Kirson Eilon D. Form 4 January 18, 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

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(b).

1. Name and Address of Reporting Person * Kirson Eilon D.

STREAM PARKWAY, SUITE 300

2. Issuer Name and Ticker or Trading

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

5. Relationship of Reporting Person(s) to

n Dominative Committee Appring Disposed of an Domeficially Or

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Issuer Symbol NovoCure Ltd [NVCR] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O NOVOCURE INC.,, VALLEY 01/16/2019 below) Chief Science Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MALVERN, PA 19355 Person (City) (State) (Zip)

(City)	(State)	Table 1 - 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. 4. Securities Acquired (A) Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)				
Ordinary Shares	01/16/2019		M	100,000 (1)	A	\$ 14.37	209,063	D			
Ordinary Shares	01/16/2019		S	100,000	D	\$ 45.11 (2)	109,063	D			
Ordinary Shares	01/17/2019		M	68,813 (1)	A	\$ 14.37	177,876	D			
Ordinary Shares	01/17/2019		S	68,813	D	\$ 45.25 (3)	109,063	D			

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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 orDerivative 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
Options to Buy Ordinary Shares	\$ 14.37	01/16/2019		M		100,000	<u>(4)</u>	02/23/2025	Ordinary Shares	100,000
Options to Buy Ordinary Shares	\$ 14.37	01/17/2019		M		68,813	<u>(4)</u>	02/23/2025	Ordinary Shares	68,813

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kirson Eilon D. C/O NOVOCURE INC., VALLEY STREAM PARKWAY, SUITE 300 MALVERN, PA 19355

Chief Science Officer

Signatures

By: /s/ Kimberly Burke, Attorney in fact for Eilon D.

Kirson

01/18/2019

**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. Kirson.
- (2) On January 16, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Kirson, Mr. Kirson sold 100,000 shares in multiple trades at prices ranging from \$45.00 to \$45.36. The price reported above reflects the weighted average sale price. Mr. Kirson hereby undertakes to

Reporting Owners 2

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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.

- On January 17, 2019, pursuant to a Rule 10b5-1 trading plan adopted by Mr. Kirson, Mr. Kirson sold 68,813 shares in multiple trades at prices ranging from \$45.00 to \$45.66. The price reported above reflects the weighted average sale price. Mr. Kirson 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) Fully vested and currently exercisable 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.