

SECURITIES AND EXCHANGE COMMISSION

FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

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STRATASYS LTD.

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**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 January 2013.

Commission File Number 001-35751

STRATASYS LTD.

(Translation of registrant's name into English)

**c/o Stratasys, Inc.
7665 Commerce Way
Eden Prairie, Minnesota 55344**

**2 Holtzman Street, Science Park
P.O. Box 2496
Rehovot, Israel 76124**

(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 Regulation S-T Rule 101(b)(1):

Yes No

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

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In compliance with the Companies Law, 5759-1999 of the State of Israel and the regulations promulgated thereunder (the "Companies Law"), Stratasys Ltd. ("Stratasys" or the "Company") hereby notifies its shareholders that it will hold an extraordinary general meeting of shareholders (the "Meeting") on Monday, February 25, 2013. The record date for the determination of the holders of Stratasys' ordinary shares, nominal value NIS 0.01 per share ("Ordinary Shares"), entitled to vote at the Meeting is Friday, January 18, 2013.

At the Meeting, Stratasys' shareholders will be asked to vote on the following:

1. The ratification of (i) the election of Mr. Eyal Desheh and Mr. Victor Leventhal as external directors of the Company, each to hold office for a three-year term, subject to, and in accordance with, the provisions of the Companies Law, and (ii) the terms of their compensation.
2. The authorization of the appointment of Mr. S. Scott Crump, the Chairman of the Company, as the Chief Innovation Officer of the Company reporting directly to the Executive Committee of the Board of Directors of the Company.
3. An amendment to the Company's 2012 Omnibus Equity Incentive Plan to increase the pool of shares available under that 2012 Plan from 2.5 million ordinary shares to 4 million ordinary shares.
4. The transaction of such other business as may properly come before the meeting or any postponement or adjournment thereof.

The Board of Directors of Stratasys recommends that Stratasys' shareholders vote in favor of all of the above proposals.

The presence in person or by proxy of two or more shareholders possessing at least a majority of Stratasys' voting rights will constitute a quorum at the Meeting. In the absence of a quorum within 30 minutes of the scheduled time for the Meeting, the Meeting will be adjourned for a week and will be held on Monday, March 4, 2013 at the same time and place. At such adjourned meeting, the presence of at least two shareholders in person or by proxy (regardless of the voting power possessed by their shares) will constitute a quorum. Approval of each of the above proposals requires the affirmative vote of a majority of the Ordinary Shares present (in person or by proxy) and voting (not including abstentions) at the Meeting (or at any adjournment thereof). In addition, the approval of each of proposals 1 and 2 requires the approval of a special majority, as follows:

The approval of proposal 1 requires that either:

- the majority voted in favor of the ratification of the election and terms of compensation of the external directors includes a majority of the shares held by non-controlling shareholders who do not have a personal interest in the election and compensation of the external directors, (other than a personal interest not deriving from a relationship with a controlling shareholder) that are voted at the meeting, excluding abstentions; or
- the total number of shares held by non-controlling, disinterested shareholders (as described in the previous bullet-point) voted against the ratification of the election and terms of compensation of the external directors does not exceed two percent (2%) of the aggregate voting rights in the Company.

The approval of proposal 2 requires that either:

- the majority voted in favor of the authorization of the appointment of Mr. Crump as Chief Innovation Officer includes a two-thirds majority of the shares held by non-controlling shareholders who do not have a personal interest in the appointment (other than a personal interest not deriving from a relationship with a controlling shareholder) that are voted at the meeting, excluding abstentions; or
- the total number of shares held by non-controlling, disinterested shareholders voted against the authorization of the appointment of Mr. Crump as Chief Innovation Officer does not exceed two percent (2%) of the aggregate voting rights in the Company.

Stratasys will soon provide to its shareholders a proxy statement describing the time and place, and other logistical information related to the Meeting, and the proposals to be voted upon at the Meeting, the procedure for voting in person or by proxy at the Meeting and various other details related to the Meeting.

Exhibits

Exhibit No.	Description
99.1	Press Release issued by the Company on January 14, 2013.

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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.

STRATASYS LTD.

Dated: January 14, 2013

By: /s/ S. Scott Crump

Name: S. Scott Crump

Title: Chairman

PRESS RELEASE

FOR: STRATASYS LTD.

