

Danziger Asaf  
Form 4  
January 16, 2019

**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 \*  
Danziger Asaf

(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)  
01/14/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4) |         |   |  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|--|
| Ordinary Shares                 | 01/14/2019                           |  | M                              | V   | 100,000   | A  | \$ 3.44 (1)   | 271,164 | D |  |
| Ordinary Shares                 | 01/14/2019                           |  | S                              |   | 100,000   | D  | \$ 43.524 (2)   | 171,164 | D |  |
| Ordinary Shares                 | 01/15/2019                           |  | M                              | V   | 100,000   | A  | \$ 3.44 (1)   | 271,164 | D |  |
| Ordinary Shares                 | 01/15/2019                           |  | S                              |   | 100,000   | D  | \$ 43.488 (3)   | 171,164 | D |  |

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

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(9-02)

**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount of Number of Shares                              |
| Options to Buy Ordinary Shares             | \$ 3.44  | 01/14/2019                           |  | M                              | 100,000   | <u>(4)</u> 12/13/2021                                    | Ordinary Shares 100,000                                       |
| Options to Buy Ordinary Shares             | \$ 3.44  | 01/15/2019                           |  | M                              | 100,000   | <u>(4)</u> 12/13/2021                                    | Ordinary Shares 100,000                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Danziger Asaf<br>C/O NOVOCURE INC.<br>20 VALLEY STREAM PARKWAY, SUITE 300<br>MALVERN, PA 19355 | X             |           | Chief Executive Officer |       |

## Signatures

By: /s/ Kimberly Burke, Attorney in fact for Asaf  
Danziger

01/16/2019

\*\*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) These shares were acquired pursuant to a Rule 10b5-1 trading plan adopted by Mr. Danziger.
- (2) On January 14, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Danziger, Mr. Danziger sold 100,000 shares in multiple trades at prices ranging from \$43.44 to \$43.66. The price reported above reflects the weighted average sale price. Mr. Danziger hereby

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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 January 15, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Danziger, Mr. Danziger sold 100,000 shares in multiple trades at prices ranging from \$43.44 to \$43.92. The price reported above reflects the weighted average sale price. Mr. Danziger 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) Fully vested and currently exercisable as of the date hereof.

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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