# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## **SCHEDULE 13G**

(Rule 13d-102)

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

#### ENTERA BIO LTD.

(Name of Issuer)

# Ordinary Shares, nominal value of NIS 0.0000769 per share

(Title of Class of Securities)

M40527109

(CUSIP Number)

## December 31, 2019

(Date of Event Which Requires Filing of this Statement)

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

	Rule 13d-1(b)
	Rule 13d-1(c)
X	Rule 13d-1(d)
	emainder 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 sequent amendment containing information which would alter the disclosures provided in a prior cover page.
The info	ormation 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 ("Act") 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).

CUSIP No. M40527109			13G	Page 2 of 13 Pages		
1.	Names of Reportin	g Person				
	D of a ba	<b>.</b>	ID			
	Pontifax (Israel) 4		-			
2.	(See Instructions)	ROPRIA	TE BOX IF A MEMBER OF A GROUP	(a) □ (b) □		
	(See Histructions)			(0) 🗆		
3.	SEC Use Only			_		
	·					
4.	Citizenship or Plac	e of Org	nization			
	Israel					
	israei	5.	Sole Voting Power			
		J.	Soft voting rower			
			0			
	JMBER OF	6.	Shared Voting Power			
	SHARES					
	EFICIALLY WNED BY		120,250 <sup>1</sup>			
	EACH 7. REPORTING		Sole Dispositive Power			
			0			
PEF	RSON WITH	8.	Shared Dispositive Power			
		0.	Shared Dispositive I ower			
			120,250 <sup>1</sup>			
9.	Aggregate Amount	Benefic	ally Owned by Each Reporting Person			
	120,250 <sup>1</sup>					
		gate Am	ount in Row (9) Excludes Certain Shares			
	(See Instructions)					
11.	11. Percent of Class Represented by Amount in Row (9)					
11.	11. Percent of Class Represented by Amount in Row (9)					
0.7%						
12.	Type of Reporting	Person (	ee Instructions)			
	DM					
	PN					

1. Consists of warrants to purchase 120,250 ordinary shares exercisable within 60 days of December 31, 2019. Pontifax 4 GP, Limited Partnership is the general partner of Pontifax (Israel) 4, Limited Partnership, Pontifax (Cayman) IV, L.P. and Pontifax (China) IV, L.P. Pontifax Management 4 GP (2015)

Ltd. is the general partner of Pontifax 4 GP, Limited Partnership. Ran Nussbaum and Tomer Kariv are directors of Pontifax 4 G.P. (2015) Ltd.

CU	SIP No. M4052710	9	13G	Page 3 of 13 Pages		
		-		-		
1.	Names of Reporting Persons					
	Pontifax (Cayma	.) IV I D				
2.		-	TE BOX IF A MEMBER OF A GROUP	(a) 🗆		
۷.	(See Instructions)	KOPKIA	LE BOX IF A MEMIDER OF A GROUP	(a) □ (b) □		
	(See instructions)			(3) =		
3.	SEC Use Only					
4.	Citizenship or Plac	e of Orga	nization			
	Cayman Islands					
		5.	Sole Voting Power			
			0			
NU	J <b>MBER OF</b>	6.	Shared Voting Power			
	SHARES	· ·	onated voting rower			
	EFICIALLY WNED BY		58,630 <sup>1</sup>			
U	EACH	7.	Sole Dispositive Power			
REPORTING			0			
PEF	RSON WITH	8.	Shared Dispositive Power			
			58,630 <sup>1</sup>			
9.	Aggregate Amoun	t Beneficia	ally Owned by Each Reporting Person			
	58,630 <sup>1</sup>					
10.						
	(See Instructions)					
11.	1 Persont of Class Represented by Amount in Pers (0)					
11.	11. Percent of Class Represented by Amount in Row (9)					
12.	Type of Reporting	Person (S	ee Instructions)			
	PN					
	111					

1. Consists of warrants to purchase 58,630 ordinary shares exercisable within 60 days of December 31, 2019. Pontifax 4 GP, Limited Partnership is the general partner of Pontifax (Israel) 4, Limited Partnership, Pontifax (Cayman) IV, L.P. and Pontifax (China) IV, L.P. Pontifax Management 4 GP (2015)

Ltd. is the general partner of Pontifax 4 GP, Limited Partnership. Ran Nussbaum and Tomer Kariv are directors of Pontifax 4 G.P. (2015) Ltd.

