

O'Grady Brendan P.
Form 3
January 02, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | |
|---|---|--|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â O'Grady Brendan P.</p> <p>(Last) (First) (Middle)</p> <p>C/O TEVA PHARMACEUTICAL INDUSTRIES LTD.,Â 5 BASEL STREET</p> <p>(Street)</p> <p>PETACH TIKVA,Â L3Â 4951033</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2018</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>TEVA PHARMACEUTICAL INDUSTRIES LTD [TEVA]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP, North America Commercial</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Ordinary Shares ⁽¹⁾ | 1,388.486 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Stock Options (right to buy) | Â (2) | 12/05/2020 | Ordinary Shares (1) | 5,401 | \$ 49.11 | D | Â |
| Stock Options (right to buy) | Â (3) | 11/06/2021 | Ordinary Shares (1) | 9,003 | \$ 41.72 | D | Â |
| Stock Options (right to buy) | Â (4) | 12/12/2022 | Ordinary Shares (1) | 12,503 | \$ 38.84 | D | Â |
| Stock Options (right to buy) | Â (5) | 03/11/2024 | Ordinary Shares (1) | 17,502 | \$ 48.76 | D | Â |
| Stock Options (right to buy) | Â (6) | 03/11/2025 | Ordinary Shares (1) | 15,502 | \$ 60.21 | D | Â |
| Stock Options (right to buy) | Â (7) | 03/16/2026 | Ordinary Shares (1) | 25,006 | \$ 53.5 | D | Â |
| Stock Options (right to buy) | Â (8) | 03/03/2027 | Ordinary Shares (1) | 25,001 | \$ 34.7 | D | Â |
| Stock Options (right to buy) | Â (9) | 09/18/2027 | Ordinary Shares (1) | 7,485 | \$ 16.99 | D | Â |
| Restricted Share Units | Â (10) | Â (10) | Ordinary Shares (1) | 1,476 | \$ (11) | D | Â |
| Restricted Share Units | Â (12) | Â (12) | Ordinary Shares (1) | 3,537 | \$ (11) | D | Â |
| Restricted Share Units | Â (13) | Â (13) | Ordinary Shares (1) | 4,664 | \$ (11) | D | Â |
| Restricted Share Units | Â (14) | Â (14) | Ordinary Shares (1) | 2,482 | \$ (11) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| O'Grady Brendan P. C/O TEVA PHARMACEUTICAL INDUSTRIES LTD. 5 BASEL STREET PETACH TIKVA,Â L3Â 4951033 | Â | Â | Â EVP, North America Commercial | Â |

Signatures

/s/ Dov Bergwerk, as attorney-in-fact for Brendan P.
O'Grady

01/02/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- (2) Stock options were granted on December 6, 2010, with 1,800 having vested on each of December 6, 2012 and December 6, 2014 and 1,801 having vested on December 6, 2013.
- (3) Stock options were granted on November 7, 2011, with 3,001 having vested on each of November 7, 2013, November 7, 2014 and November 7, 2015.
- (4) Stock options were granted on December 13, 2012, with 4,167 having vested on each of December 13, 2013 and December 13, 2014 and 4,169 having vested on December 13, 2015.
- (5) Stock options were granted on March 12, 2014, with 5,834 having vested on each of March 12, 2015, March 12, 2016 and March 12, 2017.
- (6) Stock options were granted on March 12, 2015, with 3,875 having vested on each of March 12, 2016 and March 12, 2017, 3,875 vesting on March 12, 2018 and 3,877 vesting on March 12, 2019.
- (7) Stock options were granted on March 17, 2016, with 6,251 having vested on March 17, 2017, 6,251 vesting on each of March 17, 2018 and March 17, 2019 and 6,253 vesting on March 17, 2020.
- (8) Stock options were granted on March 3, 2017, with 6,250 vesting on each of March 3, 2018, March 3, 2019 and March 3, 2020 and 6,251 vesting on March 3, 2021.
- (9) Stock options were granted on September 18, 2017, with 3,742 vesting on September 18, 2018 and 3,743 vesting on September 18, 2019.
- (10) Restricted share units were granted on March 12, 2015, with 738 vesting on each of March 12, 2018 and March 12, 2019.
- (11) Each restricted share unit represents a contingent right to receive, at settlement, one ordinary share or, at the option of the Human Resources and Compensation Committee, the cash value of one ordinary share.
- (12) Restricted share units were granted on March 17, 2016, with 1,179 vesting on each of March 17, 2018, March 17, 2019 and March 17, 2020.
- (13) Restricted share units were granted on March 3, 2017, with 1,166 vesting on each of March 3, 2018, March 3, 2019, March 3, 2020 and March 3, 2021.
- (14) Restricted share units were granted on September 18, 2017, with 1,241 vesting on each of September 18, 2018 and September 18, 2019.

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Remarks:

The Reporting Person is filing this form in connection with the Issuer's transition from a foreign p

Exhibit List

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.