
**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 December 2025

Commission File Number: 001-42005

ZOOZ Strategy Ltd.

(Translation of registrant's name into English)

**4B Hamelacha St.
Lod 7152008
Israel**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

ZOOZ Strategy Ltd.

On December 31, 2025, ZOOZ Strategy Ltd. (the “**Company**”) issued a letter to its shareholders, a copy of which is furnished as Exhibit 99.1 to this Report on Form 6-K and incorporated by reference herein.

On December 31, 2025, the Company also published its investors presentation, a copy of which is furnished as Exhibit 99.2 to this Report on Form 6-K and incorporated by reference herein.

This Report on Form 6-K and the information incorporated by reference into this Report on Form 6-K and the exhibit hereto, is hereby incorporated by reference into the Company’s Registration Statement on Form S-8, File No. [333-280741](#), and into the Company’s Registration Statements on Form F-3, File Nos. [333-288280](#), [333-288916](#), [333-289655](#), [333-290571](#) and [333-290638](#).

EXHIBIT INDEX

Exhibit No.	Description
99.1	Letter to Shareholders
99.2	Investors Presentation – ZOOZ – January 2026

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.

ZOOZ Strategy Ltd.

Date: December 31, 2025

By: /s/ Jordan Fried

Name: Jordan Fried

Title: Chief Executive Officer

Exhibit 99.1



ZOOZ Strategy Ltd. Annual Shareholder Letter

Tel Aviv, Israel, December 31, 2025 – ZOOZ Strategy Ltd. (Nasdaq and TASE: ZOOZ)

Fellow Shareholders,

The year 2025 was one of definitive transformation for our company. We started the year as ZOOZ Power, a kinetic energy storage company, and we end as **ZOOZ Strategy** —the first Nasdaq and TASE dual-listed company to adopt Bitcoin as its primary treasury reserve asset.

ZOOZ's strategy adjustment was a fundamental recognition of a shift in the global economic reality. By transitioning our balance sheet to a Bitcoin standard, we are positioned to serve as a bridge between conventional capital markets and the emergent digital asset economy. I wanted to take this opportunity to articulate for you, our investors, management's outlook for the asset class that now anchors our value, and the operational roadmap ahead.

The Bitcoin Outlook: A Future of Asymmetric Opportunity

Despite recent volatility, usually inherent in emerging asset classes, management's conviction in Bitcoin remains unshakable. We view it as not just digital currency, but potentially as a premier store of value, which management believes to be reliable collateral that is open, neutral, and censorship-resistant.

The market dynamics we have witnessed in the last few months reflect the realities of a maturing asset. While short-term price action captures headlines, we believe that underlying fundamentals suggest a deeper and longer-term trend for potential broadening institutional adoption, growing interest on the part of sovereign states and funds, and increasing scarcity of the asset itself. We believe we are in the early stages of a multi-decade growth-story for Bitcoin. As global liquidity expands, we believe that Bitcoin stands as both a singular hedge and unique vehicle for asymmetric upside. And we are proving our optimism about the market by positioning ourselves to seize on it.

Our Strategic Pillars for 2026

Our mission is to maximize shareholder value per share. To achieve this, we intend to execute a four-part strategy in 2026:

1. **Optimization of Legacy Operations:** Aggressively reducing costs within our legacy kinetic energy storage business, with the goal of streamlining these operations to ensure they do not impede on our primary treasury focus, preserving capital that can be better deployed.
-

2. **Improved Transparency:** As evidenced by the recent launch of our **Treasury Dashboard**, we aim for improved transparency that will assist you in knowing how much Bitcoin we hold, how we hold it, and the value it represents per share. We aim to set the gold standard for corporate reporting in the digital asset space.
3. **Yield Generation:** We are identifying low-risk, institutional-grade opportunities to potentially earn yield from our Bitcoin and cash positions. We intend to accrete value to our treasury without diluting shareholders.
4. **Strategic Expansion:** We are considering adding a tangential, cash-flowing businesses within the Bitcoin ecosystem. We are exploring synergistic opportunities that can add robust operating cash flow to our holding company structure, further fueling our ability to acquire and hold strategic assets.

Looking Ahead

We are building ZOOZ for the long term. volatility in the markets is the price of admission for the returns we seek. We are grateful for your trust as we navigate this new frontier.

