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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

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Post-Effective Amendment No. 1 to Form F-3  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933  
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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  
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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 ----- By: Steven Melkman Title: Authorized Signatory		November 23, 2004
By: /s/ Lucie de Jong		November 23, 2004

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By: Lucie de Jong  
Title: Authorized Signatory

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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

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Antonius Bremer

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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

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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

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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

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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

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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
* ----- Eli Hurvitz	Chairman and Director	November 23, 2004
/s/ Israel Makov ----- Israel Makov	President and Chief Executive Officer (Principal Executive Officer)	November 23, 2004
/s/ Dan S. Suesskind ----- Dan S. Suesskind	Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	November 23, 2004
* ----- Ruth Cheshin	Director	November 23, 2004
----- Abraham E. Cohen	Director	November __, 2004
* ----- Leslie Dan	Director	November 23, 2004
* ----- Amir Elstein	Director	November 23, 2004
* ----- Prof. Meir Heth	Director	November 23, 2004

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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  
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Dan S. Suesskind  
Attorney-in-Fact

