Compelling Value Creation





TEVA + barr Pharmaceuticals, Inc.

Strong strategic fit

Attractive economics

Extends global market leadership

Expands product portfolio and pipeline

Exceeds 20/20 strategic target

Safe Harbor Statement





Safe Harbor Statement under the U.S. Private Securities Litigation Reform Act of 1995

The statements, analyses and other information contained herein relating to the proposed merger and anticipated synergies, savings and financial and operating performance, including estimates for growth, trends in each of Teva Pharmaceutical Industries Ltd.'s and Barr Pharmaceutical, Inc.'s operations and financial results, the markets for Teva's and Barr's products, the future development of Teva's and Barr's business, and the contingencies and uncertainties to which Teva and Barr may be subject, as well as other statements including words such as "anticipate," "believe," "plan," "estimate," "expect," "intend," "will," "should," "may" and other similar expressions, are "forward-looking statements" under the Private Securities Litigation Reform Act of 1995. Such statements a re made based upon management's current expectations and beliefs concerning future events and their potential effects on the company.

Actual results may differ materially from the results anticipated in these forward-looking statements. Important factors that could cause or contribute to such differences include whether and when the proposed acquisition will be consummated and the terms of any conditions imposed in connection with such closing, Teva's ability to rapidly integrate Barr's operations and achieve expected synergies, diversion of management time on merger-related issues, Teva and Barr's ability to accurately predict future market conditions, potential liability for sales of generic products prior to a final resolution of outstanding patent litigation, including that relating to the generic versions of Allegra®, Neurontin®, Lotrel®, Famvir® and Protonix®, Teva's and Barr's ability to successfully develop and commercialize additional pharmaceutical products, the introduction of competing generic equivalents, the extent to which Teva or Barr may obtain U.S. market exclusivity for certain of their new generic products and regulatory changes that may prevent Teva or Barr from utilizing exclusivity periods, competition from brand-name companies that are under increased pressure to counter generic products, or competitors that seek to delay the introduction of generic products, the impact of consolidation of our distributors and customers, the effects of competition on our innovative products, especially Copaxone® sales, the impact of pharmaceutical industry regulation and pending legislation that could affect the pharmaceutical industry, the difficulty of predicting U.S. Food and Drug Administration, European Medicines Agency and other regulatory authority approvals, the regulatory environment and changes in the health policies and structures of various countries, our ability to achieve expected results though our innovative R&D efforts, Teva's ability to successfully identify, consummate and integrate acquisitions (including the pending acquisition of Bentley Pharmaceuticals, Inc.), potential exposure to product liability claims to the extent not covered by insurance, dependence on the effectiveness of our patents and other protections for innovative products, significant operations worldwide that may be adversely affected by terrorism, political or economical instability or major hostilities, supply interruptions or delays that could result from the complex manufacturing of our products and our global supply chain, environmental risks, fluctuations in currency, exchange and interest rates, and other factors that are discussed in Teva's Annual Report on Form 20-F, Barr's Annual Report on Form 10-K and their other filings with the U.S. Securities and Exchange Commission. Forward-looking statements speak only as of the date on which they are made, and neither Teva nor Ivax undertakes no obligation to update publicly or revise any forward-looking statement, whether as a result of new information, future developments or otherwise.

This communication is being made in respect of the proposed merger involving Teva and Barr. In connection with the proposed merger, Teva will be filing a registration statement on Form F-4 containing a proxy statement/prospectus for the stockholders of Barr, and Barr will be filing a proxy statement for the stockholders of Barr, and each will be filing other documents regarding the proposed transaction, with the SEC. Before making any voting or investment decision, Barr's stockholders and investors are urged to read the proxy statement/prospectus regarding the merger and any other relevant documents carefully in their entirety when they become available because they will contain important information about the proposed transaction. Once filed, the registration statement containing the proxy statement/prospectus and other documents will be available free of charge at the SEC's website, www.sec.gov. You will also be able to obtain the proxy statement/prospectus and other documents free of charge by contacting Barr Investor Relations at 201-930-3720 or Teva Investor Relations at 972-3-926-7554 / 215-591-8912.