Thank you for being part of this journey,

Jordan Fried

Chief Executive Officer
ZOOZ Strategy Ltd.

Forward-Looking Statements

This letter contains “forward-looking statements” within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. All statements in this letter other than statements of historical facts are “forward-looking statements”. These statements may be identified by words such as “aims,” “anticipates,” “believes,” “could,” “estimates,” “expects,” “forecasts,” “goal,” “intends,” “may,” “plans,” “possible,” “potential,” “seeks,” “will” and variations of these words or similar expressions that are intended to identify forward-looking statements, although not all forward-looking statements contain these words. Forward-looking statements in this letter include statements regarding the future operations and performance of the Bitcoin market, the execution of the Company’s Bitcoin treasury strategy and the potential value to shareholders and the Company’s strategic plans and pillars, including the execution thereof, their outcome and the value that they may bring shareholders. These forward-looking statements are based on ZOOZ’s expectations and assumptions as of the date of this letter. Each of these forward-looking statements involves risks and uncertainties that could cause ZOOZ’s future results or performance to differ materially from those expressed or implied by the forward-looking statements. Many factors may cause differences between current expectations and actual results, including: the impacts of macroeconomic conditions, heightened inflation and uncertain credit and financial markets, on ZOOZ’s business and financial position; changes in expected or existing competition; changes in the regulatory environment; unexpected litigation or other disputes; risks related to the new Bitcoin treasury strategy; the risk that ZOOZ’s share price may be highly correlated to the price of the Bitcoin that it holds; risks relating to significant legal, commercial, regulatory, and technical uncertainty regarding digital assets generally; risks relating to the treatment of crypto assets for U.S. and foreign tax purposes; general market, political, and economic conditions in the countries in which ZOOZ operates, including Israel; and the effect of the evolving nature of the recent war in Israel.

Other factors that may cause ZOOZ’s actual results to differ from those expressed or implied in the forward-looking statements in this letter are identified under the heading “Risk Factors” in ZOOZ’s annual report on Form 20-F filed with the SEC on March 7, 2025, and in other filings that ZOOZ makes and will make with the SEC in the future. ZOOZ expressly disclaims any obligation to update any forward-looking statements contained herein, whether as a result of any new information, future events, changed circumstances or otherwise, except as otherwise required by law.



ZOOZ

Israel's Bitcoin Treasury

Trust is the New Currency.

January 2026

Disclaimer

The following presentation (this "Presentation") is for informational purposes only and has been prepared by ZOOZ Strategy Ltd. (the "Company" or "ZOOZ").

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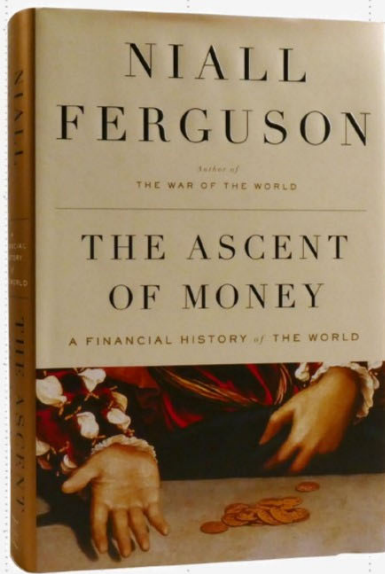
No Offer or Solicitation

This Presentation does not constitute an offer to sell, or a solicitation of an offer to buy, or a recommendation to buy, any securities in any jurisdiction, nor shall there be any sale, issuance or transfer of any securities in any jurisdiction where, or to any person to whom, such offer, solicitation or sale may be unlawful under the laws of such jurisdiction. This Presentation does not constitute either advice or a recommendation regarding any securities. No offering of securities shall be made in the United States or Israel except by means of a prospectus meeting the requirements of the Securities Act or the Securities Law (as such terms are defined below), as applicable, or an exemption therefrom.

