

DOYLE WILLIAM F
Form 4
May 10, 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 *
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)
05/08/2018

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	05/08/2018		F	(A) D 28,756 (1) (2) \$ 28.055	940,795	D	
Ordinary Shares	05/09/2018		F	(A) D 28,652 (1) (2) \$ 28.257	912,143	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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with 10 columns: 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4).

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address, Relationships. Includes entry for DOYLE WILLIAM F, C/O NOVOCURE INC., 20 VALLEY STREAM PARKWAY, SUITE 300, MALVERN, PA 19355, with relationships: Director, 10% Owner, Officer, Executive Chairman, Other.

Signatures

/s/ William F. Doyle, 05/10/2018. **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) 293,840 restricted stock units ("RSUs") vested on May 2, 2018. The issuer released one-fifth of the RSUs (58,768 RSUs) as of May 3, 2018 (previously reported on a Form 4 filed on May 4, 2018), released one-fifth of the RSUs as of May 4, 2018 and one-fifth of the RSUs as of May 7, 2018 (previously reported on a Form 4 filed on May 8, 2018), and released an additional one-fifth of the RSUs as of May 8, 2018 and one-fifth of the RSUs as of May 9, 2018. Mr. Doyle has sold sufficient RSUs to cover the tax liability. 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)

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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.

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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