# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### FORM 6-K

## REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of February 2007 Commission File Number: 001-33129

### Allot Communications Ltd.

(Translation of registrant's name into English)

22 Hanagar Street Neve Ne'eman Industrial Zone B Hod-Hasharon 45240 Israel

(Address of principal executive offices)

Indi	cate b	y cł	ıecl	k mar	K W	heth	er th	e registraı	nt files	or wil	l fi	le annual	reports	und	er cover	Form	20-1	F or	Form	40-	F.
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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes O No X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_

#### **EXPLANATORY NOTE**

On February 13, 2007, Allot Communications Ltd. issued a press release announcing the quarterly and annual results for the period ended December 31, 2006. A copy of the press release is attached to this Form 6-K as Exhibit 99.1 and incorporated herein by reference.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Allot Communications Ltd.

By: /s/ Adi Sapir

Adi Sapir

Chief Financial Officer

Date: February 14, 2007

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## EXHIBIT INDEX

The following exhibit has been filed as part of this Form 6-K:

Exhibit Description

99.1. Press Release Dated February 13, 2007.



# Allot Communications Announces Fourth Quarter and Full Year 2006 Results

#### Full year revenues increase 49% over 2005

**Hod Hasharon, ISRAEL – February 13, 2007** – Allot Communications Ltd. (NASDAQ: <u>ALLT</u>), a leader in IP service optimization solutions based on deep packet inspection (DPI) technology, today announced financial results for the fourth quarter and full year ended December 31, 2006.

Total revenues for the fourth quarter of 2006 reached \$9.6 million, a 35% increase over the \$7.1 million revenues reported in the fourth quarter of 2005. On a GAAP basis, net income for the fourth quarter of 2006 was \$53 thousand, or \$0.00 per diluted share, as compared with \$341 thousand, or \$0.08 per diluted share, in the fourth quarter of 2005. In 2006, revenues reached \$34.1 million, representing a 49% increase over \$23 million in revenues in 2005. On a GAAP basis, net income in 2006 totaled \$616 thousand, or \$0.04 per diluted share, as compared with a net loss of \$2.4 million, or \$0.81 per share, in 2005.

Included in the GAAP net income was the impact of share-based compensation. On a pro-forma, non-GAAP basis, excluding this impact, net income for the fourth quarter of 2006 totaled \$732 thousand, or \$0.04 per diluted share, as compared with \$369 thousand, or \$0.09 per diluted share, for the fourth quarter of 2005. For the year 2006, pro forma, non-GAAP, excluding the impact of the share-based compensation, net income totaled \$2.0 million, or \$0.12 per diluted share, as compared with a loss of \$2.1 million, or \$0.70 per share in 2005.

These non-GAAP measures should be considered in addition to, and not as a substitute for, comparable GAAP measures. A full reconciliation between non-GAAP and GAAP net income is provided in the accompanying Tables 3.

As of December 31, 2006, Allot's cash and cash equivalents, including short and long-term deposits and investments in marketable securities, totaled \$83.3 million. This amount includes the net proceeds from the company's IPO, which was completed in November 2006.

"Allot's strong growth in revenue and profitability during 2006 is a clear demonstration of our leadership position in the global deep packet inspection (DPI) market, enabling the intelligent optimization of today's IP broadband networks," stated Rami Hadar, Allot Communications President and Chief Executive Officer. "Our growth was driven by rising demand among service providers who are seeking high performance solutions to transform broadband pipes into intelligent networks, as well as continued demand from within the enterprise market. Allot's strong performance in 2006 is a testament to our ability to meet our customers' evolving needs for network optimization solutions with the most technologically advanced DPI capabilities in the industry, and the hard work of our dedicated employees worldwide."



"The successful completion of our initial public offering during the fourth quarter of 2006 sets a solid foundation for the future, with a stronger balance sheet and increased brand awareness that we believe will allow us to continue to execute on our strategic global plan. We are continuing to expand our global channels and partners to address the enterprise and mid-tier service provider markets, as well as our direct touch activities with Tier-1 carriers. We continue to innovate and develop our product offerings. In 2006, we introduced our NetXplorer Management platform, our new Subscriber Management Platform and our high performance 5 GB/s NetEnforcer AC2500. We are in the advanced stages of the development of our next generation platform that will function as a DPI-based service gateway enabling value added services by larger service providers. In its first version, it will support up to 20 GB/s throughput, providing support for 10G networks," concluded Hadar.