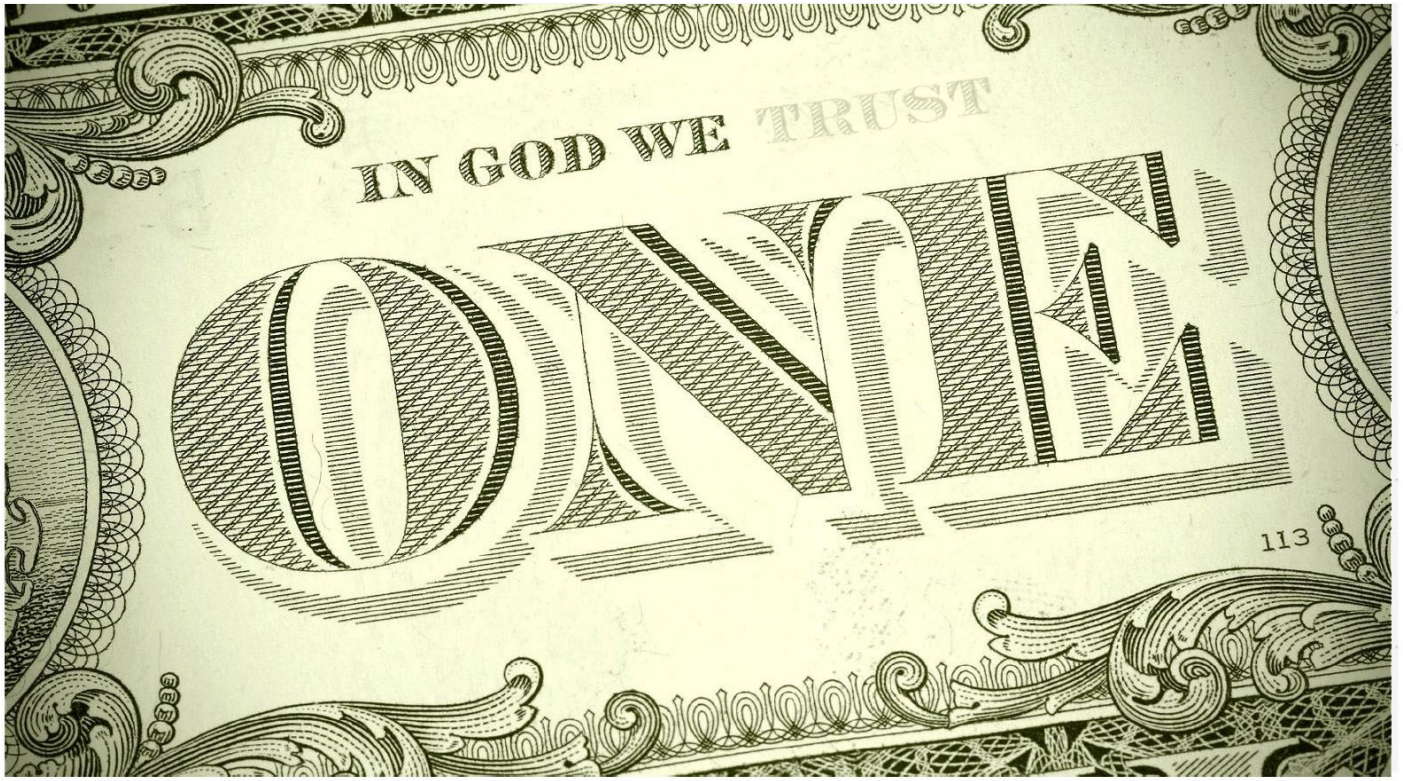
Forward-Looking Information

This Presentation contains "forward-looking statements" within the meaning of Section 27A of the U.S. Securities Act of 1933 as amended (the "Securities Act"), and Section 21E of the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act"), as well as within the meaning of the Israeli Securities Law, 1968 (the "Securities Law"). All statements other than statements of historical facts contained in this Presentation, including statements regarding the Company, and any of the Company's strategy, future operations, future financial position, future market share, projected costs, prospects, plans, objectives of management and expected market growth are forward-looking statements. These statements involve known and unknown risks, uncertainties and other important factors that may cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks and other risks and uncertainties are more fully discussed in the "Risk Factors" section of the Company's annual report on Form 20-F filed with the SEC on March 7, 2025, and in other filings that ZOOZ makes and will make with the SEC in the future. The words "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "should," "target," "will," and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These forward-looking statements are only estimations, and the Company may not actually achieve the plans, intentions or expectations disclosed in any forward-looking statements, so you should not place undue reliance on any forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in forward-looking statements made in this Presentation. Management of the Company has based these forward-looking statements largely on current expectations and projections about future events and trends that such persons believe may affect the Company's business, financial condition and operating results. Forward-looking statements contained in this Presentation are made as of the date hereof, and none of the Company or any of its representatives or any other person undertakes any duty to update such information except as may be expressly required under applicable law.

