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

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**FORM 8-A**

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FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF  
THE SECURITIES EXCHANGE ACT OF 1934

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**Motus GI Holdings, Inc.**  
(Exact name of registrant as specified in its charter)

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Delaware  
(State or other jurisdiction of  
incorporation or organization)

81-4042793  
(I.R.S. Employer  
Identification No.)

Keren Hayesod 22  
Tirat Carmel, Israel  
(Address of principal executive offices)

3902638  
(Zip Code)

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

Title of each class  
to be so registered

Name of each exchange on which  
each class is to be registered

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Common Stock, par value \$0.0001 per share

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NASDAQ Capital Market

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If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), please check the following box. []

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), please check the following box. []

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box. []

Securities Act registration statement file number to which this form relates:

333- 222441

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

None  
(Title of Class)

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**Item 1. Description of Registrant’s Securities to be Registered.**

Motus GI Holdings, Inc. (the “*Registrant*”) hereby incorporates by reference the description of its common stock, par value \$0.0001 per share, to be registered hereunder contained under the heading “Description of Securities – Common Stock” in the Registrant’s Registration Statement on Form S-1 (File No. 333- 222441), as originally filed with the Securities and Exchange Commission (the “*Commission*”) on January 5, 2018, as subsequently amended (the “*Registration Statement*”), and in the prospectus included in the Registration Statement to be filed separately by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus shall be deemed to be incorporated by reference herein.

**Item 2. Exhibits.**

In accordance with the “Instructions as to Exhibits” with respect to Form 8-A, no exhibits are required to be filed as part of this registration statement because no other securities of the Registrant are registered on The NASDAQ Capital Market of The NASDAQ Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

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**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: February 6, 2018

**MOTUS GI HOLDINGS, INC.**

By: */s/ Mark Pomeranz*

Mark Pomeranz

Chief Executive Officer and Director

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