#### **Financial Guidance**

The company expects net revenues for the first quarter 2007, which is traditionally slow in our sector, to be similar to the level of the fourth quarter of 2006 revenues, with growth to resume in the second quarter of 2007 and continue through the remainder of the year. Earnings per diluted share for the first quarter of 2007 will be similar to the fourth quarter of 2006. For the year 2007, the company anticipates net revenues in the range of \$43-47 million, with earnings per diluted share, excluding the effect of share-based compensation, of between \$0.27-0.33.

#### **Conference Call & Webcast**

The company's management team plans to host a live conference call and webcast today 10:00 AM EST to discuss the financial results as well as management's outlook for the business.

To access the conference call, please dial one of the following numbers: US: 1-800-399-0427, International: +1-706-643-1624, and the accompanying presentation can be downloaded prior to the call at the investor relations section of our web site, **www.allot.com**.

A replay of the conference call will be available from 1:00 pm EST on February 13, 2007 through February 27, 2007, at 11:59 pm EST.

To access the replay, please dial in the US: 1-800-642-1687, International: +1-706-645-9291. Access code for both is 6948054.



A live webcast of the conference call can be accessed on the Allot Communications website at <u>www.allot.com</u>. The webcast will also be archived on Allot's website following the conference call.

#### **About Allot Communications**

Allot Communications Ltd. (NASDAQ: ALLT) is a leading provider of intelligent IP service optimization solutions. Designed for carriers, service providers and enterprises, Allot solutions apply deep packet inspection (DPI) technology to transform broadband pipes into smart networks. This creates the visibility and control vital to manage applications, services and subscribers, guarantee quality of service (QoS), contain operating costs and maximize revenue. Allot believes in listening to customers and provides them access to its global network of visionaries, innovators and support engineers. For more information, please visit <a href="https://www.allot.com">www.allot.com</a>.

#### **Safe Harbor Statement**

Information provided in this press release contains statements relating to current expectations, estimates, forecasts and projections about future financial performance and events that are "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. These forward-looking statements generally relate to the Allot's plans, objectives and expectations for future operations and are based upon management's current estimates and projections of future results or trends. Actual future results may differ materially from those which may be expressed or implied by the forward-looking statements that we make as a result of certain risks and uncertainties, including, among others, changes in general economic and business conditions and specifically, a decline in demand for our products, our inability to timely develop and introduce new technologies, products and applications and loss of market. These factors include, but are not limited to, those discussed under the heading "Risk Factors" in Allot's final prospectus for its IPO filed with the Securities and Exchange Commission on November 16, 2006 and other filings with the Securities and Exchange Commission. These forward-looking statements are made only as of the date hereof, and we undertake no obligation to update or revise the forward-looking statements, whether as a result of new information, future events or otherwise. This press release also is available at our Web site.

**Investor Relations Contact:** 

Jay Kalish Executive Director Investor Relations International access code +972-9-761-9365 jkalish@allot.com

# ALLOT COMMUNICATIONS LTD. AND ITS SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF OPERATIONS

(U.S.dollars in thousands, except share and per share data)

		Three Months Ended December 31,			Year Ended December 31,		
		2006		2005	 2006		2005
							Audited
Revenues		9,567		7,079	34,144		22,972
Cost of revenues		2,190		1,483	7,597		5,419
Gross profit		7,377		5,596	26,547		17,553
Operating expenses:							
Research and development costs, net		1,887		1,543	7,529		5,925
Sales and marketing		4,598		3,090	15,457		11,887
General and administrative		1,204		671	 3,464		2,380
Total Operating expenses		7,689		5,304	26,450		20,192
Operating income (loss)		(312)		292	97		(2,639)
Financial and other income, net		401		9	630		45
Income (loss) before income tax expenses (benefit)		89		301	727		(2,594)
Income tax expenses (benefit)		36		(40)	111		(218)
Net income (loss)		53		341	616		(2,376)
Basic net earnings (loss) per share	\$	0.00	\$	0.11	\$ 0.04	\$	( 0.81)
Diluted net earnings (loss) per share	\$	0.00	\$	0.08	\$ 0.04	\$	( 0.81)
Weighted average number of shares used in computing basic net earnings (loss) per share	17,0	)77,444	3	,063,040	14,402,338		2,943,500
Weighted average number of shares used in computing diluted net earnings (loss) per share	19,8	364,395	4	,101,738	16,423,227		2,943,500

