

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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 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 or Section 30(h) of the  
 Investment Company Act of 1940

1. Name and Address of Reporting Person <b>Sabag Mark</b>		2. Issuer Name and Ticker or Trading Symbol <b>Teva Pharmaceutical Industries Ltd. [TEVA]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>See "Remarks" below</b>	
(Last) (First) (Middle) <b>C/O Teva Pharmaceutical Industries Ltd. 5 Basel Street</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>02/13/2020</b>			
(Street) <b>Petach Tikva L3 4951033</b>		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**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)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares <sup>(1)</sup>	02/13/2020		S		72,130.5421	D	\$13.0286 <sup>(2)</sup>	0	D	
Ordinary Shares <sup>(1)</sup>	02/14/2020		M		19,040	A	(3)	19,040	D	
Ordinary Shares <sup>(1)</sup>	02/14/2020		M		5,710	A	(3)	24,750	D	

**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Share Units	(3)	02/14/2020		M			5,710	(4)	(4)	Ordinary Shares (1)	5,710	\$ 0	5,712	D	
Restricted Share Units	(3)	02/14/2020		M			19,040	(5)	(5)	Ordinary Shares (1)	19,040	\$ 0	0	D	

**Explanation of Responses:**

- (1) The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.8525 to \$13.30, inclusive. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or any security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) Each restricted share unit represents a contingent right to receive, at settlement, one ordinary share or, at the option of the Human Resources and Compensation Committee, the cash value of one ordinary share.
- (4) Restricted share units were granted on February 14, 2017, with 5,710 vesting on each of February 14, 2019 and February 14, 2020 and 5,712 vesting on February 14, 2021.
- (5) Restricted share units were granted on February 11, 2020 pursuant to the satisfaction of performance criteria and vested on February 14, 2020.

**Remarks:**

EVP, Chief Human Resources Officer and Corporate Brand and Communications

/s/ Dov Bergwerk as attorney-in-fact for Mark Sabag

\*\*Signature of Reporting Person

02/18/2020

Date

\* 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).

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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