Teva, Barr and their respective directors and executive officers and other members of management and employees may be deemed to participate in the solicitation of proxies in respect of the proposed transactions. Information regarding Barr's directors and executive officers is available in Barr's proxy statement for its 2007 annual meeting of stockholders, which was filed with the SEC on May 15, 2008 and information regarding Teva's directors and executive officers is available in Teva's Annual Report on Form 20-F for the year ended December 31, 2007, which was filed with the SEC on February 29, 2008. Additional information regarding the interests of such potential participants will be included in the proxy statement/prospectus and the other relevant documents filed with the SEC when they become available.

Agenda





- Introduction
- Shlomo Yanai – Strategic rationale and business opportunity
- Bruce Downey – Barr's unique contribution to Teva
- Bill Marth – Contribution to our U.S. business
- Gerard Van Odijk – Contribution to our global business
- Eyal Desheh – Financial aspects of the transaction
- Phil Frost – Message from the Teva Board
- Q&A
- Shlomo Yanai – Summary

TEVA PHARMACEUTICAL INDUSTRIES LTD.

barr Pharmaceuticals, Inc.





Teva's Acquisition of Barr

Extending Leadership and Accelerating Growth

Shlomo Yanai
President and CEO, Teva Pharmaceutical Industries

July 21, 2008

Compelling Value Creation





Strong strategic fit

- Enhances U.S. leadership
- Strengthens presence in key global markets
- Expands product portfolio and pipeline
- Augments long-term biologics capabilities

Attractive economics

- Accretive in the fourth quarter after closing
- At least $300 million in annual cost synergies
- Significant revenue upside:
  Barr products + Teva's commercial engine
- Exceeds 20/20 target

Barr Significantly Accelerates Teva's Growth Strategy



From Teva's Investors' Presentation - February 21, 2008

Key Pillars of Our Strategy



Increase Teva's market share in key markets	▪ Extend leadership in U.S. ▪ Establish leadership in key EU and International markets
Double our product portfolio	▪ Double R&D capabilities ▪ Focus on first-to-market / Paragraph IVs ▪ Double production capacity
Redefine customer service	▪ Develop big-to-big offerings ▪ Create new go-to-market initiatives
Biotechnology: Next growth wave in generics	▪ Invest in the next wave of technology and Generics ▪ Create affordable Biogenerics: lower cost, greater value
Innovative business	▪ Focus on niche specialty areas ▪ Leverage unique sourcing, development and go-to-market approaches

15

TEVA PHARMACEUTICAL INDUSTRIES LTD.

- **Supports all five pillars**
- **Adds new dimensions**

TEVA PHARMACEUTICAL INDUSTRIES LTD.

For Each Strategic Pillar, Barr Extends and Accelerates …





Increase Teva's market share in key markets

- **Leadership in generics across U.S. and in key global markets**
- **Further separation from the pack**

Double our product portfolio

Redefine customer service

Biologics: the next growth wave in generics

Innovative business

Barr Significantly Accelerates Teva's Growth Strategy

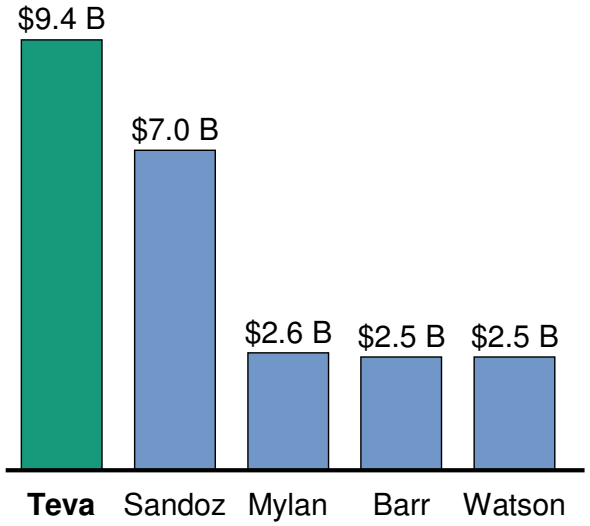


From Teva's Investors' Presentation - February 21, 2008

Growth Through Market Leadership



2007 Sales of peer group



Market Leadership:

