

Eini Meir
Form 4
January 18, 2018

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 *
Eini Meir

2. Issuer Name and Ticker or Trading Symbol
Foamix Pharmaceuticals Ltd.
[FOMX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2 HOLTZMAN STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2018

____ Director
____ Officer (give title below) Other (specify below)
Observer to the Board

REHOVOT, L3 7670402

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

(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			
Ordinary Shares	01/02/2018		S ⁽¹⁾		5,000	D	\$ 6.1805	2,752,781	I	See footnote (2)
Ordinary Shares	01/03/2018		S ⁽¹⁾		5,000	D	\$ 6.2621	2,747,781	I	See footnote (2)
Ordinary Shares	01/04/2018		S ⁽¹⁾		5,000	D	\$ 6.6822	2,742,781	I	See footnote (2)
Ordinary Shares	01/05/2018		S ⁽¹⁾		5,000	D	\$ 6.5763	2,737,781	I	See footnote

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									(2)
Ordinary Shares	01/08/2018	S ⁽¹⁾	5,000	D	\$ 6.17	2,732,781	I		See footnote (2)
Ordinary Shares	01/09/2018	S ⁽¹⁾	5,000	D	\$ 6.104	2,727,781	I		See footnote (2)
Ordinary Shares	01/10/2018	S ⁽¹⁾	5,000	D	\$ 6.0454	2,722,781	I		See footnote (2)
Ordinary Shares	01/11/2018	S ⁽¹⁾	5,000	D	\$ 6.3317	2,717,781	I		See footnote (2)
Ordinary Shares	01/01/2018	M	5,032	A	(3)	16,271	D		
Ordinary Shares	01/15/2018	M	1,125	A	(3)	17,396	D		

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.

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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 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)	8. Price of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Share Units	(3)	01/01/2018		M	5,032	(4)	(4)	Ordinary Shares	5,032
Restricted Share Units	(3)	01/15/2018		M	1,125	(5)	(5)	Ordinary Shares	1,125

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eini Meir 2 HOLTZMAN STREET REHOVOT, L3 7670402				Observer to the Board

Signatures

/s/ Ilan Hadar as attorney-in-fact for
Meir Eini

01/18/2018

__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) These transactions were effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on September 6, 2017
- (2) Shares held by Meir Eini Holdings Ltd., an Israeli company owned and controlled by the reporting person
- (3) The Restricted Share Units convert into Ordinary Shares on a one-for-one basis
- (4) The Restricted Share Units vest over a period of four years (25% on January 1, 2018 and 6.25% every three months thereafter) ending January 1, 2018
- (5) The Restricted Share Units vest in equal installments every three months over the vesting period ending January 15, 2019

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.