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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 September 2021

333-206723  
(Commission File Number)

**P.V. NANO CELL LTD.**  
(Translation of registrant's name into English)

**8 Hamasger Street**  
**Migdal Ha'Emek, 2310102, Israel**  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover 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): \_\_\_\_\_

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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**EXPLANATORY NOTE**

On September 19, 2021, P.V. Nano Cell Ltd. (the "**Company**") held its Annual General Meeting of Shareholders. At the meeting, the Company's shareholders voted on the proposals set forth in the Company's proxy statement for the meeting that was attached as Exhibit 99.1 to the Report of Foreign Private Issuer on Form 6-K that was furnished to the Securities and Exchange Commission on August 11, 2021 (the "**Proxy Statement**").

At the meeting, each of Proposals 1 through 7 set forth in the Proxy Statement were approved by the requisite majority vote of the Company's shareholders.

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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.

Date: September 23, 2021

**P.V NANO CELL LTD.**

By: /s/ Evyatar Cohen

Name: Evyatar Cohen

Title: Chief Financial Officer

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