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The reader should not assume that the information is accurate and complete.

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

OMB APPROVAL

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

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)
[0001739174](#)

Previous Names None
[Chardan Healthcare Acquisition Corp.](#)

Entity Type
 Corporation
 Limited Partnership
 Limited Liability Company
 General Partnership
 Business Trust
 Other (Specify)

Name of Issuer
[BiomX Inc.](#)

Jurisdiction of Incorporation/Organization
[DELAWARE](#)

Year of Incorporation/Organization
 Over Five Years Ago
 Within Last Five Years (Specify Year)
 Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer
[BiomX Inc.](#)

Street Address 1
[22 EINSTEIN ST., FLOOR 4](#)

Street Address 2

City
[NESS ZIONA](#)

State/Province/Country
[ISRAEL](#)

ZIP/PostalCode
[7414003](#)

Phone Number of Issuer
[\(+972\) 723942377](#)

3. Related Persons

Last Name
[Bassan](#)

First Name
[Merav](#)

Middle Name

Street Address 1
[c/o 22 Einstein St., Floor 4](#)

Street Address 2

City
[Ness Ziona](#)

State/Province/Country
[ISRAEL](#)

ZIP/PostalCode
[7414003](#)

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

[Chief Development Officer](#)

Last Name
[Goodman](#)

First Name
[Jesse](#)

Middle Name

Street Address 1
[c/o 22 Einstein St., Floor 4](#)

Street Address 2

City
[Ness Ziona](#)

State/Province/Country
[ISRAEL](#)

ZIP/PostalCode
[7414003](#)

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name
[Greig](#)

First Name
[Russell](#)

Middle Name

Street Address 1
[c/o 22 Einstein St., Floor 4](#)

Street Address 2

City
[Ness Ziona](#)

State/Province/Country
[ISRAEL](#)

ZIP/PostalCode
[7414003](#)

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Leff	Jonathan	
Street Address 1	Street Address 2	
c/o 22 Einstein St., Floor 4		
City	State/Province/Country	ZIP/PostalCode
Ness Ziona	ISRAEL	7414003
Relationship: <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Merril	Gregory	
Street Address 1	Street Address 2	
c/o 22 Einstein St., Floor 4		
City	State/Province/Country	ZIP/PostalCode
Ness Ziona	ISRAEL	7414003
Relationship: <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Moses	Alan	
Street Address 1	Street Address 2	
c/o 22 Einstein St., Floor 4		
City	State/Province/Country	ZIP/PostalCode
Ness Ziona	ISRAEL	7414003
Relationship: <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Solomon	Jonathan	
Street Address 1	Street Address 2	
c/o 22 Einstein St., Floor 4		
City	State/Province/Country	ZIP/PostalCode
Ness Ziona	ISRAEL	7414003
Relationship: <input checked="" type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Chief Executive Officer

Last Name	First Name	Middle Name
Williams	Edward	
Street Address 1	Street Address 2	
c/o 22 Einstein St., Floor 5		
City	State/Province/Country	ZIP/PostalCode
Ness Ziona	ISRAEL	7414003
Relationship: <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Wolfson	Marina	
Street Address 1	Street Address 2	
c/o 22 Einstein St., Floor 4		
City	State/Province/Country	ZIP/PostalCode
Ness Ziona	ISRAEL	7414003
Relationship: <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Chief Financial Officer

Last Name	First Name	Middle Name
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Oron **Assaf**
 Street Address 1 Street Address 2
 c/o 22 Einstein St., Floor 4
 City State/Province/Country ZIP/PostalCode
 Ness Ziona ISRAEL 7414003
 Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Chief Business Officer

Last Name First Name Middle Name
 Gabay Avi
 Street Address 1 Street Address 2
 c/o 22 Einstein St., Floor 4
 City State/Province/Country ZIP/PostalCode
 Ness Ziona ISRAEL 7414003
 Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Interim Chief Financial Officer

