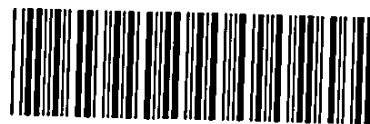


Teva Pharmaceuticals Limited
Annual report and financial statements
for the year ended 31 December 2011

Company Number: 01077587

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Teva Pharmaceuticals Limited

Annual report for the year ended 31 December 2011

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Teva Pharmaceuticals Limited

Directors and advisers

Directors

T Andriessen
R Williams
R Daniell (appointed 18 May 2012)
G Wright (resigned 18 May 2012)

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
The Atrium
1 Harefield Road
Uxbridge
Middlesex
UB8 1EX

Registered office

Five Chancery Lane
Clifford's Inn
London
EC4A 1BU

Solicitors

Denton Wilde Sapte
Five Chancery Lane
Clifford's Inn
London
EC4A 1BU

Bankers

Barclays Bank plc
36 Market Square
Bicester
Oxon
OX6 7AQ

Teva Pharmaceuticals Limited

Directors' report for the year ended 31 December 2011

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2011

Business review and principal activities

In March 2012 an announcement was made of the proposal to change the structure of the Teva Pharmaceuticals Limited team based in Aylesbury. The proposal was to integrate Teva Pharmaceuticals Ltd with Teva UK Limited during 2012. The Aylesbury site will be closed in the fourth quarter of 2012. This proposal is now in progress and the integration is now taking place. Teva Pharmaceuticals Ltd will continue operating for the foreseeable future.

During 2011 Teva Pharmaceuticals Ltd focused on the development and commercialisation of innovative medicines originating from Teva's global research programmes. Teva's first innovative product, Copaxone®, was approved for the treatment of relapsing-remitting multiple sclerosis and launched in the UK in 2000. In 2005, Teva Pharmaceuticals Ltd launched Azilect® (rasagiline), a second generation, irreversible MAO-B inhibitor for the treatment of idiopathic Parkinson's disease.

Results for the financial year

The company's profit for the financial year is £426,000 (2010: £490,000) which will be transferred to reserves. The directors do not recommend the payment of a dividend (2010: £Nil).

Business environment

The company markets Copaxone®, a treatment for relapsing remitting multiple sclerosis (RRMS). The directors anticipate that the number of people with RRMS treated with Copaxone will continue to increase in 2012.

The company also markets Azilect®, a treatment for Parkinson's disease. This drug was launched in 2005, sales performed well in 2011 and it is hoped that sales will continue to increase in 2012.

Future developments

The company will continue to market Copaxone® and Azilect®.

Key performance indicators ("KPIs")

KPIs are monitored by group management at group level (Teva Pharmaceuticals Industries Limited) and local management are responsible for the day to day activities of the company. KPIs are disclosed in detail in the group financial statements and are therefore not repeated here. The performance of the company is driven by the amount of expenses incurred all of which are then recharged to the parent company. The activities of the company are dependent on total group activity.

Patient Organisations

The company provides financial support by way of sponsorship of meetings and events and other donations to the following patient organisation -

The Multiple Sclerosis Trust	£183,832
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Teva Pharmaceuticals Limited

Directors' report for the year ended 31 December 2011

Principal Risks

The principal risks to the company are that sales of innovative products produced by the Teva Pharmaceutical Industries Limited Group ("the group") and marketed by Teva Pharmaceuticals Ltd, could be adversely affected by competition. Research & development into our innovative pipeline may not achieve expected results and we are subject to government regulation that may increase our costs and could prevent us from selling or marketing our products. Competitive pressures can be reduced, but not eliminated by retaining clients by quality of service in our core area of innovative products, expanding our product base and improving margins through increased sales.

Financial risk management

Given the size of the company, the holding company directors have not delegated the responsibility of monitoring company financial risk management at a local level. The policies set by the holding company board of directors are implemented by the group's treasury department. The department has a policy and procedures manual that sets out specific guidelines to manage interest rate risk, credit risk and circumstances where it would be appropriate to use financial instruments to manage these. The effects of price risk, credit risk, liquidity risk and interest rate cash flow risk risks have been addressed as follows:

Price risk

Costs incurred are recharged to fellow group companies at a 5% mark-up and hence the risk of price increases is with fellow group companies and not the company.