- **Market share** ↑
- **Gap between #1 and #2** ↑

Elevating Teva's market leadership

3

Source: Company reports and analyst estimates

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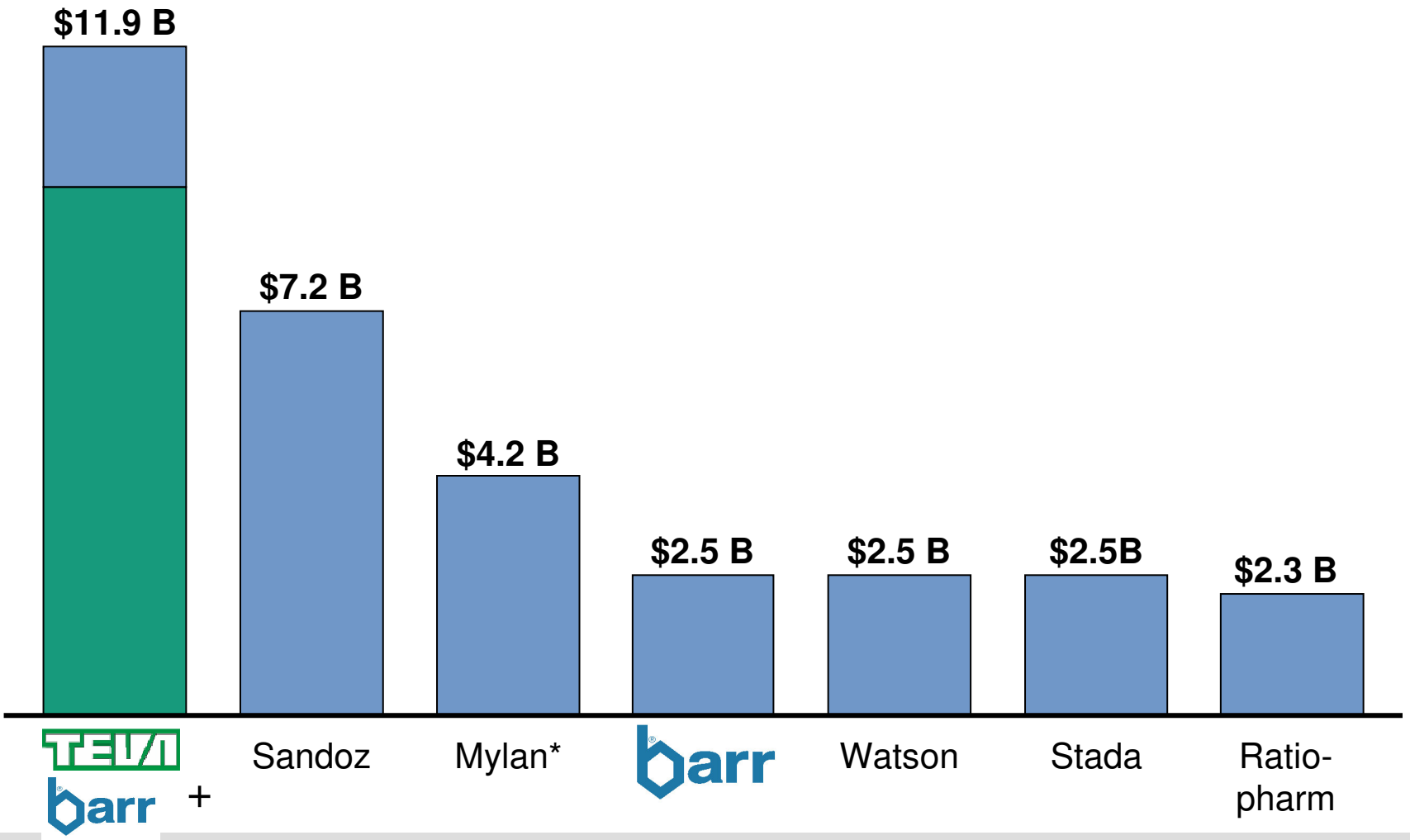
Separating from the Pack: Teva's Lead Will Grow Significantly





