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**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 November 2024  
Commission File Number: 001-33129

**ALLOT 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)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F       Form 40-F

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       No

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

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## EXPLANATORY NOTE

On November 19, 2024, Allot Ltd. issued a press release announcing the Third Quarter 2024 Financial Results.

A copy of the press release entitled “Allot Announces Third Quarter 2024 Financial Results” is attached to this Form 6-K as Exhibit 99.1.

## 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 Ltd.

By: /s/ Liat Nahum  
Liat Nahum  
Chief Financial Officer

Date: November 19, 2024

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## EXHIBIT INDEX

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

<u>Exhibit Number</u>	<u>Description</u>
<a href="#">99.1</a>	<a href="#">Allot Announces Third Quarter 2024 Financial Results</a>

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## Allot Announces Third Quarter 2024 Financial Results

### Reports non-GAAP operating profit for the first time in three years

**Hod Hasharon, Israel – November 19, 2024** - Allot Ltd. (NASDAQ: ALLT, TASE: ALLT), a leading global provider of innovative network intelligence and security solutions for service providers and enterprises worldwide, today announced its unaudited financial results for the third quarter of 2024.

#### Financial Highlights for the Third Quarter

- Revenues of \$23.2 million were up 5% sequentially and 3% year over year, representing a return to growth,;
- Non-GAAP gross margin was 71.7%;
- Security as a Service (SECaaS) revenues continued to grow strongly, increasing 69% year-over-year to \$4.7 million, in line with expectations; September 2024 SECaaS ARR\* was \$17.2 million;
- Non-GAAP operating profit was \$1.1 million, GAAP operating loss was \$0.2 million;
- Positive operating cash flow of \$1.9 million;
- Net cash\*\* increased by \$2.0 million versus June 30, 2024.

#### Financial Outlook

For the fourth quarter of 2024, Allot management expects to remain around breakeven on a non-GAAP operating profit basis and to generate positive operating cash flow, contributing to a further improvement in the balance sheet net cash position.

Management expects a double-digit growth year over year for full year SECaaS revenue and SECaaS ARR\*.

#### Management Comment

**Eyal Harari, CEO of Allot commented,** “We are pleased with the continued progress made this quarter in strengthening Allot’s financial position through our cash generation, and we are particularly pleased with our first positive non-GAAP operating income in three years. Revenue grew both sequentially and year over year, and revenue from our security growth engine continues to grow very strongly.

“Our security as a service solution continues to gain traction. We recently expanded our business and launched new services with Vodafone and MEO. These newly announced customer-wins further broaden the potential subscriber base which can benefit from our security solutions and strengthen our recurring revenue base over the long term.”

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“As we finalize our strategy for long-term growth and profitability, we are positioning ourselves as a *security-first* company by unifying our network intelligence and security offerings. We believe that this integrated approach will enhance our value proposition and lay a new foundation for long-term profitable growth. I am increasingly optimistic about Allot’s future,” concluded Harari.

### **Q3 2024 Financial Results Summary**

**Total revenues** for the third quarter of 2024 were \$23.2 million, a 3% increase compared to \$22.6 million in the third quarter of 2023. It was also a sequential improvement of 5% compared with \$22.2 million reported in the prior quarter.

**Gross profit on a GAAP basis** for the third quarter of 2024 was \$16.4 million (gross margin of 70.4%), a 56% increase compared with \$10.5 million (gross margin of 46.3%) in the third quarter of 2023.

**Gross profit on a non-GAAP basis** for the third quarter of 2024 was \$16.7 million (gross margin of 71.7%), a 54% increase compared with \$10.8 million (gross margin of 47.9%) in the third quarter of 2023.

**Operating loss on a GAAP basis** for the third quarter of 2024 was \$0.2 million, compared with an operating loss of \$12.7 million in the third quarter of 2023.

**Operating income on a non-GAAP basis** for the third quarter of 2024 was \$1.1 million, compared with an \$11.1 million loss in the third quarter of 2023.

**Net loss on a GAAP basis** for the third quarter of 2024 was \$0.2 million, or \$0.01 per diluted share, an improvement compared to the net loss of \$12.4 million, or \$0.32 per basic share, in the third quarter of 2023.

**Net income on a non-GAAP basis** for the third quarter of 2024 was \$1.3 million, or \$0.03 income per basic share, an improvement compared to the non-GAAP net loss of \$10.8 million, or \$0.28 loss per basic share, in the third quarter of 2023.