Credit risk

Due to the nature of the entity, the only significant debtors are with other affiliated group companies. Balances with other affiliated group companies are settled on a regular basis.

Liquidity risk

Funding for the company is through inter-company arrangements. In total, the company is a net receiver of funds to other affiliated companies within the group.

Interest rate cash flow risk

The company has no significant interest bearing assets or interest bearing liabilities with third parties, therefore little risk arises from changes in interest rates.

Directors

The directors of the company during the year and up to the date of signing the financial statements were as follows:

T Andriessen

R Williams

R Daniell (appointed 18 May 2012)

G Wright (resigned 18 May 2012)

The directors and officers of the Company are covered by liability insurance arranged by the ultimate parent company Teva Pharmaceutical Industries Ltd. The insurance contains qualifying third party indemnity provisions for the purposes of the Companies Act 2006 and was in place during the year and up to date of signing the financial statements.

Teva Pharmaceuticals Limited

Directors' report for the year ended 31 December 2011

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure of information to auditors

Each of the persons who are directors at the date of approval of this report confirms that

- (1) so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- (2) the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

On behalf of the board



R Williams
Director

21 September 2012

Teva Pharmaceuticals Limited

Independent auditors' report to the members of Teva Pharmaceuticals Limited

We have audited the financial statements of Teva Pharmaceuticals Limited for the year ended 31 December 2011 which comprise Profit and Loss Account, the Balance Sheet, the Accounting Policies and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose.

We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Teva Pharmaceuticals Limited

Independent auditors' report to the members of Teva Pharmaceuticals Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



John Dashwood (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Uxbridge

27th September 2012

Teva Pharmaceuticals Limited

Profit and loss account for the year ended 31 December 2011

		2011	2010
	Note	£'000	£'000
Turnover		10,689	8,827
<u>Operating expenses</u>	<u>2</u>	<u>(10,181)</u>	<u>(8,353)</u>
Operating profit		508	474
Interest receivable and similar income	5 (a)	3	2
<u>Interest payable and similar charges</u>	<u>5 (b)</u>	<u>(3)</u>	<u>(2)</u>
Profit on ordinary activities before taxation	6	508	474
<u>Tax (charge)/credit on profit on ordinary activities</u>	<u>7</u>	<u>(82)</u>	<u>16</u>
Profit for the financial year	12	426	490

All of the above results are derived from continuing operations

All turnover is derived in the United Kingdom

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial years stated above and their historical cost equivalents

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of recognised gains and losses has been presented

Teva Pharmaceuticals Limited

Balance Sheet as at 31 December 2011

	Note	2011 £'000	2010 £'000
Fixed assets			
Tangible assets	8	260	279
Current assets			
Debtors	9	2,847	2,324
Cash at bank and in hand		2,190	1,942
		5,037	4,266
Creditors: amounts falling due within one year	10	(1,190)	(993)
Net current assets		3,847	3,273
Total assets less current liabilities		4,107	3,552
Capital and reserves			
Called up share capital	11	-	-
Profit and loss account	12	4,107	3,552
Total Equity shareholders' funds	13	4,107	3,552

The financial statements on pages 7 to 18 were approved by the board of directors on 27 September 2012 and were signed on its behalf by



R Williams
Director

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

1 Principal accounting policies

The financial statements have been prepared on the going concern basis under the historic cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently through the year, are set out below.

Turnover

Turnover represents the invoiced value of goods and services provided to Teva Pharmaceutical Industries Limited (ultimate parent company) in accordance with the agreement for conducting clinical trials and marketing of pharmaceutical products. Revenue is recognised on production of the recharge invoice. The directors consider the recharge to be on an arms length basis. All turnover is derived in the United Kingdom.

Pension scheme

The company participates in a money purchase pension scheme for the benefit of employees of the company. The company's contributions are charged to the profit and loss account in the year to which they relate.

Cash flow statement

The company is a wholly owned subsidiary of Teva Pharmaceutical Industries Limited and is included in their consolidated financial statements, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 "Cash flow statements" (revised 1996).

Tangible fixed assets and depreciation

Tangible fixed assets are stated at historic purchase cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is calculated to write off the cost of tangible fixed assets, less their residual values, over their expected useful economic lives using the straight line basis. The expected useful lives of the assets to the business are reassessed periodically in the light of experience.