2007 Global Peer Group Sales



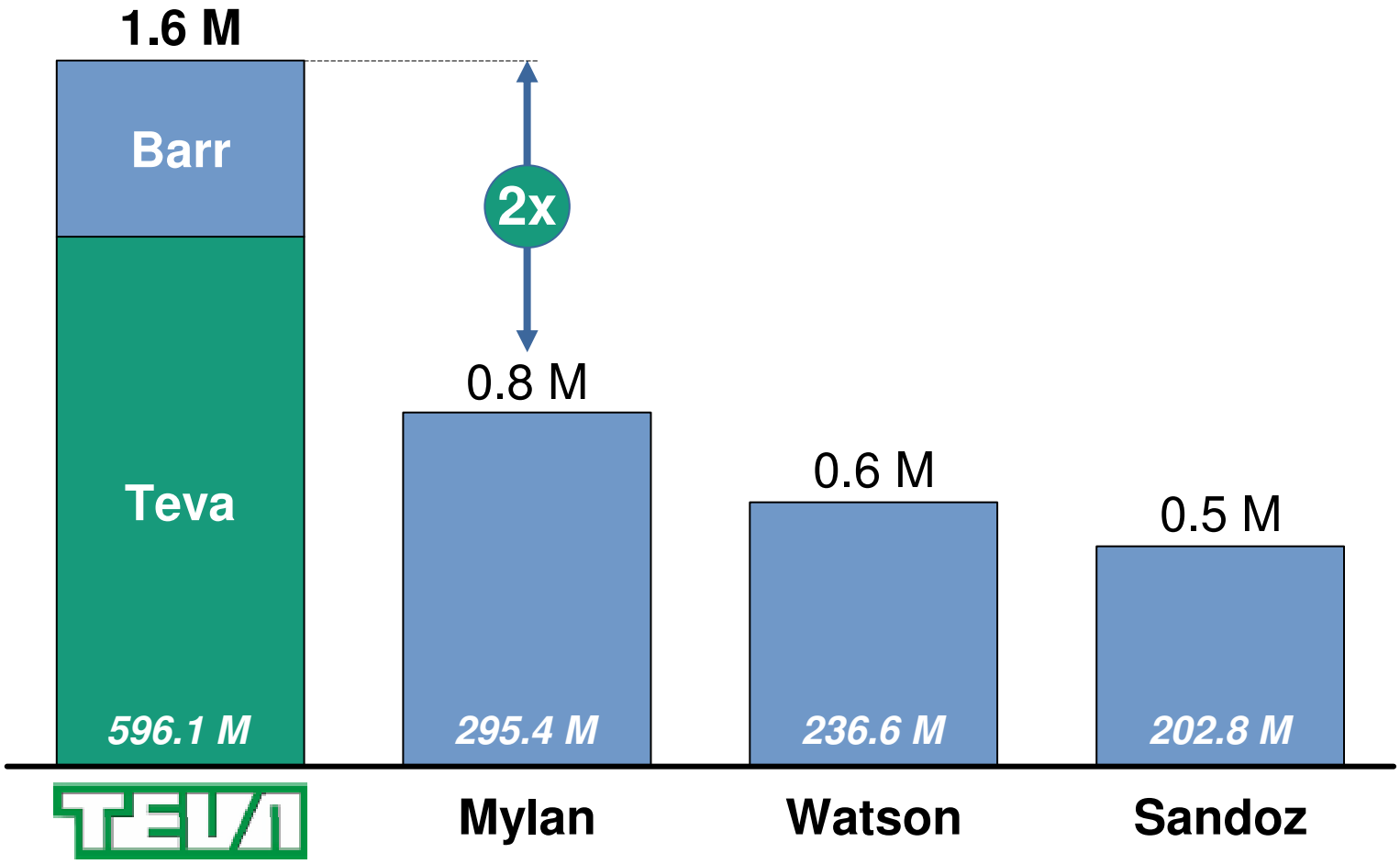
* Proforma and full year for Merck

Source: Company filings and websites

Unparalleled Leadership in the U.S.



