

Sank Leonard
Form 4
October 25, 2017

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 *
Sank Leonard

2. Issuer Name and Ticker or Trading Symbol
ORAMED PHARMACEUTICALS INC. [ORMP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/23/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

3 BLAIR ROAD
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CAPE TOWN, T3 8005

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/23/2017 | | M | 5,631 A \$ 6 | 287,789 | D | |
| Common Stock | 10/23/2017 | | M | 6,373 A \$ 6 | 294,162 | D | |
| Common Stock | | | | | \$ 78,125 | I | Via spouse ⁽¹⁾ |
| Common Stock | | | | | 138,889 | I | Via trust ⁽²⁾ |

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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Warrant (right to buy) | \$ 6 | 10/23/2017 | | M | 5,631 (3) | 11/02/2012 11/02/2017 | Common Stock | 5,631 |
| Warrant (right to buy) | \$ 6 | 10/23/2017 | | M | 6,373 | 02/07/2013 02/07/2018 | Common Stock | 6,373 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Sank Leonard 3 BLAIR ROAD CAPE TOWN, T3 8005 | | X | | |

Signatures

/s/ Leonard Sank 10/25/2017

**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) Mr. Sank disclaims beneficial ownership of these shares.
- (2) These shares consist of shares of common stock owned by a company wholly owned by a trust of which Mr. Sank is a trustee. Mr. Sank disclaims beneficial ownership of these shares.
- (3)

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The number of shares underlying such warrant and the applicable exercise price reflect a one-for-twelve reverse stock split effected by the issuer on January 22, 2013.

- The shares and warrants were purchased as "units" at a price per unit of \$4.44 in connection with the Issuer's 2012 private placement. The
- (4) consideration was allocated to the shares and warrants based on relative fair value. The value allocated to the warrants was estimated by using the Black Scholes option-pricing model.
 - (5) The shares of common stock and warrants were granted to Mr. Sank as a finder's fee in connection with a 2012 private placement of the Issuer.

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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