

GROENHUYSEN WILHELMUS CM

Form 4

July 30, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
GROENHUYSEN WILHELMUS CM

(Last) (First) (Middle)

C/O NOVOCURE INC., 20 VALLEY STREAM PARKWAY, SUITE 300

(Street)

MALVERN, PA 19355

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NovoCure Ltd [NVCR]

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Financial Officer

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Ordinary Shares	07/27/2018		S	3,710	D	\$ 33.86 (1)	175,602 D
Ordinary Shares	07/27/2018		S	17,437	D	\$ 34.44 (2)	158,165 D
Ordinary Shares	07/27/2018		S	34,385	D	\$ 35.2 (3)	123,780 D
Ordinary Shares	07/27/2018		S	6,095	D	\$ 36.6 (4)	117,685 D

Ordinary Shares	07/27/2018	S	1,100	D	\$ 37.05	116,585	D	
					<u>(5)</u>			

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GROENHUYSEN WILHELMUS CM
C/O NOVOCURE INC.,
20 VALLEY STREAM PARKWAY, SUITE 300
MALVERN, PA 19355

Chief Financial Officer

Signatures

Kimberly Burke, attorney in fact for Wilhelmus CM
Groenhuyesen

07/30/2018

 **Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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) On July 27, 2018, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuyesen, Mr. Groenhuyesen sold 3,710 shares in multiple trades at prices ranging from \$33.70 to \$33.95. The price reported above reflects the weighted average sale price. Mr. Groenhuyesen hereby undertakes to provide to the Staff, the issuer or any security holder of the issuer, upon request, full information regarding the

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number of shares and prices at which the transaction was effected.

(2) On July 27, 2018, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuisen, Mr. Groenhuisen sold 17,437 shares in multiple trades at prices ranging from \$34.00 to \$34.98. The price reported above reflects the weighted average sale price. Mr. Groenhuisen hereby undertakes to provide to the Staff, the issuer or any security holder of the issuer, upon request, full information regarding the number of shares and prices at which the transaction was effected.

(3) On July 27, 2018, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuisen, Mr. Groenhuisen sold 34,385 shares in multiple trades at prices ranging from \$35.00 to \$35.90. The price reported above reflects the weighted average sale price. Mr. Groenhuisen hereby undertakes to provide to the Staff, the issuer or any security holder of the issuer, upon request, full information regarding the number of shares and prices at which the transaction was effected.

(4) On July 27, 2018, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuisen, Mr. Groenhuisen sold 6,095 shares in multiple trades at prices ranging from \$36.00 to \$36.95. The price reported above reflects the weighted average sale price. Mr. Groenhuisen hereby undertakes to provide to the Staff, the issuer or any security holder of the issuer, upon request, full information regarding the number of shares and prices at which the transaction was effected.

(5) On July 27, 2018, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuisen, Mr. Groenhuisen sold 1,100 shares in multiple trades at prices ranging from \$37.00 to \$37.10. The price reported above reflects the weighted average sale price. Mr. Groenhuisen hereby undertakes to provide to the Staff, the issuer or any security holder of the issuer, upon request, full information regarding the number of shares and prices at which the transaction was effected.

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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