Pro forma number of TRxs per day



Expands Global Market Presence





Before				With Barr	
U.K.	#1	Hungary	#3	Germany	#5
Italy	#1	France	#4	Poland	#3
Netherlands	#1	Belgium	#5	Russia	#9
Czech Republic	#2	Spain	#7	Croatia	#1

Direct sales in more than 60 countries

For Each Strategic Pillar, Barr Extends and Accelerates …





Increase Teva's market share in key markets

- Leadership in generics across U.S. and in key global markets
- Further separation from the pack

Double our product portfolio

- **Leadership in first-to-file/paragraph IVs**
- **Entry into novel Women's Health segment**

Redefine customer service

Biologics: the next growth wave in generics

Innovative business

Portfolio Advantage





- 500+ marketed products
- 200+ ANDAs
- ~70 first-to-file Paragraph IV challenges
- ~$120 billion in branded sales addressed by combined ANDA pipeline
- ~3,700 product registrations pending in Europe and worldwide

For Each Strategic Pillar, Barr Extends and Accelerates …





Increase Teva's market share in key markets

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- Further separation from the pack

Double our product portfolio

- Leadership in first-to-file/paragraph IVs
- Entry into novel Women's Health segment

Redefine customer service

- **Big-to-Big value proposition to our largest customers**
- **Go-to-market approaches and capabilities**

Biologics: the next growth wave in generics

- **R&D and manufacturing capacity and skills**
- **Legal and regulatory expertise**

Innovative business

- **Sales and marketing capabilities**
- **Clinical capabilities**

Attractive Economics





Cost synergies	▪ At least $300 million captured within 3 years of closing ▪ Additional cost savings well beyond 2011
Revenue upside	▪ Barr's portfolio + Teva's commercial engine ▪ Further growth of Women's Health
Accretive deal	▪ Expected to be accretive in the fourth quarter after closing
Exceeds 20/20 target	▪ Barr represents upside to our 20/20 strategic target

Strong track record in past acquisitions

Compelling Value Creation



TEVA + barr Pharmaceuticals, Inc.

Strong strategic fit

Attractive economics

Extends global market leadership

Expands product portfolio and pipeline

Exceeds 20/20 strategic target

TEVA PHARMACEUTICAL INDUSTRIES LTD.

barr Pharmaceuticals, Inc.





Teva's Acquisition of Barr

Extending Leadership and Accelerating Growth

Bill Marth
President and CEO, Teva North America

July 21, 2008

Barr Extends and Accelerates Our 2012 Strategy for North America





- Increase Teva's market share in key markets
- Double our product portfolio
- Redefine customer service
- Biotechnology: Next growth wave in generics
- Innovative business

