

| 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*<br><u>REGALS CAPITAL MANAGEMENT LP</u><br><br>(Last) (First) (Middle)<br><u>152 WEST 57TH STREET</u><br><u>9TH FLOOR</u><br><br>(Street)<br><u>NEW YORK NY 10019</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>ORAMED PHARMACEUTICALS INC. [ ORMP ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|                                                                                                                                                                                                                                           | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>06/06/2014</u>                      |                                                                                                                                                                                               |
| 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input 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                 |                                                                                               |                                                          |                                                       |
| Common Stock                    | 06/06/2014                           |                                                    | p <sup>(1)</sup>               |   | 2,252                                                             | A          | \$4.44 <sup>(1)</sup> | 1,453,637                                                                                     | I                                                        | See <sup>(2)(3)</sup>                                 |

**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) |   | 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) |                                                                                   |                                            |                                                                                                    |                                                           |                                                        |

|                                                                                                                                                                                                                                           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person*<br><u>REGALS CAPITAL MANAGEMENT LP</u><br><br>(Last) (First) (Middle)<br><u>152 WEST 57TH STREET</u><br><u>9TH FLOOR</u><br><br>(Street)<br><u>NEW YORK NY 10019</u><br><br>(City) (State) (Zip) |
| 1. Name and Address of Reporting Person*<br><u>Regals Fund LP</u><br><br>(Last) (First) (Middle)<br><u>152 WEST 57TH STREET, 9TH FLOOR</u><br><br>(Street)<br><u>NEW YORK NY 10019</u><br><br>(City) (State) (Zip)                        |
| 1. Name and Address of Reporting Person*<br><u>Slager David Mark</u><br><br>(Last) (First) (Middle)<br><u>152 WEST 57TH STREET, 9TH FLOOR</u><br><br>(Street)<br><u>NEW YORK NY 10019</u><br><br>(City) (State) (Zip)                     |

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The shares of the issuer's common stock reported herein were acquired as part of settlement of liquidated damages pursuant to Section 4.1(g) of the Securities Purchase Agreement, dated as of August 28, 2012, by and among the issuer and the investors identified on the signature page thereto.
2. Regals Capital Management L.P, 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.
3. 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:**

|                                                                                                                                            |                                   |
|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|
| <a href="#"><u>David M. Slager, as Managing Member of Regals Capital Holdings LLC, general partner of Regals Capital Management LP</u></a> | <a href="#"><u>06/10/2014</u></a> |
| <a href="#"><u>David M. Slager, as Managing Member of Regals Fund GP LLC, general partner of Regals Fund, LP</u></a>                       | <a href="#"><u>06/10/2014</u></a> |
| <a href="#"><u>David M. Slager</u></a>                                                                                                     | <a href="#"><u>06/10/2014</u></a> |
| ** 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.**

**Joint Filer Information**

Title of Security: Common Stock  
Issuer & Ticker Symbol: ORAMED PHARMACEUTICALS INC. [ORMP]  
Designated Filer: Regals Capital Management LP  
Other Joint Filers: Regals Fund LP (the "Fund");  
David M. Slager  
Addresses: The address of each of the Fund and Mr. Slager is 152 West 57th Street, 9th Floor, New York, New York 10019.

Signatures:

Dated: June 10, 2014

REGALS FUND LP  
By: Regals Fund GP LLC, its general partner

By: /s/ David M. Slager  
Name: David M. Slager  
Title: Managing Member

DAVID M. SLAGER

By: /s/ David M. Slager  
Name: David M. Slager