fusion. We develop advanced systems for accident prevention, which are designed to provide real-time information about a vehicle's surroundings while in motion. Our systems are designed to improve driving safety by enabling highly accurate and reliable threat detection while ensuring the lowest rates of false alerts. We target two vertical markets: advanced driver assistance systems and semi-autonomous/autonomous vehicles.

We are also engaged, through our wholly owned subsidiary, Eye-Net Mobile Ltd., in the design and development of V2X (vehicle-to-everything) cellular-based accident prevention solutions that connect users and infrastructure through smart cellular-based platforms. V2X is a wireless technology that enables communication between the vehicles, infrastructure, and other devices in the vicinity, grid, home, and network. This type of communication enables better traffic management, which leads to reduced congestion on the roads.

Operating Expenses

Our current operating expenses consist of three components — research and development expenses, marketing and sales expenses and general and administrative expenses.

Research and development expenses, net

Our research and development expenses, net consist primarily of salaries and related personnel expenses, subcontracted work and consulting and other related research and development expenses.

The following table discloses the breakdown of research and development expenses:

<i>U.S. dollars in thousands</i>	Six months ended June 30,	
	2020	2019
Payroll and related expenses	2,907	2,481
Subcontracted work and consulting	738	1,495
Rent and office maintenance	329	278
Travel expenses	54	25
Other, net	189	181
Total	4,217	4,460

Marketing and sales

Our marketing and sales expenses consist primarily of salaries and related personnel expenses, exhibitions and conventions, consultants and other marketing and sales expenses.

The following table discloses the breakdown of marketing and sales expenses:

<i>U.S. dollars in thousands</i>	Six months ended June 30,	
	2020	2019
Payroll and related expenses	402	608
Exhibitions, conventions and travel expenses	167	219
Consultants	57	123
Other	40	147
Total	666	1,097

General and administrative

General and administrative expenses consist primarily of salaries, share-based compensation expense, professional service fees (for accounting, legal, bookkeeping, intellectual property and facilities), directors' fees and insurance and other general and administrative expenses.

The following table discloses the breakdown of general and administrative expenses:

<i>U.S. dollars in thousands</i>	Six months ended June 30,	
	2020	2019
Payroll and related expenses	496	824
Share based payment to service providers	42	13
Professional services	444	575
Directors' fees and insurance	173	203
Travel expenses	14	22
Rent and office maintenance	81	95
Other	44	41
Total	1,294	1,773

Comparison of the six months ended June 30, 2020 to the six months ended June 30, 2019.

Results of Operations

<i>U.S. dollars in thousands</i>	Six months ended June 30,	
	2020	2019
Research and development expenses, net	4,217	4,460
Marketing and sales	666	1,097
General and administrative	1,294	1,773
Operating loss	6,177	7,330
Equity in net loss (gain) of affiliated companies	1,344	(16)
Financial income, net	(141)	(176)
Net loss	7,380	7,138
Loss attributable to holders of Ordinary Shares	7,380	7,138

Research and development expenses, net

Our research and development expenses, net for the six months ended June 30, 2020 amounted to approximately \$4,217, representing a decrease of approximately \$243, or 5.4%, compared to approximately \$4,460 for the six months ended June 30, 2019. The decrease was primarily attributable to a decrease of approximately \$757 in subcontracted work and consulting, reflecting a decrease in subcontractors and consultants giving research and development services to us, offset by an increase of approximately \$426 in payroll and related expenses.

Marketing and sales

Our marketing and sales expenses for the six months ended June 30, 2020 amounted to approximately \$666, representing a decrease of approximately \$431, or 39.3%, compared to approximately \$1,097 for the six months ended June 30, 2019. The decrease was primarily attributable to a decrease in salaries and related personnel expenses of approximately \$206 and a decrease in exhibitions, conventions, and travel expenses of approximately \$52 due to less travel because of Covid-19.

