

Form 144 Filer Information

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

FORM 144

Form 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK	0001075891
Filer CCC	XXXXXXXX
Is this a LIVE or TEST Filing?	☒ LIVE ☐ TEST

Submission Contact Information

Name	
Phone	
E-Mail Address	

144: Issuer Information

Name of Issuer	Ondas Holdings Inc.
SEC File Number	001-39761
Address of Issuer	One Marina Park Drive
Suite 1410
Boston
MASSACHUSETTS
02210
Phone	888-350-9994
Name of Person for Whose Account the Securities are To Be Sold	Richard Cohen

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer	Director
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144: Securities Information

Title of the Class of Securities To Be Sold	Common Stock
Name and Address of the Broker	Morgan Stanley Smith Barney
Operations Department
2000 Westchester Ave
Purchase
NY
10577-2530
Number of Shares or Other Units To Be Sold	6143
Aggregate Market Value	58235.64
Number of Shares or Other Units Outstanding	379658658
Approximate Date of Sale	12/22/2025
Name the Securities Exchange	Nasdaq

144: Securities Information

Title of the Class of Securities To Be Sold	Common Stock
Name and Address of the Broker	Morgan Stanley Smith Barney Operations Department 2000 Westchester Ave Purchase NY 10577-2530
Number of Shares or Other Units To Be Sold	6985
Aggregate Market Value	66217.80
Number of Shares or Other Units Outstanding	379658658
Approximate Date of Sale	12/22/2025
Name the Securities Exchange	Nasdaq

144: Securities Information

Title of the Class of Securities To Be Sold	Common Stock
Name and Address of the Broker	Morgan Stanley Smith Barney Operations Department 2000 Westchester Ave Purchase NY 10577-2530
Number of Shares or Other Units To Be Sold	5726
Aggregate Market Value	54282.48
Number of Shares or Other Units Outstanding	379658658
Approximate Date of Sale	12/22/2025
Name the Securities Exchange	Nasdaq

144: Securities Information

Title of the Class of Securities To Be Sold	Common Stock
Name and Address of the Broker	Morgan Stanley Smith Barney Operations Department 2000 Westchester Ave Purchase NY 10577-2530
Number of Shares or Other Units To Be Sold	5726
Aggregate Market Value	54282.48
Number of Shares or Other Units Outstanding	379658658
Approximate Date of Sale	12/22/2025
Name the Securities Exchange	Nasdaq

144: Securities Information

Title of the Class of Securities To Be Sold	Common Stock
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Name and Address of the Broker	Morgan Stanley Smith Barney Operations Department 2000 Westchester Ave Purchase NY 10577-2530
Number of Shares or Other Units To Be Sold	457
Aggregate Market Value	4332.36
Number of Shares or Other Units Outstanding	379658658
Approximate Date of Sale	12/22/2025
Name the Securities Exchange	Nasdaq

144: Securities Information

Title of the Class of Securities To Be Sold	Common Stock
Name and Address of the Broker	Morgan Stanley Smith Barney Operations Department 2000 Westchester Ave Purchase NY 10577-2530
Number of Shares or Other Units To Be Sold	824
Aggregate Market Value	7811.52
Number of Shares or Other Units Outstanding	379658658
Approximate Date of Sale	12/22/2025
Name the Securities Exchange	Nasdaq

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Common Stock	
Date you Acquired	12/22/2025	
Nature of Acquisition Transaction	Restricted Stock Units - See Remarks	
Name of Person from Whom Acquired	Ondas Holdings Inc.	
Is this a Gift?	☐ Date Donor Acquired	
Amount of Securities Acquired	21034	
Date of Payment	12/22/2025	
Nature of Payment	Director Compensation	

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

144: Securities To Be Sold

Title of the Class	Common Stock
Date you Acquired	12/22/2025
Nature of Acquisition Transaction	Restricted Stock Units - See Remarks
Name of Person from Whom Acquired	Ondas Holdings Inc.

Is this a Gift?	☐ Date Donor Acquired	
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Amount of Securities Acquired	21035
Date of Payment	12/22/2025
Nature of Payment	Director Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

144: Securities To Be Sold

Title of the Class	Common Stock
Date you Acquired	12/22/2025
Nature of Acquisition Transaction	Restricted Stock Units - See Remarks
Name of Person from Whom Acquired	Ondas Holdings Inc.

Is this a Gift?	☐ Date Donor Acquired	
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Amount of Securities Acquired	19608
Date of Payment	12/22/2025
Nature of Payment	Director Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

144: Securities To Be Sold

Title of the Class	Common Stock
Date you Acquired	12/22/2025
Nature of Acquisition Transaction	Restricted Stock Units - See Remarks
Name of Person from Whom Acquired	Ondas Holdings Inc.

Is this a Gift?	☐ Date Donor Acquired	
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Amount of Securities Acquired	19608
Date of Payment	12/22/2025
Nature of Payment	Director Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

144: Securities To Be Sold

Title of the Class	Common Stock
Date you Acquired	12/22/2025
Nature of Acquisition Transaction	Restricted Stock Units - See Remarks
Name of Person from Whom Acquired	Ondas Holdings Inc.

Is this a Gift?

☐ Date Donor Acquired

Amount of Securities Acquired	1561
Date of Payment	12/22/2025
Nature of Payment	Director Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

144: Securities To Be Sold

Title of the Class	Common Stock
Date you Acquired	12/22/2025
Nature of Acquisition Transaction	Restricted Stock Units - See Remarks
Name of Person from Whom Acquired	Ondas Holdings Inc.

Is this a Gift?

☐ Date Donor Acquired

Amount of Securities Acquired	2817
Date of Payment	12/22/2025
Nature of Payment	Director Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report



144: Remarks and Signature

Remarks	These shares will automatically be sold on behalf of the Reporting Person to cover tax withholding obligations in connection with the vesting of restricted stock units on the date of the vesting event, and this sale does not represent a discretionary trade by the Reporting Person.
Date of Notice	12/23/2025

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Richard Cohen

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)