CU	SIP No. M4052/10	J <del>9</del>	13G	Page 4 of 13 Pages	
1.	Names of Reporting Persons				
	Design (China)	137 T D			
2	Pontifax (China)		FE DOV IF A MEMBER OF A CROUD	(2) [	
2.	(See Instructions)	PROPRIA	TE BOX IF A MEMBER OF A GROUP	(a) □ (b) □	
	(See manuchons)			(0) 🗆	
3.	SEC Use Only				
	-				
4.	Citizenship or Plac	ce of Orga	nization		
	Cayman Islands				
	Cayman Islands	5.	Sole Voting Power		
		J.	Sole voling rower		
			0		
	JMBER OF SHARES	6.	Shared Voting Power		
	SHAKES VEFICIALLY		a= a=1		
	WNED BY		65,000 <sup>1</sup>		
EACH		7.	Sole Dispositive Power		
	REPORTING PERSON WITH		0		
PEI	KSON WIII	8.	Shared Dispositive Power		
	1 .		65,000 <sup>1</sup>		
9.	Aggregate Amoun	t Beneficia	ally Owned by Each Reporting Person		
	65,000 <sup>1</sup>				
10.	,	egate Amo	unt in Row (9) Excludes Certain Shares		
	(See Instructions)	-8			
11. Percent of Class Represented by Amount in Row (		epresented	l by Amount in Row (9)		
	0.4%				
12.	Type of Reporting	Person (Se	ee Instructions)		
			,		
	PN				

1. Consists of warrants to purchase 65,000 ordinary shares exercisable within 60 days of December 31, 2019 owned by Pontifax (China) IV, L.P. Pontifax 4 GP, Limited Partnership is the general partner of Pontifax (Israel) 4, Limited Partnership, Pontifax (Cayman) IV, L.P. and Pontifax (China) IV, L.P. Pontifax Management 4 GP (2015) Ltd. is the general partner of Pontifax 4 GP, Limited Partnership. Ran Nussbaum and Tomer Kariv are directors of

Pontifax 4 G.P. (2015) Ltd.

CUSIP No. M40527109			13G	Page 5 of 13 Pages		
	•					
1.	Names of Reportin	ng Person				
	D W 1					
_	Ran Nussbaum					
2.		PROPRIA	TE BOX IF A MEMBER OF A GROUP	(c) □		
	(See Instructions)			(d) □		
3.	SEC Use Only					
	y					
4.	Citizenship or Plac	ce of Orga	nization			
	Israel					
		5.	Sole Voting Power			
			0			
NU	JMBER OF	6.	Shared Voting Power			
	SHARES	0.	Shared Forming Fower			
	EFICIALLY		$243,880^{1}$			
0	WNED BY EACH	7.	Sole Dispositive Power			
REPORTING						
	RSON WITH		0			
		8.	Shared Dispositive Power			
			243,880 <sup>1</sup>			
0	Λ σσοσσολο Λουσο	4 D f: -:	ally Owned by Each Reporting Person			
9.	Aggregate Amoun	t Benefic	any Owned by Each Reporting Person			
	243,880 <sup>1</sup>					
10.		egate Ame	ount in Row (9) Excludes Certain Shares			
200	(See Instructions)	-Bace 1 2111	_			
	Ì					
11.	Percent of Class R	epresente	d by Amount in Row (9)			
12.	1.3% Type of Reporting Person ( <i>See</i> Instructions)					
12.	туре от керогипд	reison (S	er instructions)			
	IN					

CUSIP No. M40527109			13G	Page 6 of 13 Pages	
		•			
1.	Names of Reportin	ıg Person			
	TT				
	Tomer Kariv	D O D D I A	TE DOV IE A MEMBER OF A CROVE		
2.	CHECK THE APP (See Instructions)	ROPRIA	TE BOX IF A MEMBER OF A GROUP	(e) □ (f) □	
	(See Histructions)			(1) 🗆	
3.	SEC Use Only			_	
4.	Citizenship or Plac	e of Orga	nization		
	Israel				
	151 de1	5.	Sole Voting Power		
		J.	Soft roung rower		
			0		
	JMBER OF	6.	Shared Voting Power		
	SHARES IEFICIALLY				
	WNED BY		243,880 <sup>1</sup>		
	EACH 7. REPORTING		Sole Dispositive Power		
			0		
PEF	RSON WITH	8.	Shared Dispositive Power		
		0.	Shared Bispositive Fower		
			243,880 <sup>1</sup>		
9.	Aggregate Amoun	t Benefic	ally Owned by Each Reporting Person		
	1				
	243,880 <sup>1</sup>				
		gate Am	ount in Row (9) Excludes Certain Shares		
	(See Instructions)				
11.	11. Percent of Class Represented by Amount in Row (9)				
		-F			
1.3%					
12.	Type of Reporting	Person (S	ee Instructions)	<del></del>	
	TNI				
	IN				