CONTACT: Shane Glenn, Director of Investor Relations
952-294-3416, s Glenn@stratasys.com

**Stratasys Announces Extraordinary
General Meeting of Shareholders**

MINNEAPOLIS, MN and REHOVOT, ISRAEL, January 14, 2013–(BUSINESS WIRE)–Stratasys Ltd. (NASDAQ: SSYS) today announced that it will hold an Extraordinary General Meeting of Shareholders on Monday, February 25, 2013. The record date for shareholders entitled to vote at the Extraordinary Meeting is January 18, 2013.

The agenda for the meeting is as follows:

1. To ratify (i) the election of Mr. Eyal Desheh and Mr. Victor Leventhal as external directors of the Company, each to hold office for a three-year term, subject to, and in accordance with, the provisions of the Israeli Companies Law-1999, and (ii) the terms of their compensation.
2. To authorize the appointment of Mr. S. Scott Crump, the Chairman of the Company, as the Chief Innovation Officer of the Company reporting directly to the Executive Committee of the Board of Directors of the Company.
3. To approve an amendment to the Company' s 2012 Omnibus Equity Incentive Plan to increase the pool of shares available under that 2012 Plan from 2.5 million ordinary shares to 4 million ordinary shares.
4. To transact such other business as may properly come before the meeting or any postponement or adjournment thereof.

Approval of each of Items 1, 2 and 3 above requires the affirmative vote of the holders of a majority of the voting power represented at the Extraordinary Meeting in person or by proxy and voting on the item.

Approval of Item 1 is also subject to satisfaction of one of the following, additional voting requirements:

- the majority voted in favor of the ratification of the election and terms of compensation of the external directors must include a majority of the shares held by non-controlling shareholders who do not have a personal interest in the election and compensation of the external directors (other than a personal interest not deriving from a relationship with a controlling shareholder) that are voted at the meeting, excluding abstentions; or
- the total number of shares held by non-controlling, disinterested shareholders (as described in the previous bullet-point) voted against the ratification of the election and terms of compensation of the external directors must not exceed two percent (2%) of the aggregate voting rights in the Company.

The approval of Item 2 is also subject to satisfaction of one of the following additional voting requirements:

- the majority voted in favor of the authorization of the appointment of Mr. Crump as Chief Innovation Officer must include a two-thirds majority of the shares held by non-controlling shareholders who do not have a personal interest in the appointment (other than a personal interest not deriving from a relationship with a controlling shareholder) that are voted at the meeting, excluding abstentions; or
- the total number of shares held by non-controlling, disinterested shareholders voted against the authorization of the appointment of Mr. Crump as Chief Innovation Officer must not exceed two percent (2%) of the aggregate voting rights in the Company.

Any two or more shareholders holding, in the aggregate, at least a majority of the voting rights in the Company constitutes a quorum for purposes of the Extraordinary Meeting. In the absence of the requisite quorum of shareholders at the meeting, the meeting will be adjourned to the same day in the next week, at the same time and place, unless otherwise determined at the meeting in accordance with the Company's Articles of Association.

Additional Information and Where to Find It

In connection with the meeting, Stratasys will send to its shareholders of record a proxy statement describing the time and place, and other logistical information related to the Meeting, and the various matters to be voted upon at the meeting, along with a proxy card enabling them to indicate their vote on each matter. The Company will also furnish copies of the proxy statement and proxy card to the Securities and Exchange Commission (SEC) in a report on Form 6-K, which may be obtained for free from the SEC's website at www.sec.gov, the Company's website at www.stratasys.com or by directing such request to the Company's Investor Relations above.

About Stratasys Ltd.

Stratasys Ltd. (Nasdaq: SSYS) is the corporate entity formed in 2012 by the merger of 3D printing companies Stratasys, Inc. and Objet Ltd., based in Minneapolis, Minn. and Rehovot, Israel. The company manufactures 3D printers and materials for prototyping and production. Prior to merging, the two companies' revenues totaled \$277 million for 2011. Its patented FDM® and inkjet-based PolyJet® processes produce prototypes or manufactured goods directly from 3D CAD files or other 3D content. Systems include affordable desktop 3D printers for idea development, a range of systems for prototyping, and large production systems for direct digital manufacturing. The company's range of more than 120 3D printing materials is believed to be the widest in the industry and includes over 100 proprietary inkjet-based photopolymer materials and 10 proprietary

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FDM-based thermoplastic materials. Stratasys also manufactures Solidscape 3D Printers and operates the RedEye On Demand digital-manufacturing service. The company has over 1,000 employees, holds over 500 granted or pending additive manufacturing patents globally, and has received 19 awards for its technology and leadership. Online at: www.stratasys.com or <http://blog.stratasys.com> / www.objet.com or <http://blog.objet.com>

This release is also available on the Stratasys Web site at www.Stratasys.com.

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