

Sank Leonard  
Form 4  
November 06, 2012

**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  
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

## OMB APPROVAL

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(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.OB]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

08/22/2012

☒ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---------|-----------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount  | (A) or (D) Price      |                                                                                               |                                                          |                                                       |
| Common Stock                    | 08/22/2012                           |                                                    | A                              |                                                                   | 270,270 | A \$<br>0.2717<br>(4) | 2,627,920                                                                                     | D                                                        |                                                       |
| Common Stock                    | 11/02/2012                           |                                                    | A                              |                                                                   | 135,135 | A \$<br>0.2717<br>(4) | 2,763,055                                                                                     | D                                                        |                                                       |
| Common Stock                    |                                      |                                                    |                                |                                                                   |         |                       | 937,500                                                                                       | I                                                        | See Footnote (1)                                      |
| Common Stock                    |                                      |                                                    |                                |                                                                   |         |                       | 1,666,667                                                                                     | I                                                        | See Footnote                                          |

(2)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                 | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount or<br>Number of<br>Shares                           |
| Warrant<br>(right to<br>buy)                        | \$ 0.5                                                             | 08/22/2012                              |                                                             | A                                    | 135,135                                                                                                   | (3) 08/22/2017                                                 | Common<br>Stock 135,135                                             |
| Warrant<br>(right to<br>buy)                        | \$ 0.5                                                             | 11/02/2012                              |                                                             | A                                    | 67,568                                                                                                    | (3) 11/02/2017                                                 | Common<br>Stock 67,568                                              |

## Reporting Owners

| Reporting Owner Name / Address | Relationships                    |
|--------------------------------|----------------------------------|
|                                | Director 10% Owner Officer Other |

Sank Leonard  
3 BLAIR ROAD X  
CAPE TOWN, T3 8005

## Signatures

/s/ Leonard Sank 11/06/2012

\_\_Signature of Date  
Reporting Person

## 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) Includes 937,500 shares of common stock held by Mr. Sank's wife. Mr. Sank disclaims beneficial ownership of such securities.

(2) Includes 1,666,667 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 such securities.

(3) The warrant was fully vested on the date of issuance.

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- The shares and warrants were purchased as "units" at a price per unit of \$0.37 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.

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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