CUSIP No. M40527109			13G	Page 7 of 13 Pages
				•
1.	Names of Reportin	g Persons		
	D		oka anakin	
2	Pontifax 4 GP, Lin		TE BOX IF A MEMBER OF A GROUP	(2)
2.	(See Instructions)	ROPRIA	TE BOX IF A MEMBER OF A GROUP	(g) □ (h) □
	(See mstructions)			(11)
3.	SEC Use Only			
4.	Citizenship or Plac	e of Orga	nization	
	Israel			
	isiaci	5.	Sole Voting Power	
			0	
	JMBER OF SHARES	6.	Shared Voting Power	
	SHARES VEFICIALLY		1	
	WNED BY	<u> </u>	243,880 <sup>1</sup>	
EACH 7.		7.	Sole Dispositive Power	
	EPORTING		0	
PER	RSON WITH	8.	Shared Dispositive Power	
			243,880 <sup>1</sup>	
9.	Aggregate Amount	Benefici	ally Owned by Each Reporting Person	
	243,880 <sup>1</sup>			
10.		gata Ame	ount in Day (0) Evaludes Cortain Shares	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)			
	(occ moducations)			
11.	11. Percent of Class Represented by Amount in Row (9)			
12.	1.3% Type of Reporting Person ( <i>See</i> Instructions)			
12.	Type of Reporting	Person (3	ee instructions)	
	PN			

CUSIP No. M40527109			13G	Page 8 of 13 Pages		
1.	Names of Reportin	ıg Person	3			
	D .: C 34	. 4.0	D (D045) I . I			
	Pontifax Manager		• •			
2.		PROPRIA	TE BOX IF A MEMBER OF A GROUP	(i) □		
	(See Instructions)			(j) 🗆		
3.	SEC Use Only					
	J					
4.	Citizenship or Plac	e of Orga	nization			
	Israel	1 -				
		5.	Sole Voting Power			
			0			
NU	JMBER OF	6.	Shared Voting Power			
	SHARES					
	EFICIALLY		$243,880^{1}$			
U	OWNED BY EACH 7.		Sole Dispositive Power			
REPORTING						
	RSON WITH		0			
		8.	Shared Dispositive Power			
			243,880 <sup>1</sup>			
9.	Aggregate Amoun	t Banafic	ally Owned by Each Reporting Person			
<b>J.</b>	riggicgate rimoun	t Deliciic	any Owned by Each Reporting Person			
	$243,880^1$					
10.	Check if the Aggre	gate Am	ount in Row (9) Excludes Certain Shares			
	(See Instructions)					
11.	Percent of Class Represented by Amount in Row (9)					
1.3%						
12.	Type of Reporting	Person (S	ee Instructions)			
	) F	(	•			
	CO					

**Introductory Note:** This Schedule 13G is filed on behalf of Pontifax (Israel) 4, Limited Partnership, a limited partnership organized under the laws of the State of Israel, Pontifax (Cayman) IV, L.P., a limited partnership organized under the laws of the Cayman Islands, Pontifax (China) IV, L.P., a limited partnership organized under the laws of the Cayman Islands, Pontifax 4 GP, Limited Partnership, a limited partnership organized under the laws of the State of Israel, Pontifax Management 4, G.P. (2015) Ltd., an Israeli company, Ran Nussbaum and Tomer Kariv, in respect of ordinary shares of Entera Bio Ltd.

#### Item 1(a). Name of Issuer:

Entera Bio Ltd.

#### Item 1(b). Address of Issuer's Principal Executive Offices:

Kiryat Hadassah Minrav Building - Fifth Floor, Jerusalem 9112002 Israel

#### Item 2(a). Name of Person Filing:

This Statement is filed on behalf of Pontifax (Israel) 4, Limited Partnership, Pontifax (Cayman) IV, L.P., Pontifax (China) IV, L.P., Pontifax 4 GP, Limited Partnership, Pontifax Management 4, G.P. (2015) Ltd., Ran Nussbaum and Tomer Kariv.

