

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): September 11, 2023 (September 7, 2023)

Mobileye Global Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

001-41541
(Commission File Number)

88-0666433
(IRS Employer Identification
Number)

c/o Mobileye B.V.
Har Hotzvim, 13 Hartom Street
P.O. Box 45157
Jerusalem 9777513, Israel
(Address of principal executive offices and zip code)

+972-2-541-7333
(Registrant's telephone number, including area code)

Former name or former address, if changed since last report: N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Stock (\$0.001 Par Value)	MBLY	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(c)

Appointment of Chief Financial Officer

On September 11, 2023, Mobileye Global Inc. (“Mobileye”) announced that its Board of Directors (the “Board”) appointed Moran Shemesh Rojansky as Chief Financial Officer, effective as of September 11, 2023.

Ms. Shemesh Rojansky, 43, has served in various positions with Mobileye since 2016, most recently as acting Chief Financial Officer since June 26, 2023 and previously as Vice President of Finance, Director of Finance and Corporate Controller. Prior to joining Mobileye, Ms. Shemesh Rojansky served in financial reporting roles at Tnuva Ltd, including head of consolidation and reporting, for three years from 2013 to 2016 and in several roles prior to that in the accounting consulting services and advisory group at PwC, including senior manager.

In connection with Mobileye’s appointment of Ms. Shemesh Rojansky to the role of acting Chief Financial Officer on June 26, 2023, Mobileye agreed to increase Ms. Shemesh Rojansky’s base pay to NIS 70,000¹ per month and grant to Ms. Shemesh Rojansky RSUs in an amount equal to \$600,000, subject to vesting over a three-year period. Further to Ms. Shemesh Rojansky’s appointment to the role of Chief Financial Officer, Mobileye has agreed to maintain Ms. Shemesh Rojansky’s base pay at NIS 70,000² and, subject to the approval of Mobileye’s Compensation Committee, grant to Ms. Shemesh Rojansky additional RSUs in an amount equal to \$900,000, subject to vesting over a three-year period.

Ms. Shemesh Rojansky will also enter into Mobileye’s standard form of officers’ indemnification agreement with Mobileye, pursuant to which Mobileye agrees to indemnify its officers to the fullest extent permitted by applicable law and subject to certain conditions to advance expenses in connection with proceedings as described in the indemnification agreement.

As previously announced, Anat Heller, Mobileye’s former Chief Financial Officer, stepped down as Chief Financial Officer effective as of June 26, 2023 for personal reasons. Ms. Heller’s decision was not a result of any disagreement with Mobileye relating to Mobileye’s operations, policies or practices. Ms. Heller continues to serve as a strategic advisor to Mobileye’s Finance department and to senior management.

¹ Shemesh Rojansky’s salary is paid in New Israeli Shekels. At the time of Shemesh Rojansky’s appointment to acting CFO on June 26, 2023, the amount of her salary in U.S. dollars was \$19,283.75 per month. This amount was converted according to the closing foreign exchange rate of NIS/ U.S. dollar for June 26, 2023 at approximately NIS 1/\$0.275482

² Shemesh Rojansky’s salary will continue to be paid in New Israeli Shekels. The salary amount in U.S. dollars is \$18,200.00 per month according to the closing foreign exchange rate of NIS/ U.S. dollar for September 7, 2023 at NIS 1/\$0.26.

There are no family relationships between Ms. Shemesh Rojansky and any director or executive officer of Mobileye. Ms. Shemesh Rojansky does not have any direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 7.01 Regulation FD Disclosure.

A copy of the press release issued by Mobileye on September 11, 2023 announcing the appointment of Ms. Shemesh Rojansky as Mobileye's Chief Financial Officer is attached as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
<u>99.1</u> 104	<u>Mobileye Global Inc. press release dated September 11, 2023</u> Cover Page Interactive Data File (formatted in iXBRL)

SIGNATURES

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

Mobileye Global Inc.

Date: September 11, 2023

By: /s/ Professor Amnon Shashua

Professor Amnon Shashua
President and Chief Executive Officer

Mobileye Names Moran Shemesh Rojansky Chief Financial Officer

JERUSALEM. September 11, 2023—Mobileye Global Inc. (Nasdaq: MBLY) (“Mobileye” or the “Company”) today announced that Moran Shemesh Rojansky has been appointed as the company’s Chief Financial Officer (CFO), effective September 11, 2023. Ms. Shemesh Rojansky has over 18 years of financial experience, including most recently as acting Chief Financial Officer of Mobileye.