4. Industry Group

- | | | |
|---|---|--|
| <input type="checkbox"/> Agriculture | <input type="checkbox"/> Health Care | <input type="checkbox"/> Retailing |
| <input type="checkbox"/> Banking & Financial Services | <input type="checkbox"/> Biotechnology | <input type="checkbox"/> Restaurants |
| <input type="checkbox"/> Commercial Banking | <input type="checkbox"/> Health Insurance | <input type="checkbox"/> Technology |
| <input type="checkbox"/> Insurance | <input type="checkbox"/> Hospitals & Physicians | <input type="checkbox"/> Computers |
| <input type="checkbox"/> Investing | <input checked="" type="checkbox"/> Pharmaceuticals | <input type="checkbox"/> Telecommunications |
| <input type="checkbox"/> Investment Banking | <input type="checkbox"/> Other Health Care | <input type="checkbox"/> Other Technology |
| <input type="checkbox"/> Pooled Investment Fund | <input type="checkbox"/> Manufacturing | <input type="checkbox"/> Travel |
| Is the issuer registered as an investment company under the Investment Company Act of 1940? | <input type="checkbox"/> Real Estate | <input type="checkbox"/> Airlines & Airports |
| <input type="checkbox"/> Yes <input type="checkbox"/> No | <input type="checkbox"/> Commercial | <input type="checkbox"/> Lodging & Conventions |
| <input type="checkbox"/> Other Banking & Financial Services | <input type="checkbox"/> Construction | <input type="checkbox"/> Tourism & Travel Services |
| <input type="checkbox"/> Business Services | <input type="checkbox"/> REITS & Finance | <input type="checkbox"/> Other Travel |
| <input type="checkbox"/> Energy | <input type="checkbox"/> Residential | <input type="checkbox"/> Other |
| <input type="checkbox"/> Coal Mining | <input type="checkbox"/> Other Real Estate | |
| <input type="checkbox"/> Electric Utilities | | |
| <input type="checkbox"/> Energy Conservation | | |
| <input type="checkbox"/> Environmental Services | | |
| <input type="checkbox"/> Oil & Gas | | |
| <input type="checkbox"/> Other Energy | | |

5. Issuer Size

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

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

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

7. Type of Filing

- New Notice Date of First Sale **2024-03-15** First Sale Yet to Occur
 Amendment

8. Duration of Offering

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

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

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

10. Business Combination Transaction

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

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient Laidlaw & Company (UK) Ltd. (Associated) Broker or Dealer <input checked="" type="checkbox"/> None None Street Address 1 68 PALL MALL City LONDON State(s) of Solicitation (select all that apply) Check "All States" or check individual States <input checked="" type="checkbox"/> All States	Recipient CRD Number <input type="checkbox"/> None 119037 (Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None None Street Address 2 State/Province/Country UNITED KINGDOM <input checked="" type="checkbox"/> Foreign/non-US	ZIP/Postal Code SW1Y 5ES
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Recipient RBC Capital Markets, LLC (Associated) Broker or Dealer <input checked="" type="checkbox"/> None None Street Address 1 3 WORLD FINANCIAL CENTER City NEW YORK	Recipient CRD Number <input type="checkbox"/> None 31194 (Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None None Street Address 2 200 VESEY ST. State/Province/Country NEW YORK	ZIP/Postal Code 10281
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State(s) of Solicitation (select all that apply) All States

Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount \$61,547,439 USD or Indefinite

Total Amount Sold \$61,547,439 USD

Total Remaining to be Sold \$0 USD or Indefinite

Clarification of Response (if Necessary):

14. Investors

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

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

15. Sales Commissions & Finder's Fees Expenses

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

Sales Commissions \$1,381,852 USD Estimate

Finders' Fees \$0 USD Estimate

Clarification of Response (if Necessary):

In addition to the cash compensation listed above, the Registrant issued Laidlaw & Company (UK) Ltd. and RBC Capital Markets, LLC warrants to purchase an aggregate of 9,523,809 shares of its common stock.

16. Use of Proceeds

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

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

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

Terms of Submission

In submitting this notice, each issuer named above is:

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

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

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

Issuer	Signature	Name of Signer	Title	Date
BiomX Inc.	/s/ Avi Gabay	Avi Gabay	Interim Chief Financial Officer	2024-04-01

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.