**Operating cash flow** generated in the quarter was \$1.9 million.

**Cash and cash equivalents, short-term bank deposits, short-term restricted deposits, and investments** as of September 30, 2024, totaled \$54.5 million, versus \$53.2 million at the end of the prior quarter and \$54.8 million as of December 31, 2023.

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**Conference Call & Webcast:**

The Allot management team will host a conference call to discuss its third quarter 2024 earnings results today, November 19, 2024, at 9:00 am ET, 4:00 pm Israel time. To access the conference call, please dial one of the following numbers:

US: 1-888-642-5032, UK: 0-800-917-5108, Israel: +972-3-918-0610

A live webcast and, following the end of the call, an archive of the conference call, will be accessible on the Allot website at: <http://investors.allot.com/index.cfm>

**About Allot**

Allot Ltd. (NASDAQ: ALLT, TASE: ALLT) is a provider of leading innovative network intelligence and security solutions for service providers and enterprises worldwide, enhancing value to their customers. Our solutions are deployed globally for network and application analytics, traffic control and shaping, network-based security services, and more. Allot's multi-service platforms are deployed by over 500 mobile, fixed, and cloud service providers and over 1,000 enterprises. Our industry-leading network-based security as a service solution is already used by many millions of subscribers globally. Allot. See. Control. Secure.

For more information, visit [www.allot.com](http://www.allot.com)

**Performance Metrics**

\* SECaaS ARR – measures the current annual recurring of SECaaS revenues, which is calculated based on estimated revenues for the month of September 2024 and multiplied by 12.

\*\* Net Cash – Cash and cash equivalents, short-term bank deposits and investments net of convertible debt.

**GAAP to Non-GAAP Reconciliation:**

The difference between GAAP and non-GAAP revenues is related to the acquisitions made by the Company and represents revenues adjusted for the impact of the fair value adjustment to acquired deferred revenue related to purchase accounting. Non-GAAP net income is defined as GAAP net income after including deferred revenues related to the fair value adjustment resulting from purchase accounting and excluding stock-based compensation expenses, amortization of acquisition-related intangible assets, deferred tax asset adjustment and changes in taxes-related items.

These non-GAAP measures should be considered in addition to, and not as a substitute for, comparable GAAP measures. The non-GAAP results and a full reconciliation between GAAP and non-GAAP results is provided in the accompanying Table 2. The Company provides these non-GAAP financial measures because it believes they present a better measure of the Company's core business and management uses the non-GAAP measures internally to evaluate the Company's ongoing performance. Accordingly, the Company believes they are useful to investors in enhancing an understanding of the Company's operating performance.

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## **Safe Harbor Statement**

This release contains forward-looking statements, which express the current beliefs and expectations of Company management. Such statements involve a number of known and unknown risks and uncertainties that could cause our future results, performance or achievements to differ significantly from the results, performance or achievements set forth in such forward-looking statements. Important factors that could cause or contribute to such differences include risks relating to: our accounts receivables, including our ability to collect outstanding accounts and assess their collectability on a quarterly basis; our ability to meet expectations with respect to our financial guidance and outlook; our ability to compete successfully with other companies offering competing technologies; the loss of one or more significant customers; consolidation of, and strategic alliances by, our competitors; government regulation; the timing of completion of key project milestones which impact the timing of our revenue recognition; lower demand for key value-added services; our ability to keep pace with advances in technology and to add new features and value-added services; managing lengthy sales cycles; operational risks associated with large projects; our dependence on fourth party channel partners for a material portion of our revenues; and other factors discussed under the heading "Risk Factors" in the Company's annual report on Form 20-F filed with the Securities and Exchange Commission. Forward-looking statements in this release are made pursuant to the safe harbor provisions contained in the Private Securities Litigation Reform Act of 1995. These forward-looking statements are made only as of the date hereof, and the company undertakes no obligation to update or revise the forward-looking statements, whether as a result of new information, future events or otherwise.

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**TABLE - 1**  
**ALLOT LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(U.S. dollars in thousands, except share and per share data)