General and administrative

Our general and administrative expenses totaled approximately \$1,294 for the six months ended June 30, 2020, representing a decrease of approximately \$479, or 27%, compared to approximately \$1,773 for the six months ended June 30, 2019. The decrease was primarily attributable to a decrease in salaries and related personnel expenses of approximately \$328 and to a decrease of approximately \$131 in professional services.

Operating loss

As a result of the foregoing, our operating loss for the six months ended June 30, 2020 was approximately \$6,177, as compared to an operating loss of approximately \$7,330 for the six months ended June 30, 2019, a decrease of approximately \$1,153, or 15.7%.

Equity in net loss (gain) of affiliated companies

Our equity in net loss (gain) of affiliated companies for the six months ended June 30, 2020 amounted to approximately \$1,344, representing an increase of \$1,360, compared to equity in net gain of affiliated companies of \$16 for the six months ended June 30, 2019. The increase was primarily attributable to the issuance of shares of our affiliate, Rail Vision Ltd. to third parties in the amount of \$1,430, offset by equity in net loss of affiliated company of \$1,416.

Financial income, net

Financial income, net primarily consists of revaluations, exchange rate differences and bank fees.

Our financial income, net totaled approximately \$141 for the six months ended June 30, 2020, compared to financial income, net of approximately \$176 for the six months ended June 30, 2019.

Net loss

As a result of the foregoing, our net loss for the six months ended June 30, 2020 totaled approximately \$7,380, compared to approximately \$7,138 for the six months ended June 30, 2019, an increase of approximately \$242 or 3.4%. The increase was primarily attributable to equity in net loss of affiliated companies in the six months ended June 30, 2020 of approximately \$1,344 compared to equity in net gain of affiliated companies in the six months ended June 30, 2019 of approximately \$16.

Critical Accounting Policies

The preparation of financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. A comprehensive discussion of our critical accounting policies is included in “Item 5. Operating and Financial Review and Prospects – Management’s Discussion and Analysis of Financial Condition and Results of Operations” section in our Annual Report, as well as our unaudited condensed consolidated financial statements and the related notes thereto for the six months ended June 30, 2020, included elsewhere in this Report Form 6-K.

B. Liquidity and Capital Resources.

Overview

Since our inception through June 30, 2020, we have funded our operations principally with approximately \$63,943 from the issuance of Ordinary Shares and exercise of warrants and options, net of issuance costs. As of June 30, 2020, we had approximately \$17,441 in cash and cash equivalents and short-term bank deposits.

The table below presents our cash flows for the periods indicated:

<i>U.S. dollars in thousands</i>	Six months ended June 30,	
	2020	2019
Operating activities	(5,777)	(5,706)
Investing activities	(1,837)	208
Financing activities	13,082	6,521
Effect of exchange rate changes on cash and cash equivalents	17	(134)
Net increase in cash and cash equivalents	5,485	889

Operating Activities

Net cash used in operating activities of approximately \$5,777 during the six months ended June 30, 2020 was primarily used for payment of salaries and related personnel expenses, subcontracted work, payments for professional services and travel, patent, directors’ fees, rent and other miscellaneous expenses.

Net cash used in operating activities of approximately \$5,706 during the six months ended June 30, 2019 was primarily used for payment of salaries and related personnel expenses, subcontracted work, payments for professional services and travel, patent, directors’ fees, rent and other miscellaneous expenses.

Investing Activities

Net cash used in investing activities of approximately \$1,837 during the six months ended June 30, 2020 was primarily used in changes in short-term deposits of approximately \$1,896, offset by proceeds from sales of marketable securities of approximately \$68.

Net cash provided by investing activities of approximately \$208 during the six months ended June 30, 2019 was primarily provided by changes in short-term deposits of approximately \$226 and by proceeds from sale of other investments of approximately \$21, offset by purchases of fixed assets of approximately \$39.

Financing Activities

Net cash provided by financing activities in the six months ended June 30, 2020 consisted of approximately \$13,082 of net proceeds from the issuance of Ordinary Shares.

Net cash provided by financing activities in the six months ended June 30, 2019 consisted of approximately \$6,521 of net proceeds from the issuance of Ordinary Shares.