Annual rates of depreciation used are:

Computer equipment	10%-15% per annum
Fixtures and fittings	15% per annum

Share based payments

The company's parent undertaking, Teva Pharmaceutical Industries Limited, issues share options to certain employees which are measured at fair value and recognised as an expense in the profit and loss account with a corresponding increase in reserves. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to vest.

The fair values of these payments are measured at the dates of grant and are recognised over the period during which employees become unconditionally entitled to the awards. At each balance sheet date, Teva Pharmaceuticals Limited revises its estimates of the number of options that are expected to vest and the company recognises the impact of the revision to original estimates, if any, in the profit and loss account, with a corresponding adjustment to profit and loss account.

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

1 Principal accounting policies (continued)

Operating leases

Costs in respect of operating leases are charged on a straight line basis over the lease term

Foreign currencies

Monetary assets and liabilities expressed in foreign currencies are translated into sterling at rates of exchange ruling at the date of the balance sheet or at the agreed contractual rate

Transactions in foreign currency are converted to sterling at the rate ruling at the date of the transaction. All differences on exchange are taken to the profit and loss account. Year end €/£ rate = 0.8683

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date

A net deferred tax asset is recognised as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis

2 Operating expenses

	2011 £'000	2010 £'000
Operating expenses		
Selling and marketing	6,299	4,628
Administrative expenses	1,503	1,375
Clinical trials expenditure	2,379	2,350
	10,181	8,353

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

3 Directors' emoluments

During the year, one director received emoluments in respect of services to the company of £227,541 (2010 £191,479). Contributions of £20,790 (2010 £42,153) were received by one director in respect of money purchase pension schemes. Retirement benefits are accruing to one (2010 one) director under a money purchase pension scheme. One (2010 One) director was entitled to shares under a long term incentive scheme. One (2010 One) director exercised share options during the year.

The remuneration relating to other directors were paid by the parent company for their services to the group as a whole and cannot be allocated to the group companies.

4 Employee information

The average monthly number of persons (including executive directors) employed by the company during the year, split by activity was:

	2011 Number	2010 Number
Marketing	28	26
Clinical trials	4	4
Finance	3	3
	35	33

	2011 £'000	2010 £'000
Staff costs (for the above persons)		
Wages and salaries	2,658	2,637
Social security costs	365	325
Other pension costs (note 14)	318	307
Share based payments	129	109
	3,470	3,378

5(a) Interest receivable and similar income

	2011 £'000	2010 £'000
Bank interest	3	2

5(b) Interest payable and similar charges

	2011 £'000	2010 £'000
Bank interest	3	2

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

6 Profit on ordinary activities before taxation

	2011 £'000	2010 £'000
Profit on ordinary activities before taxation is stated after charging		
Depreciation of tangible fixed assets		
- Owned assets	84	134
Operating lease charges		
- Plant and machinery	68	64
- Other	104	104
Services provided by the company's auditor		
- Fees payable for the audit	28	25

7(a) Tax on profit on ordinary activities

	2011 £'000	2010 £'000
Current tax		
UK corporation tax on profits of the year	158	54
Adjustment in respect of prior years	(69)	(99)
Total current tax	89	(45)
Deferred tax		
Origination and reversal of timing differences	(7)	38
Adjustment in respect of prior years	-	(9)
Total deferred tax	(7)	29
Tax charge/ (credit) on profit on ordinary activities	82	(16)

During the year, as a result of the change in the UK corporation tax rate from 26% to 25% that was substantively enacted on 5 July 2011 and that will be effective from 1 April 2012, the relevant deferred tax balances have been re-measured. Deferred tax expected to reverse in the year to 31 December 2012 and beyond has been measured using the 25% rate.

Further reductions to the UK tax rate have been announced. The changes, which are expected to be enacted separately each year, propose to reduce the rate by 1% per annum to 23% by 1 April 2014. The changes had not been substantively enacted at the balance sheet date and, therefore, are not recognised in these financial statements.

7(b) Tax on profit on ordinary activities

The tax assessed for the year is lower (2010: lower) than the standard rate of corporation tax in the UK (26%). The differences are explained below.