	<b>Three Months Ended</b>		<b>Nine Months Ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>		<b>(Unaudited)</b>	
Revenues	\$ 23,235	\$ 22,635	\$ 67,289	\$ 68,808
Cost of revenues	6,871	12,165	20,652	27,523
Gross profit	<u>16,364</u>	<u>10,470</u>	<u>46,637</u>	<u>41,285</u>
Operating expenses:				
Research and development costs, net	5,922	9,927	20,397	31,173
Sales and marketing	7,699	10,384	23,400	31,793
General and administrative	2,960	2,822	9,166	24,340
Total operating expenses	<u>16,581</u>	<u>23,133</u>	<u>52,963</u>	<u>87,306</u>
Operating loss	(217)	(12,663)	(6,326)	(46,021)
Financial and other income, net	513	775	1,542	2,554
Profit (Loss) before income tax expenses	<u>296</u>	<u>(11,888)</u>	<u>(4,784)</u>	<u>(43,467)</u>
Tax expenses	540	473	1,326	988
Net Loss	<u>(244)</u>	<u>(12,361)</u>	<u>(6,110)</u>	<u>(44,455)</u>
<b>Basic net loss per share</b>	<u>\$ (0.01)</u>	<u>\$ (0.32)</u>	<u>\$ (0.17)</u>	<u>\$ (1.18)</u>
<b>Diluted net loss per share</b>	<u>\$ (0.01)</u>	<u>\$ (0.32)</u>	<u>\$ (0.17)</u>	<u>\$ (1.18)</u>
Weighted average number of shares used in computing basic net loss per share	<u>39,202,550</u>	<u>38,173,533</u>	<u>38,777,119</u>	<u>37,782,281</u>
Weighted average number of shares used in computing diluted net loss per share	<u>39,202,550</u>	<u>38,173,533</u>	<u>38,777,119</u>	<u>37,782,281</u>



**TABLE - 2**  
**ALLOT LTD.**  
**AND ITS SUBSIDIARIES**  
**RECONCILIATION OF GAAP TO NON-GAAP CONSOLIDATED STATEMENTS OF OPERATIONS**  
(U.S. dollars in thousands, except per share data)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(Unaudited)		(Unaudited)	
GAAP cost of revenues	\$ 6,871	\$ 12,165	\$ 20,652	\$ 27,523
Share-based compensation (1)	(153)	(178)	(631)	(1,057)
Amortization of intangible assets (2)	(152)	(195)	(456)	(582)
Non-GAAP cost of revenues	<u>\$ 6,566</u>	<u>\$ 11,792</u>	<u>\$ 19,565</u>	<u>\$ 25,884</u>
GAAP gross profit	\$ 16,364	\$ 10,470	\$ 46,637	\$ 41,285
Gross profit adjustments	305	373	1,087	1,639
Non-GAAP gross profit	<u>\$ 16,669</u>	<u>\$ 10,843</u>	<u>\$ 47,724</u>	<u>\$ 42,924</u>
GAAP operating expenses	\$ 16,581	\$ 23,133	\$ 52,963	\$ 87,306
Share-based compensation (1)	(1,016)	(1,163)	(4,085)	(6,177)
Non-GAAP operating expenses	<u>\$ 15,565</u>	<u>\$ 21,970</u>	<u>\$ 48,878</u>	<u>\$ 81,129</u>
GAAP financial and other income	\$ 513	\$ 775	\$ 1,542	\$ 2,554
Exchange rate differences*	139	(47)	343	(328)
Expenses related to M&A activities (3)	-	15	-	43
Non-GAAP Financial and other income	<u>\$ 652</u>	<u>\$ 743</u>	<u>\$ 1,885</u>	<u>\$ 2,269</u>
GAAP taxes on income	\$ 540	\$ 473	\$ 1,326	\$ 988
Changes in tax related items	(45)	(25)	(222)	(75)
Non-GAAP taxes on income	<u>\$ 495</u>	<u>\$ 448</u>	<u>\$ 1,104</u>	<u>\$ 913</u>
GAAP Net Loss	\$ (244)	\$ (12,361)	\$ (6,110)	\$ (44,455)
Share-based compensation (1)	1,169	1,341	4,716	7,234
Amortization of intangible assets (2)	152	195	456	582
Expenses related to M&A activities (3)	-	15	-	43
Exchange rate differences*	139	(47)	343	(328)
Changes in tax related items	45	25	222	75
Non-GAAP Net income (loss)	<u>\$ 1,261</u>	<u>\$ (10,832)</u>	<u>\$ (373)</u>	<u>\$ (36,849)</u>
GAAP Loss per share (diluted)	\$ (0.01)	\$ (0.32)	\$ (0.17)	\$ (1.18)
Share-based compensation	0.03	0.03	0.13	0.19
Amortization of intangible assets	0.01	0.01	0.02	0.02
Expenses related to M&A activities	-	0.00	-	0.00
Exchange rate differences*	0.00	(0.00)	-	(0.01)
Changes in tax related items	-	-	0.00	-
Non-GAAP Net income (loss) per share (diluted)	<u>\$ 0.03</u>	<u>\$ (0.28)</u>	<u>\$ (0.02)</u>	<u>\$ (0.98)</u>
Weighted average number of shares used in computing GAAP diluted net income (loss) per share	<u>39,202,550</u>	<u>38,173,533</u>	<u>38,777,119</u>	<u>37,782,281</u>
Weighted average number of shares used in computing non-GAAP diluted net income (loss) per share	<u>42,421,818</u>	<u>38,173,533</u>	<u>38,777,119</u>	<u>37,782,281</u>

\* Financial income or expenses related to exchange rate differences in connection with revaluation of assets and liabilities in non-dollar denominated currencies.

