

Alexza Pharmaceuticals Inc.  
Form SC 13G  
March 28, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SCHEDULE 13G  
Under the Securities Exchange Act of 1934

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ALEXZA PHARMACEUTICALS, INC.  
(Name of Issuer)  
Common Stock, \$0.0001 Par Value  
(Title of Class of Securities)  
CUSIP 015384 209  
February 23, 2016  
(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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Name of reporting person

1 Teva Pharmaceutical Industries  
Limited

Check the appropriate box if a  
member of a group

2 (a) (b)

SEC use only

3

Citizenship or place of  
organization

4

Israel

Sole voting power

5 None

Number of  
shares

Shared voting power

beneficially 6  
owned by

2,172,886

each  
reporting

Sole dispositive power

person 7  
with

None

Shared dispositive power

8 2,172,886

Aggregate amount beneficially  
owned by each reporting  
person

9

2,172,886

Check box if the aggregate  
amount in Row (9) excludes  
certain shares

10

11 Percent of class represented by  
amount in Row (11)

9.99%<sup>1</sup>

Type of reporting person

12

CO

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<sup>1</sup> Based on 21,750,615 shares of Common Stock outstanding as of February 19, 2016 as provided by Alexza Pharmaceuticals, Inc.

2

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Name of reporting person

1 Teva Pharmaceuticals USA,  
Inc.

Check the appropriate box if a  
member of a group

2 (a) (b)

SEC use only

3

Citizenship or place of  
organization

4

Delaware

Sole voting power

5 None

Number of  
shares

Shared voting power

beneficially 6  
owned by

2,172,886

each  
reporting

Sole dispositive power

person 7  
with

None

Shared dispositive power

8 2,172,886

Aggregate amount beneficially  
owned by each reporting  
person

9

2,172,886

Check box if the aggregate  
amount in Row (9) excludes  
certain shares

10

11 Percent of class represented by  
amount in Row (11)

9.99%<sup>2</sup>

Type of reporting person

12

CO

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<sup>2</sup> Based on 21,750,615 shares of Common Stock outstanding as of February 19, 2016 as provided by Alexza Pharmaceuticals, Inc.

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Item 1.

(a) Name of Issuer:

Alexza  
Pharmaceuticals,  
Inc. (the  
“Company”)

(b) Address of  
Issuer’s Principal  
Executive  
Offices:

2091 Stierlin  
Court  
Mountain View,  
CA 94043

Item 2.

(a) Name of Persons  
Filing

This Schedule  
13G is being  
filed by Teva  
Pharmaceutical  
Industries  
Limited (“Teva”)  
and Teva  
Pharmaceuticals  
USA, Inc. (“Teva  
USA”), as joint  
filers (together,  
the “Reporting  
Persons”). Teva  
USA is an  
indirect, wholly  
owned subsidiary  
of Teva. The  
Reporting  
Persons have  
entered into a  
Joint Filing  
Agreement, a  
copy of which is

filed with this  
Schedule 13G,  
pursuant to  
which the  
Reporting  
Persons have  
agreed to file this  
Schedule 13G  
jointly in  
accordance with  
the provisions of  
Rule 13d-1(k) of  
the Securities  
Exchange Act of  
1934, as  
amended.

(b) Address of  
Principal Offices  
or, if none,  
Residence:

The principal  
business office of  
Teva is 5 Basel  
Street, P.O. Box  
3190, Petach  
Tikva 4951033,  
Israel.

The principal  
business office of  
Teva USA is  
1090 Horsham  
Road, North  
Wales, PA  
19454.

(c) Citizenship

Please see Item 4  
of each cover  
page.

Title of Class of  
Securities

(d) Common Stock,  
\$0.0001 par  
value ('Common  
Stock')

(e) CUSIP Number

015384 209



Item 3. If this statement is filed pursuant to Rule 13d-1(b) or 13d-2(b), check whether the person filing is a:

- (a) Broker or Dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership

Teva

Number of Shares: 2,172,886

Percentage of Outstanding Shares: 9.99%<sup>3</sup>

Sole Voting Power: None.

Shared Voting Power: 2,172,886

Sole Dispositive Power: None.

Shared Dispositive Power: 2,172,886

Teva USA

Number of Shares: 2,172,886

Percentage of Outstanding Shares: 9.99%<sup>4</sup>

Sole Voting Power: None.

Shared Voting Power: 2,172,886

Sole Dispositive Power: None.

Shared Dispositive Power: 2,172,886

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of more than Five Percent on Behalf of another Person

Not applicable.

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<sup>3</sup> Based on 21,750,615 shares of Common Stock outstanding as of February 19, 2016 as provided by Alexza Pharmaceuticals, Inc.

<sup>4</sup> Based on 21,750,615 shares of Common Stock outstanding as of February 19, 2016 as provided by Alexza Pharmaceuticals, Inc.

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent  
7. Holding Company or Control Person

Not applicable.

Item Identification and Classification of Members of the Group  
8.

Not applicable.

Item Notice of Dissolution of Group  
9.

Not applicable.

Item Certifications  
10.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits  
Joint Filing Agreement attached as Exhibit A.

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 28, 2016

TEVA PHARMACEUTICALS USA, INC.

By: /s/ Deborah A. Griffin  
Name: Deborah A. Griffin  
Title: SVP & Chief Accounting Officer

TEVA PHARMACEUTICAL INDUSTRIES LIMITED

By: /s/ Eyal Desheh  
Name: Eyal Desheh  
Title: Group Executive Vice President and Chief Financial Officer