

GROENHUYSEN WILHELMUS CM

Form 4

March 06, 2019

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(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)
03/04/2019

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 ____ Other (specify
below) 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 Indirect Beneficial (Instr. 4)
Ordinary Shares	03/04/2019		M	(A) or (D) A	18,766 (1) \$ 3.44	85,030	D
Ordinary Shares	03/04/2019		S	(A) or (D) D	5,396 (2) \$ 53.906	79,634	D
Ordinary Shares	03/04/2019		S	(A) or (D) D	3,400 (3) \$ 54.558	76,234	D
Ordinary Shares	03/04/2019		S	(A) or (D) D	4,748 \$ 56.035	71,486	D

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Ordinary Shares	03/04/2019	S	5,222	D	(4)	66,264	D
					\$ 56.521		
Ordinary Shares	03/04/2019	M	40,000 (1)	A	(5)	106,264	D
					\$ 3.44		
Ordinary Shares	03/04/2019	S	25,851	D	(6)	80,413	D
					\$ 52.903		
Ordinary Shares	03/04/2019	S	4,207	D	(7)	76,206	D
					\$ 53.816		
Ordinary Shares	03/04/2019	S	2,800	D	(8)	73,406	D
					\$ 54.543		
Ordinary Shares	03/04/2019	S	2,800	D	(9)	70,606	D
					\$ 55.948		
Ordinary Shares	03/04/2019	S	4,342	D	(10)	66,264	D
					\$ 56.503		
Ordinary Shares	03/05/2019	M	31,234 (1)	A	(11)	97,498	D
					\$ 3.44		
Ordinary Shares	03/05/2019	S	31,234	D	(11)	66,264	D
					\$ 53.404		

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

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SEC 1474
(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)		8. Date of Transaction (Month/Day/Year)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

Options to Buy Ordinary Shares	\$ 3.44	03/04/2019	M	18,766	(12)	12/13/2021	Ordinary Shares	18,766
Options to Buy Ordinary Shares	\$ 3.44	03/04/2019	M	40,000	(12)	12/13/2021	Ordinary Shares	40,000
Options to Buy Ordinary Shares	\$ 3.44	03/05/2019	M	31,234	(12)	12/13/2021	Ordinary Shares	31,234

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

/s/ Kimberly Burke, Attorney in fact for Wilhelmus CM Groenhuysen

03/06/2019

__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) Transaction was made pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen.

(2) On March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 5,396 shares in multiple trades at prices ranging from \$53.35 to \$54.34. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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 March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 3,400 shares in multiple trades at prices ranging from \$54.35 to \$55.34. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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 March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 4,748 shares in multiple trades at prices ranging from \$55.35 to \$56.34. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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 March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 5,222 shares in multiple trades at prices ranging from \$56.35 to \$56.63. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.

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- (6) On March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 25,851 shares in multiple trades at prices ranging from \$52.34 to \$53.32. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.
- (7) On March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 4,207 shares in multiple trades at prices ranging from \$53.35 to \$54.34. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.
- (8) On March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 2,800 shares in multiple trades at prices ranging from \$54.35 to \$55.34. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.
- (9) On March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 2,800 shares in multiple trades at prices ranging from \$55.35 to \$56.34. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.
- (10) On March 4, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 4,342 shares in multiple trades at prices ranging from \$56.39 to \$56.61. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.
- (11) On March 5, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Groenhuysen, Mr. Groenhuysen sold 31,234 shares in multiple trades at prices ranging from \$53.35 to \$53.56. The price reported above reflects the weighted average sale price. Mr. Groenhuysen 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.
- (12) Fully vested 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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