On March 19, 2019, pursuant to an underwriting agreement with A.G.P./Alliances Global Partners, as the underwriter for a public offering of our American Depositary Shares, or ADSs, that were offered pursuant to a shelf takedown under a registration statement on Form F-3 (Registration No. 333-229715), or the Registration Statement, we issued 4,100,000 ADSs (representing 20,500,000 Ordinary Shares) at a price of \$1.50 per ADS, and net proceeds to us from the sale of the shares were approximately \$6,521,000.

On April 30, 2020, pursuant to a registered direct offering of our ADSs, we issued to certain investors 5,300,000 ADSs (representing 26,500,000 Ordinary Shares) at a price of \$0.50 per ADS, under the Registration Statement. The net proceeds to us from the sale of the ADSs were approximately \$2,294,000.

On May 10, 2020, pursuant to securities purchase agreements, we issued to certain accredited investors in a private placement 350,000 ADSs (representing 700,000 Ordinary Shares) at a price of \$0.50 per ADS. The net proceeds to us from the sale of the ADSs were approximately \$321,000.

On May 19, 2020, pursuant to a registered direct offering of our ADS, we issued to certain investors 8,333,334 ADSs (representing 41,666,670 Ordinary Shares) at a price of \$0.60 per ADS, under the Registration Statement. The net proceeds to us from the sale of the ADSs were approximately \$4,498,000.

On June 9, 2020, pursuant to securities purchase agreements, we issued to certain investors 6,400,000 ADSs (representing 32,000,000 Ordinary Shares) at a price of \$1.00 per ADS, under the Registration Statement. The net proceeds to us from the sale of the ADSs were approximately \$5,816,000.

Current Outlook

We have financed our operations to date primarily through proceeds from sales of our Ordinary Shares and warrants. We have incurred losses and generated negative cash flows from operations since July 2015. Since July 2015, we have not generated substantial revenue from the sale of products and we do not expect to generate substantial revenues from sale of our products in the next few years.

As of June 30, 2020, our cash and cash equivalents including short-term bank deposits were approximately \$17,441. We expect that our existing cash, cash equivalents and short-term bank deposits will be sufficient to fund our current operations until December 2021; however, we expect that we will require substantial additional capital to complete the development of, and to commercialize, our products. In addition, our operating plans may change as a result of many factors that may currently be unknown to us, and we may need to seek additional funds sooner than planned. Our future capital requirements will depend on many factors, including:

- the progress and costs of our research and development activities;
- the costs of manufacturing our products;
- the costs of filing, prosecuting, enforcing and defending patent claims and other intellectual property rights;
- the potential costs of contracting with third parties to provide marketing and distribution services for us or for building such capacities internally; and
- the magnitude of our general and administrative expenses.

Until we can generate significant recurring revenues, we expect to satisfy our future cash needs through equity financings. We cannot be certain that additional funding will be available to us on acceptable terms, if at all. If funds are not available, we may be required to delay, reduce the scope of, or eliminate research or development plans for, or commercialization efforts with respect to our products.

The recent outbreak of the novel coronavirus 2019, or COVID-19, which was declared in March 2020 by the World Health Organization as a pandemic, has had a significant impact on global markets and the economy of many countries, including countries in which the Company operates. As the ultimate impact on the global economy of the COVID-19 pandemic remains unclear, the Company anticipates that it will have a continuing impact on global economies in the near future. While the COVID-19 pandemic has not materially affected the Company's operations as of the date hereof, the extent to which the COVID-19 pandemic shall impact the Company's operations will depend on future developments. In particular, the continued spread of COVID-19 globally could materially adversely impact the Company's operations, mainly due to travel restrictions which could impact our sales and marketing as well as the ability to continue to raise capital.