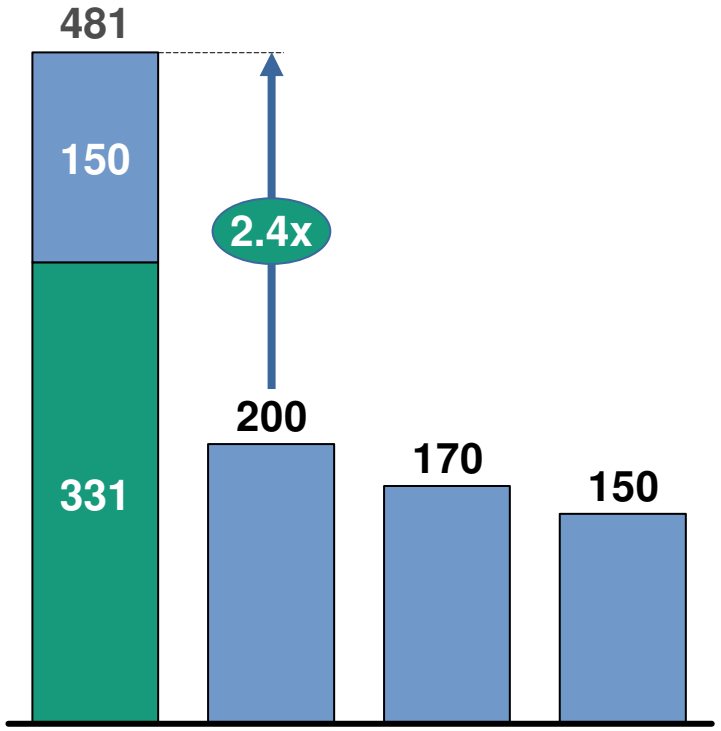
- **Expands portfolio and pipeline leadership**
  - Widens gap versus next largest competitor
  - Broadens our portfolio (e.g., hormones, high-potency), accelerating us to our 2X goal
- **Strengthens our Big-to-Big value proposition**
  - Increases Supply Chain capacity *and* flexibility
  - Financial flexibility to invest in joint programs
  - Broadest product line
- **Doubles and diversifies our specialty business with Barr's strong Women's Health franchise**
  - Novel pharmaceuticals and devices
- **Significantly advances our efforts in Biogenerics**

Expands Portfolio and Pipeline Leadership



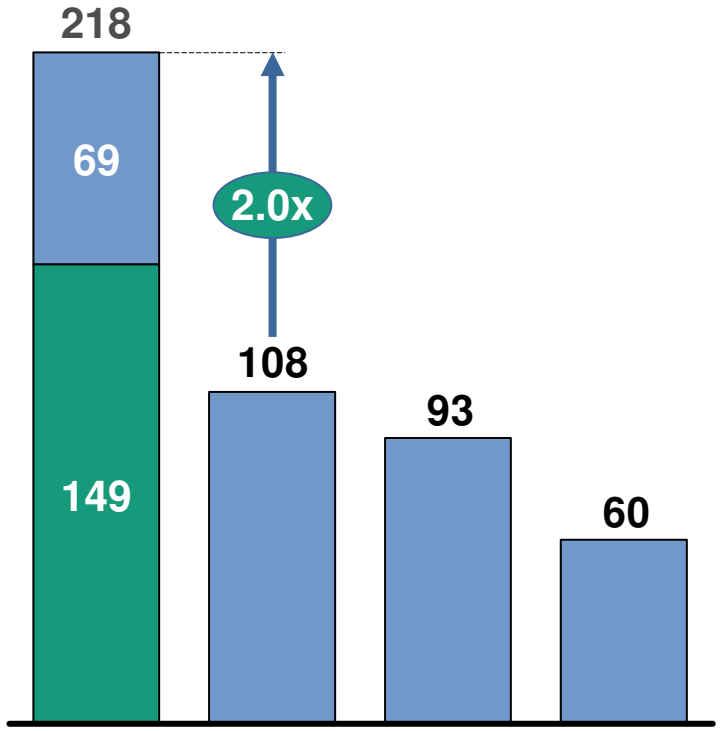


U.S. Generic Portfolio
Marketed products



2x

U.S. Generic Pipeline
Pending ANDAs



TEVA PHARMACEUTICAL INDUSTRIES LTD.

Strengthens Our Big-to-Big Value Proposition





Customer mergers since 2006

CVS CAREMARK

Walgreens Happy Harry's

RITE AID ECKERD PHARMACY

CVS OscoDrug Count on people who care. Savon drugs

Our scale improves our service

- **Broadest and most valuable product line ~70 first-to-file Paragraph IVs**
  - All major therapeutic areas
  - Most valuable products
- Production capacity can be rapidly "flexed" to **meet the largest orders**
  - Capacity increases by ~25%
  - 62 billion dosage forms per year
- Financial flexibility to **invest in joint programs** that:
  - Increase revenues (e.g., innovative packaging)
  - Decrease costs (e.g., supply chain integration and VMI)

