

DOYLE WILLIAM F
Form 4
May 04, 2018

FORM 4

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

OMB APPROVAL

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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 *
DOYLE WILLIAM F

(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)
05/02/2018

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)
Executive Chairman

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	05/02/2018		M	(A) V Amount 293,840 (1) (4)	A \$ 1,055,540	D	
Ordinary Shares	05/03/2018		F	(A) V Amount 28,519 (1) (2)	D \$ 27.886 1,027,021	D	
Ordinary Shares					43,000	I	WFD Ventures Fund II, L.P. (3)
Ordinary Shares					625,954	I	WFD-GP II, LLC (3)

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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 or Number of Shares
Restricted Stock Units	(4)	05/02/2018		M	293,840	(1)	(1)	Ordinary Shares	881,519

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOYLE WILLIAM F C/O NOVOCURE INC., 20 VALLEY STREAM PARKWAY, SUITE 300 MALVERN, PA 19355	X		Executive Chairman	

Signatures

/s/ William F. Doyle, Executive Chairman
Date: 05/04/2018

**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) The acquisition of 293,840 ordinary shares resulted from the vesting of an equal number of restricted stock units ("RSUs") on May 2, 2018. The issuer will release one-fifth of the RSUs (58,768 RSUs) as of the date hereof, and will release the other four-fifths on four separate dates hereafter. Mr. Doyle has sold sufficient RSUs to cover the tax liability. After the 293,840 RSUs have been released, one-half of the remaining RSUs is scheduled to vest on each of May 2, 2019 and May 2, 2020, subject to Mr. Doyle's continued employment through such dates, pursuant to his Restricted Share Unit Award Notice with NovoCure Limited, dated as of May 2, 2017.
- (2) Represents the sale of shares to cover tax withholding obligations in connection with the settlement and release of fully-vested restricted stock units ("RSUs") granted by the issuer to the reporting person and reported on a Form 4 filed on May 4, 2017.
- (3) Mr. Doyle is the Managing Director of WFD Ventures LLC, the sole member of WFD-GP II LLC, which is the general partner of WFD Ventures Fund II, L.P. Mr. Doyle disclaims beneficial ownership of the reported shares except to the extent of his pecuniary interest.

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(4) RSU represents the right to receive, at settlement, one (1) ordinary share.

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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