

Â UNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549Â FORM6-K
Â REPORT OF FOREIGN PRIVATE ISSUERPURSUANT TO RULE 13a-16 OR 15d-16UNDER THE SECURITIES
EXCHANGE ACT OF 1934Â For the month of: January 2025Â Commission File Number 001-
37600Â NANODIMENSION LTD.(Translation of registrantâ€™s name into English)Â 2 Ilan RamonNess Ziona
7403635 Israel(Address of principal executive office)Â Indicate by check mark whether the registrant files or will
file annual reports under cover of Form 20-F or Form 40-F.Â Form20-FÂ ~Â Form40-FÂ ~Â Â Â Â Â
Â CONTENTSÂ OnDecember 31, 2024 Desktop Metal, Inc. (â€œDesktop Metalâ€) filed a lawsuit against the Nano
Dimension Ltd. (the â€œCompanyâ€), Nano US II Inc., and Markforged Holding Corporation (â€œMarkforgedâ€) in the
Delaware Court of Chancery styled Desktop Metal, Inc. v. Nano Dimension Ltd., C.A. No. 2025-0002-KSJM (Del. Ch.). In
the lawsuit, Desktop Metal seeks to enjoin the Company and Markforgedfrom consummating the pending merger
between the Company and Markforged (the â€œMarkforged Transactionâ€) before the Companyconsummates the
pending merger with Desktop Metal (the â€œDesktop Metal Transactionâ€) pursuant to the Agreement and Plan
ofMerger between the Company and Desktop Metal, dated July 2, 2024 (the â€œDesktop Merger Agreementâ€).
Desktop Metalâ€™s actionalleges that if the Markforged Transaction is consummated before the Desktop Metal
Transaction, it would violate the terms of the DesktopMerger Agreement.Â Thislawsuit is in addition to the lawsuit
Desktop Metal filed against the Company and Nano US I Inc. on December 16, 2024, also alleging a breach of the
Desktop Merger Agreement. Additional details regarding that lawsuit were reported on the Companyâ€™s Report of
ForeignPrivate Issuer on Form 6-K, as filed with the U.S. Securities and Exchange Commission (the â€œSECâ€) on
December 23, 2024. Ahearing on a motion for expedition of the initial lawsuit was held on December 30, 2024, at which
the Court directed that the lawsuitwill be scheduled for trial the week of February 24, 2025.Â TheCompany believes
both lawsuits are without merit and inconsistent with the terms of the Desktop Merger Agreement. The Company
intendsto vigorously defend itself and preserve its rights under the Desktop Merger Agreement.Â ThisReport of Foreign
Private Issuer on Form 6-K is incorporated by reference into the Companyâ€™s registration statements on Form F-
3(File Nos. 333-255960, 333-233905, 333-251155, 333-252848, and 333-278368) and Form S-8 (File No. 333-214520,
333-248419 and 333-269436),filed with the SEC, to be a part thereof from the date on which this report is submitted, to
the extent not superseded by documents orreports subsequently filed or furnished.Â Forward-Looking StatementsÂ This
report containsforward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995.
For example, the Company is usingforward-looking statements in this report when it discusses (i) its beliefs regarding
the merits of the lawsuits filed by Desktop Metal,(ii) its beliefs regarding the lawsuits with respect to the Companyâ€™s
rights under the Desktop Merger Agreement and (iii) its intentionto vigorously defend itself against the lawsuits and
preserve its rights under the Desktop Merger Agreement. Such forward-looking statementsinclude statements
regarding the Companyâ€™s future intentions, strategic plan, events or developments that the Company intends,
expects,projects, believes or anticipates will or may occur in the future. Such statements are based on
managementâ€™s beliefs and assumptionsmade based on information currently available to management. When used
in this report, the words â€œoutlook,â€ â€œguidance,â€ â€œexpects,â€ â€œbelieves,â€ â€œanticipates,â€
â€œshould,â€ â€œestimates,â€ â€œmay,â€ â€œwill,â€ â€œintends,â€ â€œprojects,â€ â€œcould,â€ â€œwould,â€
â€œestimate,â€ â€œpotential,â€ â€œcontinue,â€ â€œplan,â€ â€œtarget,â€ or the negative of these words or similar
expressions are intended toidentify forward-looking statements, though not all forward-looking statements contain
these identifying words. These forward-lookingstatements involve known and unknown risks and uncertainties, which
may cause the Companyâ€™s actual results and performance to bematerially different from those expressed or implied
in the forward-looking statements. Accordingly, we caution you that any such forward-lookingstatements are not
guarantees of future performance and are subject to risks, assumptions, estimates and uncertainties that are difficultto
predict. Because such statements deal with future events and are based on the current expectations of the Company,
they are subjectto various risks and uncertainties. Factors and risks that may cause the Companyâ€™s actual results or
performance to be materiallydifferent from those expressed or implied in the forward-looking statements include, but
are not limited to, (i) the occurrence of anyevent, change or other circumstance that could give rise to the termination
of the proposed transaction; (ii) the satisfaction of theclosing conditions of the proposed transaction; and (iii) other risks
related to the completion of the proposed transaction and actionsrelated thereto. Except as otherwise required by law,
the Company undertakes no obligation to publicly release any revisions to theseforward-looking statements to reflect
events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.Â 1 Â
Â SIGNATURESÂ Pursuant to the requirementsof 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.Â Nano Dimension Ltd.Â
(Registrant)Â Date: January 6, 2025 By: /s/ Dotan Bar-NatanÂ Name:Â Dotan Bar-NatanÂ Title: General
CounselÂ 2Â