	2011 £'000	2010 £'000
Profit on ordinary activities before taxation	508	474
Profit on ordinary activities multiplied by standard rate in the UK 26% (2010: 28%)	132	133
Effects of		
Expenses not deductible for tax purposes	20	18
Accelerated Capital Allowances	-	(14)
Other timing differences	6	(83)
Adjustment in respect of prior years	(69)	(99)
Current tax charge/ (credit) for the year	89	(45)

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

8 Tangible fixed assets

	Computer Equipment £'000	Fixtures and Fittings £'000	Total £'000
Cost			
At 1 January 2011	400	225	625
Additions	62	3	65
At 31 December 2011	462	228	690
Accumulated depreciation			
At 1 January 2011	204	142	346
Charge for the year	79	5	84
At 31 December 2011	283	147	430
Net book value			
At 31 December 2011	179	81	260
At 31 December 2010	196	83	279

9 Debtors

	2011 £'000	2010 £'000
Amounts owed by group undertakings	2,134	1,889
Value Added Tax recoverable	434	92
Corporation Tax	152	199
Deferred tax asset	76	69
Prepayments	51	75
	2,847	2,324

Amounts owed by group undertakings are unsecured, interest-free and have no fixed date of repayment

The deferred tax asset comprises

	2011 £'000	2010 £'000
Excess of depreciation/capital allowances over depreciation/capital allowances	17	7
Other timing differences	59	62
	76	69

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

9 Debtors (continued)

The movement on deferred taxation comprises

	£'000
At 1 January 2011	69
Charged to profit and loss account (note 7)	7
At 31 December 2011	76

The directors consider that it is more likely than not that there will be sufficient taxable profits in the future such as to realise the deferred tax asset, and therefore the asset has been recognised in these financial statements. Accordingly, there are no unrecognised deferred tax assets as at balance sheet date (2010: nil)

10 Creditors amounts falling due within one year

	2011 £'000	2010 £'000
Trade creditors	81	74
Amounts owed to group undertakings	65	-
Other taxation and social security	128	115
Accruals	916	804
	1,190	993

Amounts owed to group undertakings are unsecured, interest-free and have no fixed date of repayment

11 Called up share capital

	2011 £	2010 £
Authorised		
200 (2010: 200) ordinary shares of £1 each	200	200
Allotted, and fully paid		
200 (2010: 200) ordinary shares of £1 each	200	200

12 Profit and loss account

	£'000
At 1 January 2011	3,552
Profit for the financial year	426
Share based payments credit (FRS 20)	129
At 31 December 2011	4,107

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

13 Reconciliation of Movements in Shareholders' Funds

	2011 £'000	2010 £'000
Profit for the year	426	490
Share based payments credit (FRS 20)	129	109
	555	599
Opening shareholders' fund	3,552	2,953
Closing shareholders' funds	4,107	3,552

14 Pensions

The company operates a defined contribution scheme for its employees. The assets of the scheme are held in an independently administered fund. The pension cost represents contributions payable by the company to the fund and amounted £317,710 (2010: £307,365). There was £27,289 (2010: £23,705) of contributions outstanding at the year end.

15 Financial Commitments

At 31 December 2011, the company had annual commitments under non-cancellable operating leases expiring as follows:

	2011 £'000	2010 £'000
Expiring within one year		
- Land and building	-	40
- Other	24	11
Expiring between two and five years inclusive		
- Land and building	-	-
- Other	30	52
Total	54	103

16 Related party transactions

The company is exempt under the terms of Financial Reporting Standard No 8 "Related party transactions" from disclosing related party transactions with entities that are part of Teva Pharmaceutical Industries Limited or its subsidiaries, as it is a wholly-owned subsidiary of Teva Pharmaceutical Industries Limited whose consolidated financial statements are publicly available.

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

17 Share based payments

Employee stock option scheme

Certain senior employees of the company are entitled to share options and restricted stock units ("RSUs") in the ultimate parent company. Options are granted with a fixed exercise price equal to closing NASDAQ share price at the date of grant. The contractual life of an option and RSU is 5-7 years. Options and RSUs granted will become exercisable in equal proportions on the second, third and fourth anniversary of the date of grant. Exercise of an option and RSU is subject to continued employment. Options were valued using the Black-Scholes option-pricing model. No performance conditions were included in the fair value calculations.