**TABLE - 2 cont.**  
**ALLOT LTD.**  
**AND ITS SUBSIDIARIES**  
**RECONCILIATION OF GAAP TO NON-GAAP CONSOLIDATED STATEMENTS OF OPERATIONS**  
(U.S. dollars in thousands, except per share data)

	<b>Three Months Ended</b>		<b>Nine Months Ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>		<b>(Unaudited)</b>	
<b>(1) Share-based compensation:</b>				
Cost of revenues	\$ 153	\$ 178	\$ 631	\$ 1,057
Research and development costs, net	402	457	1,687	2,413
Sales and marketing	310	408	1,545	2,178
General and administrative	304	298	853	1,586
	<u>\$ 1,169</u>	<u>\$ 1,341</u>	<u>\$ 4,716</u>	<u>\$ 7,234</u>
<b>(2) Amortization of intangible assets</b>				
Cost of revenues	\$ 152	\$ 195	\$ 456	\$ 582
	<u>\$ 152</u>	<u>\$ 195</u>	<u>\$ 456</u>	<u>\$ 582</u>
<b>(3) Expenses related to M&amp;A activities</b>				
Financial income	\$ -	\$ 15	\$ -	\$ 43
	<u>\$ -</u>	<u>\$ 15</u>	<u>\$ -</u>	<u>\$ 43</u>

**TABLE - 3**  
**ALLOT LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**(U.S. dollars in thousands)**

	<b>September 30, 2024</b>	<b>December 31, 2023</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 28,226	\$ 14,192
Short-term bank deposits	5,500	10,000
Restricted deposits	481	1,728
Available-for-sale marketable securities	20,276	28,853
Trade receivables, net (net of allowance for credit losses of \$25,455 and \$25,253 on September 30, 2024 and December 31, 2023, respectively)	17,370	14,828
Other receivables and prepaid expenses	6,710	8,437
Inventories	10,049	11,874
Total current assets	<u>88,612</u>	<u>89,912</u>
<b>LONG-TERM ASSETS:</b>		
Severance pay fund	414	395
Restricted deposit	702	158
Operating lease right-of-use assets	7,003	3,057
Other assets	1,039	704
Property and equipment, net	9,393	11,189
Intangible assets, net	458	915
Goodwill	31,833	31,833
Total non-current assets	<u>50,842</u>	<u>48,251</u>
Total assets	<u>\$ 139,454</u>	<u>\$ 138,163</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES:</b>		
Trade payables	\$ 3,124	\$ 969
Deferred revenues	13,895	14,892
Short-term operating lease liabilities	1,357	1,453
Other payables and accrued expenses	19,771	22,094
Total current liabilities	<u>38,147</u>	<u>39,408</u>
<b>LONG-TERM LIABILITIES:</b>		
Deferred revenues	7,030	7,437
Long-term operating lease liabilities	5,494	702
Accrued severance pay	944	1,080
Convertible debt	39,923	39,773
Total long-term liabilities	<u>53,391</u>	<u>48,992</u>
<b>SHAREHOLDERS' EQUITY</b>	<u>47,916</u>	<u>49,763</u>
Total liabilities and shareholders' equity	<u>\$ 139,454</u>	<u>\$ 138,163</u>

