

TEVA PHARMACEUTICAL FINANCE COMPANY B.V.

1.75% Convertible Senior Debentures due 2026

Notice of Adjustment of Conversion Price, Stock Prices and Additional ADRs

TEVA PHARMACEUTICAL FINANCE COMPANY B.V. (the "Company") refers to the Senior Indenture, dated as of January 31, 2006, as supplemented by the First Supplemental Senior Indenture, dated as of January 31, 2006 (the "First Supplemental Indenture" and such Senior Indenture, as so supplemented, the "Indenture"), among the Company, Teva Pharmaceutical Industries Limited (the "Guarantor") and The Bank of New York, as trustee, and to the 1.75% Convertible Senior Debentures due 2026 issued pursuant to the Indenture (the "Debentures").

The Company hereby gives notice, pursuant to Section 9.5 of the First Supplemental Indenture, to the Holder of the Debentures that, as a result of the payment of cash dividends by the Guarantor with record dates through and including May 14, 2008, the Conversion Price of the Debentures has been adjusted, as a result of adjustment of the Conversion Rate pursuant to Section 9.4(e) of the First Supplemental Indenture, such that the Conversion Price is, effective as of the close of business on May 14, 2008, \$50.88. In addition, pursuant to Section 9.15(a) of the First Supplemental Indenture as a result of the payment of such dividends and the resulting adjustment to the Conversion Rate, the Stock Prices and the number of Additional ADRs under such Section 9.15(a) are required to be correspondingly adjusted. Schedule I to this notice further sets forth the table of Stock Prices and the number of Additional ADRs as adjusted for the payment of such cash dividends by the Guarantor and which is effective as of the close of business on May 14, 2008 and which replaces the corresponding table set forth in Section 9.15(a) of the First Supplemental Indenture, as previously adjusted.

Terms used in this notice that are defined in the Indenture or the First Supplemental Indenture are used herein as so defined.

TEVA PHARMACEUTICAL FINANCE
COMPANY B.V.

Dated: June 3, 2008

