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TEVA PHARMACEUTICAL INDUSTRIES LTD
Form POS AM
November 23, 2004

As filed with the Securities and Exchange Commission on November 23, 2004
Registration No. 333-102259

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

Post-Effective Amendment No. 1 to Form F-3
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

TEVA PHARMACEUTICAL INDUSTRIES LIMITED
(Exact name of Registrant as specified in
its charter and translation of Registrant's
name into English)

TEVA PHARMACEUTICAL FINANCE B.V.
(Exact name of Registrant as specified
in its charter)

Israel
(State or other
jurisdiction of
incorporation or
organization)

N.A.
(I.R.S. Employer
Identification
No.)

Netherlands Antilles
(State or other
jurisdiction of
incorporation or
organization)

N.A.
(I.R.S.
Employer
Identification
No.)

5 Basel Street
P.O. Box 3190
Petach Tikva 49131 Israel
972-3-926-7267
(Address, including zip code, and telephone
number,
including area code,
of Registrant's principal executive offices)

c/o MeesPierson Trust (Curacao) N.V.
Berg Ararat 1
Curacao, Netherlands Antilles
599-9-463-9113
(Address, including zip code, and telephone
number,
including area code,
of Registrant's principal executive offices)

Teva Pharmaceuticals USA, Inc.
1090 Horsham Road
North Wales, Pennsylvania 19454
Attention: William A. Fletcher
(215) 591-3000
(Name, address, including zip code, and telephone number, including area
code, of agent for service)

with copies to:
PETER H. JAKES, Esq.
JEFFREY S. HOCHMAN, Esq.
Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, New York 10019
(212) 728-8000

DEREGISTRATION OF UNSOLD SECURITIES

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\$86,055,000 aggregate principal amount of 0.375% Convertible Senior Debentures due 2022 (the "Debentures") of Teva Pharmaceutical Finance B.V., the guarantee thereof by Teva Pharmaceutical Industries Limited ("Teva") and 4,011,982 American Depositary Receipts ("ADRs") evidencing American Depositary Shares, each representing one ordinary share, par value 0.10 NIS ("Ordinary Shares"), of Teva, into which the Debentures are convertible (giving effect to the two-for-one stock splits of the Ordinary Shares in December 2002 and in June 2004) previously registered for sale to the public by selling securityholders under this Registration Statement are hereby withdrawn from registration. Such Debentures, guarantee and ADRs represent all the securities remaining unsold under this Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Curacao, Netherlands Antilles, on November 23, 2004.

TEVA PHARMACEUTICAL FINANCE B.V.

By: MEESPIERSON TRUST (CURACAO) N.V.,
its sole managing director

By /s/ Steven Melkman

Name: Steven Melkman
Title: Authorized Signatory

By /s/ Lucie de Jong

Name: Lucie de Jong
Title: Authorized Signatory

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Name	Title(s)	Date
MEESPIERSON TRUST (CURACAO) N.V.	Sole Managing Director (Principal Executive Officer; Principal Financial Officer and Principal Accounting Officer)	
By: /s/ Steven Melkman		November 23, 2004
----- By: Steven Melkman Title: Authorized Signatory		
By: /s/ Lucie de Jong		November 23, 2004

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By: Lucie de Jong
Title: Authorized Signatory

Bart Gerard Jules Deconinck

Managing Director of
MeesPierson Trust (Curacao) N.V.,
sole managing director of Teva
Pharmaceutical Finance B.V.

November __, 2004

/s/ Robertus Johannes Gerardus

Antonius Bremer

Robertus Johannes Gerardus
Antonius Bremer

Statutory Director of
MeesPierson Trust (Curacao) N.V.,
sole managing director of Teva
Pharmaceutical Finance B.V.

November 23, 2004

/s/ Sisulawatie Antonius Soedhoe

Sisulawatie Antonius Soedhoe

Statutory Director of
MeesPierson Trust (Curacao) N.V.,
sole managing director of Teva
Pharmaceutical Finance B.V.

November 23, 2004

/s/ Gregory Elias

Gregory Elias

Managing Director of
MeesPierson Trust (Curacao) N.V.,
sole managing director of Teva
Pharmaceutical Finance B.V.

November 23, 2004

/s/ William A. Fletcher

William A. Fletcher

Authorized U.S. Representative

November 23, 2004

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Petach Tikva, Israel, on November 23, 2004.

TEVA PHARMACEUTICAL INDUSTRIES LIMITED

By: /s/ Israel Makov

Israel Makov
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended,

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this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Name	Title(s)	Date
<p style="margin: 0;">* ----- Eli Hurvitz</p>	<p style="margin: 0;">Chairman and Director</p>	<p style="margin: 0;">November 23, 2004</p>
<p style="margin: 0;">/s/ Israel Makov ----- Israel Makov</p>	<p style="margin: 0;">President and Chief Executive Officer (Principal Executive Officer)</p>	<p style="margin: 0;">November 23, 2004</p>
<p style="margin: 0;">/s/ Dan S. Suesskind ----- Dan S. Suesskind</p>	<p style="margin: 0;">Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)</p>	<p style="margin: 0;">November 23, 2004</p>
<p style="margin: 0;">* ----- Ruth Cheshin</p>	<p style="margin: 0;">Director</p>	<p style="margin: 0;">November 23, 2004</p>
<p style="margin: 0;">----- Abraham E. Cohen</p>	<p style="margin: 0;">Director</p>	<p style="margin: 0;">November __, 2004</p>
<p style="margin: 0;">* ----- Leslie Dan</p>	<p style="margin: 0;">Director</p>	<p style="margin: 0;">November 23, 2004</p>
<p style="margin: 0;">* ----- Amir Elstein</p>	<p style="margin: 0;">Director</p>	<p style="margin: 0;">November 23, 2004</p>
<p style="margin: 0;">* ----- Prof. Meir Heth</p>	<p style="margin: 0;">Director</p>	<p style="margin: 0;">November 23, 2004</p>

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* ----- Prof. Moshe Many	Director	November 23, 2004
* ----- Dr. Leora Meridor	Director	November 23, 2004
* ----- Dr. Max Reis	Director	November 23, 2004
----- Carlo Salvi	Director	November __, 2004
* ----- Prof. Michael Sela	Director	November 23, 2004
* ----- Dov Shafir	Director	November 23, 2004
----- Prof. Gabriela Shalev	Director	November __, 2004
----- Harold Snyder	Director	November __, 2004

/s/ William A. Fletcher ----- William A. Fletcher	Authorized U.S. Representative	November 23, 2004
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*By: /s/ Dan S. Suesskind

Dan S. Suesskind
Attorney-in-Fact

