

Schultz Kare
Form 3
January 02, 2018

FORM 3

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

OMB APPROVAL

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**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)

1. Name and Address of Reporting
Person *

Â Schultz Kare

(Last) (First) (Middle)

C/O TEVA
PHARMACEUTICAL
INDUSTRIES LTD.,Â 5 BASEL
STREET

(Street)

PETACH
TIKVA,Â L3Â 4951033

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
01/01/2018

3. Issuer Name **and** Ticker or Trading Symbol

TEVA PHARMACEUTICAL INDUSTRIES LTD
[TEVA]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
President and CEO

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

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)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	Â (1)	11/03/2027	Ordinary Shares (2)	591,719	\$ 11.4	D	Â
Restricted Share Units	Â (3)	Â (3)	Ordinary Shares (2)	540,002	\$ (4)	D	Â
Performance Share Units	Â (5)	Â (5)	Ordinary Shares (2)	649,914	\$ (5)	D	Â
Performance Share Units	Â (6)	Â (6)	Ordinary Shares (2)	751,504	\$ (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schultz Kare C/O TEVA PHARMACEUTICAL INDUSTRIES LTD. 5 BASEL STREET PETACH TIKVA,Â L3Â 4951033	Â	Â	Â President and CEO	Â

Signatures

/s/ Dov Bergwerk, as attorney-in-fact for Kare Schultz 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) Stock options were granted on November 3, 2017, with 197,239 vesting on each of November 3, 2019 and November 1, 2020 and 197,241 vesting on November 1, 2021.
- (2) The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- (3) Restricted share units were granted on November 3, 2017, with 63,613 vesting on November 3, 2019, 180,000 vesting on each of November 1, 2020 and November 1, 2021 and 116,389 vesting on November 1, 2022.
- (4) 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.
- (5) Performance share units were granted on November 3, 2017 and represent a contingent right to receive, at settlement, ordinary shares at 0% to 300% of the reported target number of performance share units granted based on the percentage increase in the Issuer's share price during the six months ending on November 1, 2020 (based on the average closing trading price per share as reported on the New York Stock Exchange during such period), compared to the Issuer's share price on September 8, 2017, with 216,638 performance share units vesting on each of November 3, 2020, November 1, 2021 and November 1, 2022.
- (6) Performance share units were granted on November 3, 2017 and represent a contingent right to receive, at settlement, ordinary shares at 0% to 300% of the reported target number of performance share units granted based on the percentage increase in the Issuer's share price during the six months ending on November 1, 2022 (based on the average closing trading price per share as reported on the New York Stock Exchange during such period) compared to the Issuer's share price on September 8, 2017, vesting on November 1, 2022.

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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.

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