

Novocure Ltd
Form 3
January 06, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Longworth Todd Christopher | | (Month/Day/Year) | Novocure Ltd [NVCR] | |
| (Last) | (First) | (Middle) | 01/01/2017 | |
| C/O NOVOCURE INC.,Â 20 VALLEY STREAM PKWY SUITE 300 | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | |
| MALVERN,Â PAÂ 19355 | | ___ Director ___ 10% Owner | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | _X_ Officer ___ Other (specify below) | |
| | | General Counsel | | ___ Form filed by One Reporting Person |
| | | | | ___ Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Ordinary Shares | 2,022 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------|------------------|-----------------|-----------------|----------------------------|----------|---------------------------------------|---|
| Options to Buy Ordinary Shares | Â <u>(1)</u> | 04/29/2022 | Ordinary Shares | 82,782 | \$ 6.72 | D | Â |
| Options to Buy Ordinary Shares | Â <u>(2)</u> | 02/19/2023 | Ordinary Shares | 41,391 | \$ 7.03 | D | Â |
| Options to Buy Ordinary Shares | Â <u>(3)</u> | 07/23/2023 | Ordinary Shares | 59,130 | \$ 7.04 | D | Â |
| Options to Buy Ordinary Shares | Â <u>(4)</u> | 10/20/2024 | Ordinary Shares | 44,347 | \$ 7.73 | D | Â |
| Options to Buy Ordinary Shares | Â <u>(5)</u> | 02/23/2025 | Ordinary Shares | 44,347 | \$ 14.37 | D | Â |
| Options to Buy Ordinary Shares | Â <u>(6)</u> | 02/24/2026 | Ordinary Shares | 30,000 | \$ 11.46 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Longsworth Todd Christopher C/O NOVOCURE INC. 20 VALLEY STREAM PKWY SUITE 300 MALVERN, PA 19355 | Â | Â | Â General Counsel | Â |

Signatures

/s/ Kimberly Burke, Attorney in fact for Todd Christopher
Longsworth

01/06/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Fully vested and currently exercisable as of the date hereof.
 - (2) Options to buy 31,041 ordinary shares are vested and currently exercisable as of the date hereof. The remaining 10,350 ordinary shares will vest and become exercisable on February 20, 2017, subject to Mr. Longsworth's continued employment through such date.
 - (3) Options to buy 44,346 ordinary shares are vested and currently exercisable as of the date hereof. The remaining options to buy 14,784 ordinary shares will vest and become exercisable on July 24, 2017, subject to Mr. Longsworth's continued employment through such date.
 - (4) Options to buy 22,172 ordinary shares are vested and currently exercisable as of the date hereof. The remaining options to buy 22,175 ordinary shares will vest and become exercisable in equal installments on each of October 22, 2017 and 2018, subject to Mr. Longsworth's continued employment through such dates.
 - (5) Options to buy 11,086 ordinary shares are vested and currently exercisable as of the date hereof. The remaining options to buy 33,261 ordinary shares will vest and become exercisable in equal installments on each of February 25, 2017, 2018 and 2019.
 - (6) Options to buy 30,000 ordinary shares will vest and become exercisable in equal installments on each of February 24, 2017, 2018, 2019 and 2020, subject to Mr. Longsworth's continued employment through such dates.

Â

Remarks:

Exhibit 24 - Power of Attorney

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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