#### Item 2(b). Address of Principal Offices or, if None, Residence:

The addresses of the Reporting Persons are:

Pontifax (Israel) 4, Limited Partnership – 14 Shenkar St. Herzliya, 46140, Israel

Pontifax (Cayman) IV, L.P. - PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands

Pontifax (China) IV, L.P. - PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands

Pontifax 4 GP, Limited Partnership - 14 Shenkar St. Herzliya, 46140, Israel

Pontifax Management 4, G.P. (2015) Ltd. – 14 Shenkar St. Herzliya, 46140, Israel

Ran Nussbaum - 14 Shenkar St. Herzliya, 46140, Israel

Tomer Kariv - 14 Shenkar St. Herzliya, 46140, Israel

#### Item 2(c). Citizenship:

Pontifax (Israel) 4, Limited Partnership is organized in the State of Israel, Pontifax (Cayman) IV, L.P. is organized in the Cayman Islands, Pontifax (China) IV, L.P. is organized in the Cayman Islands, Pontifax 4 GP, Limited Partnership is organized in the State of Israel, Pontifax Management 4, G.P. (2015) Ltd. is incorporated in the State of Israel, Ran Nussbaum is a citizen of the State of Israel, and Tomer Kariv is a citizen of the State of Israel.

## Item 2(d). Title of Class of Securities:

**Ordinary Shares** 

#### Item 2(e). CUSIP Number:

M40527109

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

Not applicable.

- (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);

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(c)	☐ Insurance company as define	d in section 3(a)(19) of the Act (15 U.S.C. 78c);	
(d)	☐ Investment company register	red under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8)	;
(e)	☐ An investment adviser in acc	ordance with §240.13d-1(b)(1)(ii)(E);	
(f)	$\square$ An employee benefit plan or	endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);	
(g)	$\square$ A parent holding company or	control person in accordance with §240.13d-1(b)(1)(ii)(G);	
(h)	$\square$ A savings association as define	ned in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);	
(i)	$\square$ A church plan that is exclude 80a-3);	d from the definition of an investment company under Section 3(c)(14) of the	Investment Company Act (15 U.S.C.
(j)	☐ A non-U.S. institution in acco	ordance with § 240.13d-1(b)(1)(ii)(J);	

If filing as a non-U.S. institution in accordance with  $\S 240.13d-1(b)(1)(ii)(J)$ , please specify the type of institution:

## Item 4. Ownership.

(a) Amount beneficially owned:

(k)  $\square$  Group, in accordance with §240.13d-1(b)(1)(ii)(K).

 $243.880^{1}$ 

(b) Percent of class:

1.3%

- (c) Number of shares as to which such person has:
- (i) Sole power to vote or direct the vote: 0
- (ii) Shared power to vote or direct the vote: 243,880<sup>1</sup>
- (iii) Sole power to dispose or to direct the disposition of: 0
- (iv) Shared power to dispose or to direct the disposition of: 243,880<sup>1</sup>

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

If this statement is being filed to report the fact that as of the date hereof the reporting person had ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following  $\boxtimes$ .

# Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

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

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

#### **SIGNATURES**

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.

Date: January 21, 2020

## PONTIFAX (ISRAEL) 4, LIMITED PARTNERSHIP

By: /s/ Ran Nussbaum

Name: Ran Nussbaum Title: Director

# PONTIFAX (CAYMAN) IV, L.P.

By: /s/ Ran Nussbaum

Name: Ran Nussbaum Title: Director

# PONTIFAX (CHINA) IV, L.P.

By: /s/ Ran Nussbaum

Name: Ran Nussbaum

Title: Director

## PONTIFAX 4 GP, LIMITED PARTNERSHIP

/s/ Pontifax 4 GP Limited Partnership By:

Pontifax 4 GP Limited Partnership Name:

Title: General Partner

## PONTIFAX MANAGEMENT 4 GP (2015) LTD.

By: /s/ Pontifax Management 4 GP (2015) Ltd.

Name: Pontifax Management 4 GP (2015) Ltd.

Title: General Partner

# /s/ Ran Nussbaum

RAN NUSSBAUM

## /s/ Tomer Kariv

TOMER KARIV

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

#### **EXHIBIT INDEX**

A. <u>Joint Filing Agreement, dated as of February 14, 2019, by and among Pontifax (Israel) 4, Limited Partnership, Pontifax (Cayman) IV, L.P., Pontifax (China) IV, L.P., Pontifax 4 GP, Limited Partnership, Pontifax Management 4, G.P. (2015) Ltd., Ran Nussbaum, and Tomer Kariv (incorporated by reference to Exhibit A to the Schedule 13G filed by the reporting persons on February 14, 2019).</u>