ZOOZ



*“Money is a
system of
mutual trust.”*



Bitcoin: A New Model of Trust

*Don't Trust Men,
Trust Math!*

ZOOZ

The One-Minute Story

Bitcoin is one of the most important monetary technology ever invented. Israeli Institutions want exposure, but it's not easy to hold Bitcoin directly.

ZOOZ bridges that gap - a Nasdaq and TASE dual-listed, regulated, company operating to accumulate bitcoin.

ZOOZ at a Glance

- 1st Nasdaq + TASE Bitcoin Treasury company

- Proven hardware & energy-storage tech business with existing IP

- Already purchased (as of Dec 31, 2025)

1046
bitcoin

- Transition to reserve-focused model approved by shareholders in September 2025

Backed by:



FALCONX

arrington
CAPITAL



ZOOZ

Jordan Fried ZOOZ CEO

Jordan Fried has spent over a decade at the forefront of blockchain innovation.



Founding Team Member,
Hedera Hashgraph – one of
the most advanced
enterprise-grade distributed
networks.



Founder **Buffered VPN** – one of
the first consumer VPNs to take
bitcoin as a payment method.



Early investor and builder
in Bitcoin and digital asset
infrastructure.

ZOOZ is the next evolution of Jordan's mission:

Bringing institutional trust to Bitcoin exposure.

ZOOZ

A leadership team built for institutional trust

A team that unites institutional experience, regulatory insight, and blockchain expertise positioning ZOOZ to lead Israel's entry into the era of institutional digital assets.



Avi Cohen
Executive Chairman

Accomplished executive, CEO, board member and investor with extensive experience in Israel and US capital markets as well as infrastructure ventures. Oversees corporate strategy and governance, driving the company's institutional positioning and long-term capital alignment.



Samer Haj-Yehia
Director (Board)

Former Executive Chairman of Bank Leumi, one of Israel's leading financial institutions. Brings decades of experience in banking, regulation, and institutional governance.



Fang Zheng
Director (Board)

Seasoned emerging-markets investor and CIO with decades of portfolio-management experience across, JP Morgan, Neon Liberty, and Keywise Capital. Brings deep expertise in Asian markets, equity research, and global investment strategy.



Alberto Franco
Director (Board)

Mr. Alberto Franco is the CEO of 518 STR LLC, former founder and CEO of Franco Partners, and a Senior Advisor at Cyrus Capital. He serves on the board of Immutable Holdings and previously spent 15 years in proprietary trading. He holds a degree from Yale University.



Todd Thomson
Director (Board)

Former Chief Financial Officer of Citigroup and CEO of its Global Wealth Management & Alternative Assets division. Provides deep financial governance expertise and oversight on global capital-market strategy.



Jonas Grossman
Director (Board)

Capital-markets executive with two decades at Chardan, leading 650+ transactions. One of the most experienced SPAC sponsors and advisors globally, bringing strong public-markets and deal-making expertise.



Christine Ying Zhao
Director (Board)

Over two decades of senior global finance experience, including MD roles at Bank of America and Merrill Lynch and CEO positions across multiple U.S. and international public companies. Brings deep capital-markets, governance, and audit expertise.

ZOOZ

Leadership Philosophy

We operate by three principles:

Clarity. Discipline. Transparency.

Our goal is to create a stable, auditable, and compliant path for institutions to participate in the new monetary era.

ZOOZ

Execution Timeline

From Strategy to Execution in 90 Days

July 2025

PIPE Agreements
signed with Investors.

July-Aug 2025

Early preparation to
transform ZOOZ into a
BTC Treasury
Company

Sep. 2025

Shareholders
approve the
transactions.

Oct. 2025

First two BTC
purchases executed

Crypto.com selected as
OTC execution partner

Nov. 2025

Custody, audit,
and reporting
frameworks deployed

ZOOZ

Bitcoin: A Response to Systemic Monetary Risk

Fiat systems are reaching structural limits.

- Rising global debt
- Declining trust in central banking
- Persistent inflationary pressure
- Currency debasement across major economies

Bitcoin emerged as the first digitally scarce, non-sovereign, transparent monetary asset.

