

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>REGALS CAPITAL MANAGEMENT LP</u> <hr/> (Last) (First) (Middle) <u>152 WEST 57TH STREET</u> <u>9TH FLOOR</u> <hr/> (Street) <u>NEW YORK NY 10019</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>ORAMED PHARMACEUTICALS INC. [ORMP]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/29/2012</u> <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person					

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			

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrants (Right to Purchase)	\$0.6	11/29/2012		P		1,647,722		11/29/2012	11/29/2016	Common Stock	1,647,722	(1)	1,647,722	I	See ⁽⁴⁾⁽⁵⁾
Warrants (Right to Purchase)	\$0.5	11/30/2012		H		202,703		11/05/2012	11/05/2017	Common Stock	202,703	(1)	0	I	See ⁽⁴⁾⁽⁵⁾
Warrants (Right to Purchase)	\$0.3138	11/30/2012		P		202,703		11/30/2012	11/05/2017	Common Stock	202,703	(1)	202,703	I	See ⁽⁴⁾⁽⁵⁾
Warrants (Right to Purchase)	\$0.5	11/29/2012		H		1,351,352		08/28/2012	08/28/2017	Common Stock	1,351,352	(1)	0	I	See ⁽⁴⁾⁽⁵⁾
Warrants (Right to Purchase)	\$0.3138	11/29/2012		P		1,351,352		11/29/2012	08/28/2017	Common Stock	1,351,352	(1)	1,351,352	I	See ⁽⁴⁾⁽⁵⁾
Warrants (Right to Purchase)	\$0.3138 ⁽²⁾	11/29/2012		H		3,485,500 ⁽³⁾		01/10/2012	01/10/2016	Common Stock	3,485,500 ⁽³⁾	(1)	0	I	See ⁽⁴⁾⁽⁵⁾
Warrants (Right to Purchase)	\$0.3138	11/29/2012		P		3,485,500 ⁽³⁾		11/29/2012	01/10/2016	Common Stock	3,485,500	(1)	3,485,500	I	See ⁽⁴⁾⁽⁵⁾

1. Name and Address of Reporting Person*
REGALS CAPITAL MANAGEMENT LP

 (Last) (First) (Middle)
152 WEST 57TH STREET
9TH FLOOR

 (Street)
NEW YORK NY 10019

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Regals Fund LP

 (Last) (First) (Middle)
152 WEST 57TH STREET, 9TH FLOOR

 (Street)
NEW YORK NY 10019

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Slager David Mark

(Last) (First) (Middle)

152 WEST 57TH STREET, 9TH FLOOR

(Street)

NEW YORK

NY

10019

(City)

(State)

(Zip)

Explanation of Responses:

1. On November 29, 2012, the Regals Fund LP, a Delaware limited partnership (the "Fund"), and the issuer amended the terms of the warrants previously issued by the issuer to the Fund by: (a) changing the exercise price of such warrants to \$.3118, and/or (b) deleting any anti-dilution provisions with respect to new issuances from such warrants. In exchange for agreeing to amend the warrants, the Fund received an additional warrant exercisable for 1,647,722 shares of common stock and an option from an affiliate of the issuer to purchase up to 1,352,278 shares of common stock at a variable exercise price upon a trigger event.
2. The exercise price for such warrants reflects the exercise price after taking into account anti-dilution adjustments that occurred pursuant to the terms of such warrants (prior to the amendments described in note #1 above).
3. The number of shares underlying such warrants reflect the number of shares the warrants are exercisable for after taking into account anti-dilution adjustments that occurred pursuant to the terms of such warrants (prior to the amendments described in note #1 above).
4. Regals Capital Management LP, a Delaware limited partnership ("Regals Management"), the Fund, and David M. Slager ("Mr. Slager"), are the reporting persons (the "Reporting Persons") for the referenced securities. Mr. Slager is Managing Member of the general partner of Regals Management. Regals Management is the investment manager of the Fund. The shares of the issuer's common stock reported herein are held for the account of the Fund.
5. As a result, each of the Reporting Persons may be deemed to be a beneficial owner of the securities owned by the Fund for purposes of Rule 16a-1(a)(1) under the Securities Exchange Act of 1934, as amended (the "Act"). Pursuant to Rule 16a-1(a)(4) under the Act, Regals Management and Mr. Slager disclaim beneficial ownership in the securities owned by the Fund except to the extent, if any, of their pecuniary interest therein.

Remarks:

David M. Slager, as Managing
Member of Regals Capital
Holdings LLC, general partner of 12/13/2012
Regals Capital Management LP
David M. Slager, as Managing
Member of Regals Fund GP LLC, 12/13/2012
general partner of Regals Fund, LP
David M. Slager 12/13/2012
** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.