There are no other features, other than those stated above which require incorporation into the measurement of fair value. No modifications were made to the options since the date of grant.

The table below summarises the share based payment awards under this scheme that were made in 2011 and 2010, together with the assumptions that have been used to calculate the fair values.

	2011 February & December 2011	2010 February December 2010
Date of grant		
Number of RSU granted	1,786	1,824
Number of Share options granted	10,682	10,348
Fair value per option	\$9.2	\$9.7
Share price at grant	\$41.72	\$50.5
Exercise price	\$41.72	\$50.5
Number of employees	10	6
Expected volatility (%pa)	27%	24%
Expected dividends (%pa)	2.0%	1.7%
Risk-free interest rate (%pa)	1.3%	1.7%
Contractual Life	5-7 years	5-7 years
Vesting period	3 years	3 years
Expected life	6 years	5 years

Expected volatility is based on an analysis of the parent company's historical daily share price volatility. The risk-free interest rate is based on observed interest rates appropriate for the expected term of the stock options granted.

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

17 Share Based Payments (continued)

Share Options

At 31 December 2011, options of 71,718 (2010 66,252) shares in the company's ultimate parent were outstanding and comprised

	Year of Grant	Exercise Period	Exercise Price \$	Number of Options 2011	Number of Options 2010
Employee stock option plan	2004	5-7 years	31 67	0	4,000
Employee stock option plan	2005	5-7 years	42 93	10,000	10,000
Employee stock option plan	2006	5-7 years	32 19	6,504	6,505
Employee stock option plan	2007	5-7 years	44 22	13,482	13,482
Employee stock option plan	2008	5-7 years	40 86	6,381	6,381
Employee stock option plan	2009	5-7 years	53 57	15,536	15,536
Employee stock option plan	2010	5-7 years	50 50	9,133	10,348
Employee stock option plan	2011	5-7 years	41 72	10,682	-
Total				71,718	66,252

The table below shows the movement in the number and weighted average exercised prices of options outstanding

	2011		2010	
	Number	Weighted average exercise price	Number	Weighted average exercise price
Outstanding at 1 January	66,252	\$42 65	70,657	\$38 66
Transferred in	1,370	-	-	-
Granted share options	10,682	\$41.72	10,348	\$50 50
Expired and forfeited	(2,252)	-	-	-
Exercised share options	(4,334)	\$30.21	(14,753)	\$29 06
Outstanding at 31 December	71,718	\$44.92	66,252	\$42 65
Exercisable at 31 December	40,120	\$41 01	29,172	\$39 67

The weighted average fair value of options granted in the year was \$9 2 (2010 \$9 7). The total charge for the year relating to employee share based payment plans was £129,282 (2010 £109,000), all of which related to equity-settled share based payment transactions.

Teva Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2011

17 Share Based Payments (continued)

RSUs

The table below shows the movement in the number and weighted average fair value options outstanding

	2011		2010	
	Number	Weighted average fair value	Number	Weighted average fair value
Outstanding at 1 January	5,774	\$45.78	5,956	\$43.51
Granted RSUs	1,786	\$39.41	1,824	\$47.57
Exercised RSUs	(2,260)	\$44.43	(2,006)	\$37.20
Outstanding at 31 December	5,300	\$43.23	5,774	\$45.78

18 Post Balance Sheet Events

In March 2012 an announcement was made of the proposal to change the structure of the Teva Pharmaceuticals Limited team based in Aylesbury. The proposal was to integrate Teva Pharmaceuticals Ltd with Teva UK Limited during 2012. The Aylesbury site will be closed in the fourth quarter of 2012. This proposal is now in progress and the integration is now taking place.

Teva Pharmaceuticals Ltd will continue operating for the foreseeable future.

19 Ultimate parent undertaking and controlling party

The company's ultimate parent undertaking and controlling party is Teva Pharmaceutical Industries Limited incorporated in Tel Aviv, Israel. The company's immediate parent undertaking is Teva Pharmaceuticals Europe BV incorporated in Mijdrecht, The Netherlands. Teva Pharmaceutical Industries Limited is the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of Teva Pharmaceutical Industries Limited may be obtained from Teva Pharmaceuticals Limited, Five Chancery Lane, Clifford's Inn, London, EC4A 1BU.