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# ALLOT COMMUNICATIONS LTD. AND ITS SUBSIDIARIES CONSOLIDATED BALANCE SHEETS (U.S. dollars in thousands)

(,		
	Dece	mber 31,
	2006	2005
		Audited
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	7,117	3,739
Marketable securities and short term deposit	70,423	3,645
Trade receivables	5,856	3,530
Other receivables and prepaid expenses	1,961	696
Inventories	3,337	1,544

Total current assets	88,694	13,154
LONG-TERM ASSETS:		
Marketable securities	5,750	993
Severence pay fund	2,648	1,538
Other assets	1,054	300
Total long-term assets	9,452	2,831
PROPERTY AND EQUIPMENT, NET	2,939	1,483
GOODWILL AND INTANGIBLE ASSETS, NET	99	123
Total assets	101,184	17,591
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Short-term bank credit and current maturities, net	6	0
Trade payables	4,415	2,293
Deferred revenues	3,788	3,247
Other payables and accrued expenses	4,833	3,340
Total current liabilities	13,042	8,880
LONG-TERM LIABILITIES:		
Deferred revenues	1,578	972
Accrued severence pay	2,377	1,613
Total long-term liabilities	3,955	2,585
SHAREHOLDERS' EQUITY	84,187	6,126
Total liabilities and shareholders' equity	101,184	17,591

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# ALLOT COMMUNICATIONS LTD. AND ITS SUBSIDIARIES PROFORMA CONSOLIDATED STATEMENTS OF OPERATIONS

This schedule is to assist the reader in reconciling from the GAAP reported results to Proforma results

## (U.S. dollars in thousands, except shares and per share data)

		Three months ended December, 31 2006						Three months ended December, 31 2005					
	GA Repo		A	Proforma Adjustments*		Proforma		GAAP Reported	A	Proforma djustments*		Proforma	
Gross profit		7,377		(7)		7,384		5,596		0		5,596	
Total Operating expenses		7,689		(672)		7,017		5,304		(28)		5,276	
Operating income (loss)		(312)		679		367		292		28		320	
Income (loss) before income tax expenses (benefit)		89		679		768		301		28		329	
Net income		53		679		732		341		28		369	
Basic net earnings (loss) per share	\$	0.00	\$	0.04	\$	0.04	\$	0.11	\$	0.01	\$	0.12	
Diluted net earnings (loss) per share	\$	0.00	\$	0.03	\$	0.04	\$	0.08	\$	0.01	\$	0.09	

## (\*) Share based compensation.

		Year ended December 2006	, 31	Year ended December, 31 2005						
	GAAP Reported	Proforma Adjustments*	Proforma	GAAP Reported	Proforma Adjustments*	Proforma				
Gross profit	26,547	(15)	26,562	17,553	0	17,553				
Total Operating expenses	26,450	(1,346)	25,104	20,192	(305)	19,887				
Operating income (loss)	97	1,361	1,458	(2,639)	305	(2,334)				
Income (loss) before income tax expenses (benefit)	727	1,361	2,088	(2,594)	305	(2,289)				
Net income	616	1,361	1,977	(2,376)	305	(2,071)				
Basic net earnings (loss) per share	\$ 0.04	\$ 0.09	\$ 0.14	\$ (0.81)	\$ 0.10	\$ (0.70)				

<sup>(\*)</sup> Share based compensation.

Diluted net earnings (loss) per share

80.0

\$

0.12

\$

(0.81) \$

0.10

\$

(0.70)

\$

0.04

\$