“We’ve always had a great deal of confidence in Moran. Over the last several months, it’s become quite clear that her skills, experience, company-specific knowledge, and ability to manage a high-performing team makes her the best fit for the CFO position at Mobileye,” said Professor Amnon Shashua, President and CEO of Mobileye.

Ms. Shemesh Rojansky will report to Prof. Shashua and oversee Mobileye’s global finance organization, including planning and budgeting, accounting and reporting and tax.

“I’m very proud and excited to accept this position,” said Moran Shemesh Rojansky, Chief Financial Officer of Mobileye. “Mobileye is a dynamic company that has an opportunity to transform the mobility industry and continue to enhance the safety of the world’s roads. I look forward to continuing to work with Amnon and the rest of the leadership team to fulfill our strategic vision.”

Ms. Shemesh Rojansky, 43, has served in various positions with Mobileye since 2016, most recently as acting Chief Financial Officer and previously as Vice President of Finance, Director of Finance and Corporate Controller. Prior to joining Mobileye, Ms. Shemesh Rojansky served in financial reporting roles at Tnuva Ltd, including head of consolidation and reporting, for three years from 2013 to 2016 and in several roles prior to that in the accounting consulting services and advisory group at PwC, including senior manager.

As previously announced, Anat Heller, Mobileye’s former Chief Financial Officer, stepped down as Chief Financial Officer effective as of June 26, 2023 for personal reasons. Ms. Heller continues to serve as a strategic advisor to Mobileye’s Finance department and to senior management.

Prof. Shashua added: “On behalf of the Mobileye team, I want to thank Anat again for her outstanding leadership, dedication and contributions to Mobileye over the past several years. We wish her the best and are grateful that she remains with us as an advisor.”

About Mobileye Global Inc.

Mobileye (Nasdaq: MBLY) is a leader of the mobility revolution with its autonomous driving and driver-assistance technologies, harnessing world-renowned expertise in computer vision, artificial intelligence, mapping, and data analysis. Since its founding in 1999, Mobileye has pioneered such groundbreaking technologies as REM™ crowdsourced mapping, True Redundancy™ sensing, and Responsibility Sensitive Safety (RSS). These technologies are driving the ADAS and AV fields towards the future of mobility – enabling self-driving vehicles and mobility solutions, powering industry-leading advanced driver-assistance systems and delivering valuable intelligence to optimize mobility infrastructure. To date, more than 150 million vehicles worldwide have been built with Mobileye technology inside. In 2022 Mobileye listed as an independent company separate from Intel (Nasdaq: INTC), which retains majority ownership.

“Mobileye,” the Mobileye logo and Mobileye product names are registered trademarks of Mobileye Global. All other marks are the property of their respective owners.

Forward-Looking Statements

This press release contains forward-looking statements. Statements in this release that are not statements of historical fact are forward-looking statements and should be evaluated as such. These statements often include words such as “anticipate,” “expect,” “suggests,” “plan,” “believe,” “intend,” “estimates,” “targets,” “projects,” “should,” “could,” “would,” “may,” “will,” “forecast,” or the negative of these terms, and other similar expressions, although not all forward-looking statements contain these words. We base these forward-looking statements or projections on our current expectations, plans and assumptions that we have made in light of our experience in the industry, as well as our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances and at such time. You should understand that these statements are not guarantees of performance or results. The forward-looking statements are subject to and involve risks, uncertainties and assumptions and you should not place undue reliance on these forward-looking statements. Although we believe that these forward-looking statements are based on reasonable assumptions at the time they are made, you should be aware that many factors could affect our actual financial results or results of operations and could cause actual results to differ materially from those expressed in the forward-looking statements. Detailed information regarding these and other factors that could affect Mobileye’s business and results is included in Mobileye’s SEC filings, including the company’s Annual Report on Form 10-K for fiscal year 2022 and its Quarterly Reports on Form 10-Q, particularly in the sections entitled “Risk Factors.” Copies of these filings may be obtained by visiting our Investor Relations website at ir.mobileye.com or the SEC’s website at www.sec.gov.

Dan Galves
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Source: Mobileye Global Inc.