ZOOZ

International Monetary Fund (IMF) – Global Debt Monitor <https://www.imf.org/external/datamapper/GDD/2025%20Global%20Debt%20Monitor.pdf>
Edelman Trust Barometer (Global Report) – <https://www.edelman.com/trust/trust-barometer>
IMF World Economic Outlook (WEO) – <https://www.imf.org/en/Publications/WEO>
Federal Reserve Economic Data (FRED) – M2 Money Stock – <https://fred.stlouisfed.org/series/M2SL>
The Bitcoin Whitepaper (Satoshi Nakamoto) <https://bitcoin.org/bitcoin.pdf>

Bitcoin as a Treasury Asset

A modern alternative to gold

- Fixed supply
21M
- Long-term outperformance vs major asset classes
- Borderless, censorship-resistant
- Increasing adoption by corporates, funds, sovereign entities
- Deep liquidity

*For treasuries
Bitcoin is the
“digital gold”
standard*

ZOOZ

CME Group / TradingView / Glassnode - <https://www.paymentsjournal.com/bitcoin-daily-transaction-volume-surpasses-visa-mastercard/>
Curvo / Messari / CaseShiller - <https://curvo.eu/backtest/en/compare-indexes/bitcoin-vs-gold-bullion>
BitcoinTreasuries.net / Finder - <https://bitcointreasuries.net>

Every Asset Class Was “Volatile” Before It Became Foundational

Volatility is a phase, not a flaw.

Discovery (Speculation)

New asset emerges,
value debated, driven
by belief and narrative.

Early Adoption (Volatility)

Early believers, thin
markets, rapid
repricing.

Institutionalization (Infrastructure)

Regulation, liquidity,
custody, pricing
indices emerge.

Maturity (Integration)

Stable market
perception; becomes
core asset class.

Gold, Oil, etc. – every transformative asset class looked volatile – until
infrastructure, liquidity, and governance matured around it.

Bitcoin is not different – just earlier on the curve.

Institutional Adoption is Moving From Theory to Practice

Evidence of institutional shift from speculation to strategic allocation.

Rising Allocation

According to a report by State Street Corporation, nearly 60% of institutions plan to increase digital-asset allocations within the next three years.

[The Block](#)

Market Legitimization

Research shows that institutional investment in spot Bitcoin ETPs significantly influences broader market adoption and legitimises the asset class.

[MDPI](#)

Regulatory Maturity

A paper by KPMG emphasizes that regulatory clarity, evolving custody solutions and institutional-grade products are key enablers of crypto becoming a "real" asset class.

[KPMG Assets](#)

Global Benchmarks: Institutional Bitcoin Exposure

These companies show the potential of scale of institutional allocation to Bitcoin, the blueprint for how ZOOZ positions itself.

Strategy[®]

Strategy Inc. (ex – MicroStrategy)

U.S. company that has transformed its business model from enterprise-software to a "Bitcoin Treasury" vehicle. It has publicly adopted Bitcoin as its primary treasury reserve asset.

Market Cap:

\$50.5 billion

~600,000

BTC held

METAPLANET

Metaplanet Inc.

A Japanese company originally in the hotel/business sector, which pivoted to become a Bitcoin-treasury business - marketing itself as "Asia's leading Bitcoin treasury company".

Market Cap:

\$3 billion

15,555

BTC held

ORANJEBTC

OranjeBTC

A Brazilian publicly-traded Bitcoin treasury company, listed on B3, holding several thousand BTC and offering exposure to local investors.

Market Cap:

\$300 million

~3,000

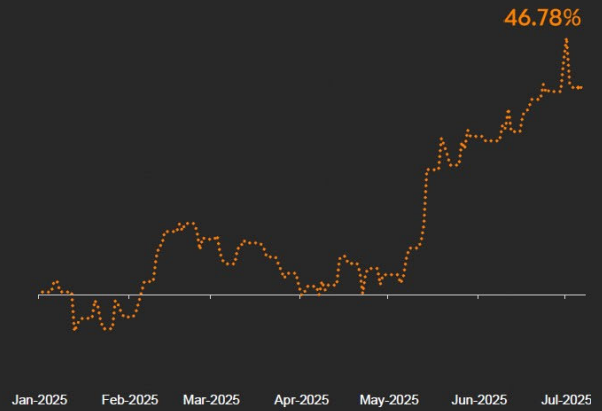
BTC held

The Israel Opportunity

- Israelis cannot easily BTC on major exchanges
- Israeli Banks restrict deposits from crypto sources
- Estimated \$100B in Israeli capital held abroad in crypto-adjacent assets
- No other dual-listed BTC treasury company exists in the region
- TASE: best-performing global exchange YTD (46.7%)