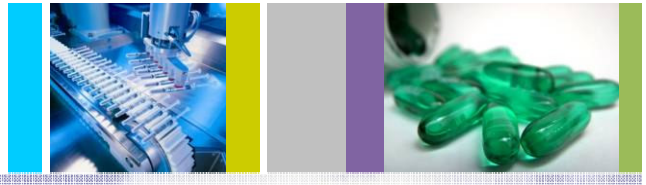
Doubles Our Specialty Products





	Leading Brands	2007 U.S. sales
Teva	ProAir® HFA, QVAR®	~$400M
Barr	PlanB®, ParaGard®	~$400M
	seasonique®, Mircette®, Enjuvia™	~$800M

Advances Our Efforts in Biogenerics



Number of scientists

R&D sites

GMP production capacity

Products in development

Key Takeaways



Extends our portfolio leadership

Strengthens our Big-to-Big value proposition

Doubles our specialty offerings

Advances our efforts in biogenerics

TEVA PHARMACEUTICAL INDUSTRIES LTD.

barr Pharmaceuticals, Inc.





Teva's Acquisition of Barr

Extending Leadership and Accelerating Growth

Gerard W.M. van Odijk
President and CEO, Teva Europe

July 21, 2008

Barr Extends and Accelerates Our 2012 Strategy





- Increase Teva's market share in key markets
- Double our product portfolio
- Redefine customer service
- Biotechnology: Next growth wave in generics
- Innovative business

- **Enhances our geographic footprint in Europe**
  - Enters top 5 in Germany
  - Top 3 player in Poland
  - Top 10 in Russia
- **Strengthens our portfolio in key countries**
  - Doubles number of products (Germany and Poland)
  - Broadens our portfolio (e.g. OTC, hospital, proprietary products, pain & antibiotics)
- **Creates greater customer access and provides more comprehensive 'Big-to-Big' value**
  - Access to pharmacists and physicians
  - Stronger position for tenders
  - Geographic alignment with pan-European customers

Enhances Our Geographic Footprint





TEVA + barr Pharmaceuticals, Inc. + PLIVA

Germany



- Enters into top 5 corporations
- Increases customer access: pharmacies, physicians, payers
- Creates broader portfolio – doubles our sales

Russia



- Enters into top 10 in one of the world's fastest growing markets
- Enables access to both the private and public market segments
- Provides strong Antibiotics and OTC portfolio

Poland



- Creates top 3 pharmaceutical player
- Strengthens customer relationships
- Provides strong OTC portfolio

