

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Gemini Israel Funds Ltd.</u> (Last) (First) (Middle) <u>9 HAMENOFIM STREET</u> (Street) <u>HERZLIYA</u> <u>L3</u> <u>46725</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Allot Communications Ltd.</u> [ALLT] 3. Date of Earliest Transaction (Month/Day/Year) <u>05/29/2007</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
---	---	--

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	05/29/2007		S		150,000	D	\$6.4	2,061,679	I	By Gemini Israel Funds Ltd ⁽¹⁾
Ordinary Shares	05/30/2007		S		115,000	D	\$6.3	1,946,679	I	By Gemini Israel Funds Ltd ⁽¹⁾
Ordinary Shares	06/04/2007		S		100,000	D	\$6.8	1,846,679	I	By Gemini Israel Funds Ltd ⁽¹⁾
Ordinary Shares	06/05/2007		S		100,000	D	\$6.9	1,746,679	I	By Gemini Israel Funds Ltd ⁽¹⁾
Ordinary Shares	06/06/2007		S		27,450	D	\$6.8	1,719,229	I	By Gemini Israel Funds Ltd ⁽¹⁾
Ordinary Shares	06/07/2007		S		16,550	D	\$6.8	1,702,679	I	By Gemini Israel Funds Ltd ⁽¹⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person*

[Gemini Israel Funds Ltd.](#)

(Last)(First)(Middle)

9 HAMENOFIM STREET

(Street)

HERZLIYA
PITUACHL346725

(City)(State)(Zip)

1. Name and Address of Reporting Person*

[GEMINI PARTNERS INVESTORS L.P.](#)

(Last)(First)(Middle)

9 HAMENOFIM STREET

(Street)

HERZLIYA
PITUACHL346725

(City)(State)(Zip)

1. Name and Address of Reporting Person*

[GEMINI CAPITAL ASSOCIATES LIMITED PARTNERSHIP](#)

(Last)(First)(Middle)

9 HAMENOFIM STREET

(Street)

HERZLIYA
PITUACHL346725

(City)(State)(Zip)

1. Name and Address of Reporting Person*

[GEMINI ISRAEL II PARALLEL FUND LP /NY](#)

(Last)(First)(Middle)

9 HAMENOFIM STREET

(Street)

HERZLIYA
PITUACHL346725

(City)(State)(Zip)

1. Name and Address of Reporting Person*

[Advent PGGM Gemini Limited Partnership](#)

(Last)(First)(Middle)

9 HAMENOFIM STREET

(Street)

HERZLIYA
PITUACHL346725

(City)(State)(Zip)

1. Name and Address of Reporting Person*

[Gemini Israel II Limited Partnership](#)

(Last)(First)(Middle)

9 HAMENOFIM STREET

(Street)

HERZLIYA
PITUACHL346725

PITUACH

(City) (State) (Zip)

Explanation of Responses:

1. Represents all shares held by (i) Gemini Israel II LP and Gemini Partners Investors LP, of which the reporting person is the general partner, and (ii) Gemini Israel II Parallel Fund LP and Advent PGGM Gemini LP, of which the reporting person is the general partner of Gemini Capital Associates LP, the general partner of these funds. The reporting person disclaims beneficial ownership of any shares in which it does not have an actual pecuniary interest.

By: /s/ Yossi Sela 09/19/2007
** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.