**TABLE - 4**  
**ALLOT LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(U.S. dollars in thousands)**

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2024	2023	2024	2023
	(Unaudited)		(Unaudited)	
<u>Cash flows from operating activities:</u>				
Net Loss	\$ (244)	\$ (12,361)	\$ (6,110)	\$ (44,455)
<u>Adjustments to reconcile net income to net cash provided by (used in) operating activities:</u>				
Depreciation	1,097	1,251	3,468	3,898
Stock-based compensation	1,169	1,341	4,716	7,234
Amortization of intangible assets	152	277	457	830
Increase (Decrease) in accrued severance pay, net	10	6	(155)	79
Decrease (Increase) in other assets, other receivables and prepaid expenses	(696)	(127)	976	840
Increase in accrued interest and amortization of premium/discount on marketable securities	(392)	(260)	(1,169)	(407)
Increase (Decrease) in operating leases liability	(481)	555	(1,099)	(2,477)
Decrease (Increase) in operating lease right-of-use asset	675	(934)	1,849	2,005
Decrease (Increase) in trade receivables	438	9,600	(2,542)	24,489
Decrease (Increase) in inventories	(443)	4,321	1,825	(777)
Increase (Decrease) in trade payables	2,139	(5,633)	2,155	(7,835)
Increase (Decrease) in employees and payroll accruals	1,575	(2,751)	(2,560)	(5,245)
Decrease in deferred revenues	(3,369)	(1,676)	(1,404)	(2,975)
Increase in other payables, accrued expenses and other long term liabilities	203	1,913	191	89
Amortization of issuance costs of Convertible debt	50	50	150	148
Net cash provided by (used in) operating activities	<u>1,883</u>	<u>(4,428)</u>	<u>748</u>	<u>(24,559)</u>
<u>Cash flows from investing activities:</u>				
Decrease (Increase) in restricted deposit	-	192	703	(32)
Investment in short-term bank deposits	(5,500)	-	(9,300)	(15,900)
Withdrawal of short-term bank deposits	3,800	16,465	13,800	71,065
Purchase of property and equipment	(286)	(1,308)	(1,672)	(1,868)
Investment in marketable securities	(9,532)	(16,111)	(44,284)	(34,678)
Proceeds from redemption or sale of marketable securities	21,980	11,225	54,040	15,185
Net cash provided by investing activities	<u>10,462</u>	<u>10,463</u>	<u>13,287</u>	<u>33,772</u>
<u>Cash flows from financing activities:</u>				
Proceeds from exercise of stock options	(2)	1	(1)	1
Net cash provided by (used in) financing activities	<u>(2)</u>	<u>1</u>	<u>(1)</u>	<u>1</u>
Increase in cash and cash equivalents	12,343	6,036	14,034	9,214
Cash and cash equivalents at the beginning of the period	<u>15,883</u>	<u>15,473</u>	<u>14,192</u>	<u>12,295</u>
Cash and cash equivalents at the end of the period	<u>\$ 28,226</u>	<u>\$ 21,509</u>	<u>\$ 28,226</u>	<u>\$ 21,509</u>
<u>Non-cash activity:</u>				
Right-of-use assets obtained in the exchange for operating lease liabilities	<u>\$ 5,795</u>	<u>\$ 77</u>	<u>\$ 5,795</u>	<u>\$ 77</u>

**Other financial metrics (Unaudited)**

U.S. dollars in millions, except number of full time employees, top 10 customers as a % of revenues and number of shares

	Q3-2024		YTD 2024		FY 2023	
<b>Revenues geographic breakdown</b>						
Americas	3.4	15%	9.8	15%	16.6	18%
EMEA	14.6	62%	38.2	56%	56.1	60%
Asia Pacific	5.2	23%	19.3	29%	20.5	22%
	<u>23.2</u>	<u>100%</u>	<u>67.3</u>	<u>100%</u>	<u>93.2</u>	<u>100%</u>
<b>Revenues breakdown by type</b>						
Products	8.3	36%	25.1	37%	37.6	40%
Professional Services	1.4	6%	5.6	8%	6.1	7%
SECaaS (Security as a Service)	4.7	20%	11.8	18%	10.6	11%
Support & Maintenance	8.8	38%	24.8	37%	38.9	42%
	<u>23.2</u>	<u>100%</u>	<u>67.3</u>	<u>100%</u>	<u>93.2</u>	<u>100%</u>
<b>Revenues per customer type</b>						
CSP	18.7	81%	54.7	81%	75.1	81%
Enterprise	4.5	19%	12.6	19%	18.1	19%
	<u>23.2</u>	<u>100%</u>	<u>67.3</u>	<u>100%</u>	<u>93.2</u>	<u>100%</u>
Top 10 customers as a % of revenues	45%		40%		47%	
Total number of full time employees (end of period)	508		508		559	
Non-GAAP Weighted average number of basic shares (in millions)	39.2		38.8		37.9	
Non-GAAP weighted average number of fully diluted shares (in millions)	42.4		41.6		40.3	

**SECaaS (Security as a Service) revenues- U.S. dollars in millions**

(Unaudited)

Q3-2024:	4.7
Q2-2024:	3.7
Q1-2024:	3.4
Q4-2023:	3.2
Q3-2023:	2.8

**SECaaS ARR\* - U.S. dollars in millions (Unaudited)**

Sep. 2024:	17.2
Dec. 2023:	12.7
Dec. 2022:	9.2
Dec. 2021:	5.2