Strengthens Our Portfolio in Key Countries





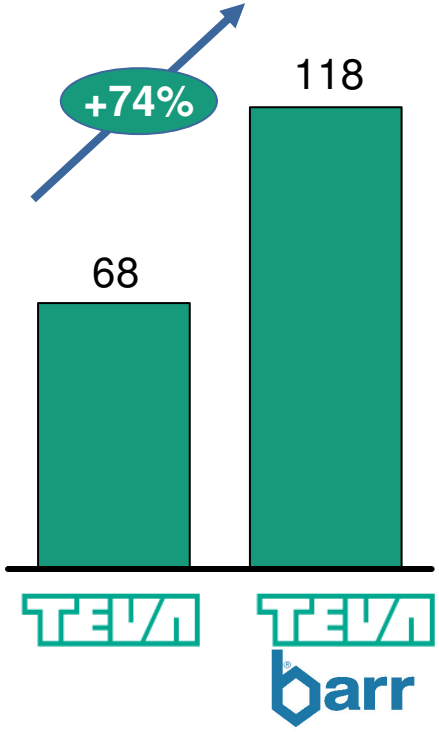
Number of products*

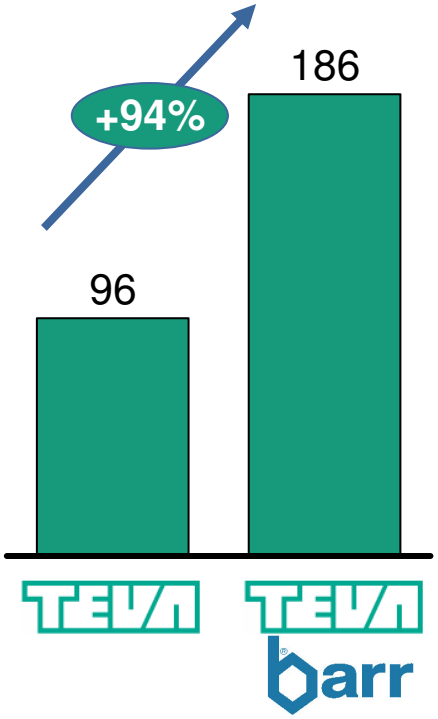


Germany



Poland





* Excluding overlapping products

Creates Greater Customer Access





Pharmacists



- Broader portfolio, including important branded products
- More shelf share and attention from retailers
- Access to strong OTC portfolio

Lloydspharmacy Your local health authority

DocMorris EUROPAS GRÖSSTE VERSANDAPOTHEKE

Boots

MEDIQ APOTHEEK

Physicians



- Greater outreach through specialist sales forces
- Complementary portfolio for hospitals

Payors

AOK Die Gesundheitskasse.

IKK

DAK Unternehmen Leben

- Broader portfolio offering for tenders, e.g. Germany, Russia
- Successful in initial AOK tender

Key Takeaways



Enhances global footprint

Strengthens portfolio in key European countries

Creates greater customer access and “Big-to-Big” value

TEVA PHARMACEUTICAL INDUSTRIES LTD.

barr Pharmaceuticals, Inc.





Teva's Acquisition of Barr

Extends Leadership and Accelerates Growth

Eyal Desheh
Chief Financial Officer

July 21, 2008

Financial Considerations





- **Purchase consideration: $66.50 per one Barr share**
  - $39.90 in cash plus $26.60 in Teva shares for one Barr share
    - Fixed share exchange rate of 0.6272 (representing $26.60)
    - Purchase price based on Teva closing price on July 16 - $42.41

- **Total consideration $7.46 billion**
  - Plus approximately $1.5 billion in assumption of Barr debt

- **70.4 million Teva shares**
  - 7.8% of fully diluted shares (for EPS calculation)

Structural Considerations





- **Anticipated to be a tax free reorganization**
- **Structure maintains Teva's strong balance sheet**
  - Rating agencies affirmed our current rating

Moody's Investors Service	**Baa2**
STANDARD &POOR'S	**BBB+**

- **Transaction is targeted to close in late 2008**

Highly Attractive Financial Outcome





- **Projected 2008 combined revenues exceeds $13.7 billion**
  - Representing 15% growth over combined 2007
- **Anticipate strong cash flow from operations**
  - Over $3 billon in 2009
  - Over $5 billion in 2012
- **Accretive to GAAP earnings**
  - Within the fourth quarter following closing
  - Cash EPS even faster

Compelling economics more than compensates for share dilution

Significant Synergy Opportunity





- **At least $300 million in cost synergies by 2011 (fast ramp up)**
  - Synergies from manufacturing and API capabilities
  - R&D synergies from pipeline reorganization
  - Reduces recruiting requirement to achieve 2X goals
  - SG&A synergies from infrastructure overlap

- **Does not include significant upside opportunities**
  - Gradually reduce Barr's tax rate
  - Revenue synergies
  - Additional long-term operational and vertical integration opportunities

Maintaining Strong Balance Sheet and Credit Profile





- **Strong liquidity position**
  - Maintain $1 billion post closing cash on hand
  - Balance sheet flexibility provides liquidity for future strategic opportunities

	3/31/08	3/31/08 Deal adjusted
Debt & Minority Interest	**$5.4B**	**$7.9B**
Equity	**$14.4B**	**$16.5B**
Debt / 3/31/08 LTM EBITDA	**1.7x**	**2.1x**
Debt / Capital	**27%**	**32%**

Key Takeaways





TEVA + barr Pharmaceuticals, Inc.

GAAP EPS accretive in fourth quarter after closing

New growth drivers

Large synergy opportunities

Improves cash flow

Maintains strong balance sheet and credit profile