Foresight: Eye-Net Mobile and Global Japanese Technology Company to Start Pilot Project

The multi-billion dollar technology company will evaluate the Eye-Net™ Protect accident prevention solution for future integration into its IoT services

Ness Ziona, Israel – August 21, 2020 - Foresight Autonomous Holdings Ltd. (Nasdaq and TASE: FR SX), an innovator in automotive vision systems, announced today that its wholly owned subsidiary, Eye-Net Mobile Ltd., will start a pilot project with a multi-billion dollar global Japanese technology company to test its Eye-Net™ Protect cellular-based V2X (vehicle-to-everything) accident prevention solution.

The pilot project will be used to validate the Eye-Net solution capabilities and its technical specifications. Upon successful completion, the Japanese technology company may proceed to commercial integration of the Eye-Net solution into its IoT platform which currently serves millions of users.

“This pilot project marks an important milestone on Eye-Net Mobile’s commercial roadmap. The technology company will be the first to evaluate the software development kit (SDK) configuration of Eye-Net Protect. Integration with a global Japanese company has the potential to allow our life-saving accident prevention solution to protect millions of users daily,” said Dror Elbaz, COO & Deputy CEO of Eye-Net Mobile.

The Eye-Net Protect V2X solution is designed to protect the most vulnerable road users in real time - including pedestrians, cyclists, scooter drivers and car drivers - by providing collision alerts when the road users have no direct line of sight. An SDK configuration allows Eye-Net Mobile to integrate its solution with leading location-based products such as wearable devices, dashboard cameras, navigation aids, infotainment systems, third-party applications and other smart devices.

For more information about Eye-Net Mobile, please visit www.eyenet-mobile.com, or follow the Company’s LinkedIn page, Eye-Net Mobile; Twitter, @EyeNetMobile1; and Instagram channel, EyeNetMobile1, the contents of which are not incorporated into this press release.



About Foresight

Foresight Autonomous Holdings Ltd. (Nasdaq and TASE: FRSX), founded in 2015, is a technology company engaged in the design, development and commercialization of sensors systems for the automotive industry. Through the company's wholly owned subsidiaries, Foresight Automotive Ltd. and Eye-Net Mobile Ltd., Foresight develops both "in-line-of-sight" vision systems and "beyond-line-of-sight" cellular-based applications. Foresight's vision sensor is a four-camera system based on 3D video analysis, advanced algorithms for image processing, and sensor fusion. Eye-Net Mobile's cellular-based application is a V2X (vehicle-to-everything) accident prevention solution based on real-time spatial analysis of clients' movement.

The company's systems are designed to improve driving safety by enabling highly accurate and reliable threat detection while ensuring the lowest rates of false alerts. Foresight is targeting the Advanced Driver Assistance Systems (ADAS), the semi-autonomous and autonomous vehicle markets and predicts that its systems will revolutionize automotive safety by providing an automotive-grade, cost-effective platform and advanced technology.

For more information about Foresight and its wholly owned subsidiary, Foresight Automotive, visit www.foresightauto.com, follow @ForesightAuto1 on Twitter, or join Foresight Automotive on LinkedIn.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995 and other Federal securities laws. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" and similar expressions or variations of such words are intended to identify forward-looking statements. For example, Foresight is using forward-looking statements in this press release when it discusses the terms of any agreement between Eye-Net and the global Japanese technology company, that the pilot project will be used to validate the Eye-Net solution capabilities and its technical specifications, that upon successful completion, the Japanese technology company may proceed to commercial integration of the Eye-Net solution into its IoT platform, and that potential integration with a global Japanese company has the potential to protect millions of users daily. Because such statements deal with future events and are based on Foresight's current expectations, they are subject to various risks and uncertainties, and actual results, performance or achievements of Foresight could differ materially from those described in or implied by the statements in this press release.



The forward-looking statements contained or implied in this press release are subject to other risks and uncertainties, including those discussed under the heading “Risk Factors” in Foresight’s annual report on Form 20-F filed with the Securities and Exchange Commission (“SEC”) on March 31, 2020, and in any subsequent filings with the SEC. Except as otherwise required by law, Foresight undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. References and links to websites have been provided as a convenience, and the information contained on such websites is not incorporated by reference into this press release. Foresight is not responsible for the contents of third party websites.

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