ZOOZ

Tel Aviv Stock Exchange Performance YTD



Israel Tax Authority (Voluntary Disclosure Program) <https://www.gov.il/en/pages/sq250825-1>
TASE: Best-performing global exchange YTD (46.7%) - <https://www.timesofisrael.com/tel-aviv-shares-break-record-highs-despite-war-outpacing-global-markets-in-2025/>

Israel's Opportunity

Adoption Meets Regulation



Regulatory momentum
accelerating



Institutional
demand rising



Bitcoin entering next
adoption phase



Shekel denominated BTC
exposure is needed with
declining dollar.



Israel is searching for transparent,
safe digital-asset exposure

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KPMG / Israel Tax Authority (ITA) – Draft Regulations 2025 – <https://kpmg.com/us/en/taxnewsflash/news/2025/02/tnt-israel-draft-regulations-on-withholding-tax-for-digital-asset-transactions.html>
State Street Global Advisors – Why Bitcoin Institutional Demand is on the Rise – <https://www.ssga.com/ca/en/institutional/insights/why-bitcoin-institutional-demand-is-on-the-rise>
Legal 500 & Bits of Gold (BILS Stablecoin Launch) – <https://www.legal500.com/guides/chapter/israel-blockchain-crypto-assets/>
Chambers and Partners – Blockchain 2025 Israel Trends <https://practiceguides.chambers.com/practice-guides/blockchain-2025/israel/trends-and-developments>

Treasury Overview

A growing, audited Bitcoin reserve built for potential long-term value

And one of the largest corporate Bitcoin purchases in Israeli history.

ZOOZ

฿1046.96

BTC Holdings

>\$100M

Value

~\$112,000

per BTC
Average Purchase Price

Top 50

Largest corporate
holders of BTC globally

Bitgo

OTC)
Execution Partner

SOC-certified multi-sig cold storage
Custody

Institutional-Grade Infrastructure: Built for Security and Scale

Bitcoin exposure without Bitcoin operational risk.

- Dual-listed (Nasdaq + TASE)
- SEC and ISA reporting
- Reporting obligations under applicable laws
- SOC-certified custody partners (Fireblocks / BitGo / Anchorage)
- Independent audit committee
- No rehypothecation
- Multi-entity risk segmentation

ZOOZ

Compliance & Governance

Building the Backbone for Institutional Digital-Asset Exposure

GAAP-compliant
financials

Third-party audits

Monthly NAV
reporting

ZOOZ
Compliance
& Governance

Transparent
governance
oversight

Clear risk framework
(no leverage at outset,
LTV guardrails)

Public disclosure
of BTC purchases

ZOOZ

Institutional Advantage

Structure + Compliance + Liquidity

- **Mandate-Ready**

We do it for you so you don't have to worry about custody, operational, and acquisition barriers for bitcoin

- **Liquid Access**

Publicly traded shares on regulated exchanges; no bitcoin wallets needed.

- **Strong Governance**

Board of seasoned financiers; audited, dual-listed compliance.

- **Top-Tier Backing**

Backed by Pantera Capital, FalconX & Arrington Capital.

- **Simplified Exposure**

Bitcoin access without direct management or custody risk. We do it for you.

ZOOZ

The Opportunity of Investing in ZOOZ

A first-mover, disciplined
strategy backed by proven
execution

Join us as we build Israel's
leading institutional
gateway to Bitcoin

ZOOZ

First mover in
Israel's public
markets

Leadership with deep
crypto + public
market expertise

Demonstrated
execution: > \$100M BTC
purchased

Accretive flywheel
potential (similar to
MSTR, Metaplanet)

Transparent and
regulated

Positioned at the
inflection point of global
institutional adoption



*Join us today,
let's build the future together!*

ZOOZ
Israel's Bitcoin Treasury
