

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

---

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16 of the

Securities Exchange Act of 1934

For the month of August 2011

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)

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  x

Form 40-F  o

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**

Filed herewith as Exhibits 99.1 and 99.2, are the first and second quarter consolidated statements of operations, consolidated balance sheets and consolidated statements of cash flows of Allot Communications Ltd. and its subsidiaries, respectively.

This report on Form 6-K shall be deemed to be filed and incorporated by reference in the registration statement on Form F-3 (File No. 333-171053) and to be a part thereof from the date on which this report is furnished, to the extent not superseded by documents or reports subsequently filed or furnished.

---

**SIGNATURE**

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.**

Date: August 1, 2011

By: /s/ Nachum Falek

Name: Nachum Falek

Title: Chief Financial Officer

---

## EXHIBIT INDEX

The following exhibits are filed as part of this Form 6-K:

<u>Exhibit</u>	<u>Description</u>
99.1	Allot Communications Ltd. Consolidated Statements of Operations, Consolidated Balance Sheets and Consolidated Statements of Cash Flows for the first quarter of 2011.
99.2	Allot Communications Ltd. Consolidated Statements of Operations, Consolidated Balance Sheets and Consolidated Statements of Cash Flows for the second quarter of 2011.

---

**TABLE - 1**  
**ALLOT COMMUNICATIONS 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>March 31,</b>	
	<b>2011</b>	<b>2010</b>
	<b>(Unaudited)</b>	
Revenues	\$ 17,183	\$ 12,471
Cost of revenues	4,852	3,355
Gross profit	12,331	9,116
Operating expenses:		
Research and development costs, net	2,971	2,588
Sales and marketing	6,314	5,251
General and administrative	1,427	1,332
Total operating expenses	10,712	9,171
Operating profit (loss)	1,619	(55)
Financial and other income (expenses), net	92	(422)
Profit (loss) before income tax expenses	1,711	(477)
Tax expenses (income)	85	(31)
Net profit (loss)	\$ 1,626	\$ (446)
<b>Basic net profit (loss) per share</b>	<b>\$ 0.07</b>	<b>\$ (0.02)</b>
<b>Diluted net profit (loss) per share</b>	<b>\$ 0.06</b>	<b>\$ (0.02)</b>
Weighted average number of shares used in computing basic net earnings per share	23,980,623	22,434,843
Weighted average number of shares used in computing diluted net earnings per share	25,898,321	22,434,843

**TABLE - 2**  
**ALLOT COMMUNICATIONS LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
(U.S. dollars in thousands)

	<b>March 31,</b>	<b>December 31,</b>
	<b>2011</b>	<b>2010</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 43,857	\$ 42,858
Marketable securities and restricted cash	17,096	16,591
Trade receivables, net	13,506	10,739
Other receivables and prepaid expenses	5,691	4,958
Inventories	11,644	10,830
Total current assets	<u>91,794</u>	<u>85,976</u>
<b>LONG-TERM ASSETS:</b>		
Severance pay fund	178	162
Other assets	343	340
Total long-term assets	<u>521</u>	<u>502</u>
<b>PROPERTY AND EQUIPMENT, NET</b>	<u>5,218</u>	<u>5,193</u>
<b>GOODWILL AND INTANGIBLE ASSETS, NET</b>	<u>3,486</u>	<u>3,516</u>
Total assets	<u>\$ 101,019</u>	<u>\$ 95,187</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES:</b>		
Trade payables	\$ 5,169	\$ 5,140
Deferred revenues	11,765	10,828
Other payables and accrued expenses	10,872	10,167
Total current liabilities	<u>27,806</u>	<u>26,135</u>
<b>LONG-TERM LIABILITIES:</b>		
Deferred revenues	4,396	3,873
Accrued severance pay	210	191
Total long-term liabilities	<u>4,606</u>	<u>4,064</u>
<b>SHAREHOLDERS' EQUITY</b>	<u>68,607</u>	<u>64,988</u>
Total liabilities and shareholders' equity	<u>\$ 101,019</u>	<u>\$ 95,187</u>

**TABLE - 3**  
**ALLOT COMMUNICATIONS LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(U.S. dollars in thousands)

**Three Months**  
**Ended**  
**March 31,**  
**2011**  
**(Unaudited)**

Cash flows from operating activities:

Net profit	\$	1,626
Adjustments to reconcile net profit to net cash provided by operating activities:		
Depreciation		661
Stock-based compensation related to options granted to employees and non-employees		517
Amortization of intangible assets		30
Capital gain		(4)
Increase in accrued severance pay, net		3
Increase in other assets		(3)
Decrease in accrued interest and amortization of premium on marketable securities		(1)
Increase in trade receivables		(2,768)
Increase in other receivables and prepaid expenses		(94)
Increase in inventories		(814)
Increase in trade payables		27
Decrease in employees and payroll accruals		(592)
Increase in deferred revenues		1,459
Increase in other payables and accrued expenses		918
Net cash provided by operating activities		<u>965</u>

Cash flows from investing activities:

Increase in restricted deposit		(486)
Purchase of property and equipment		(710)
Proceeds from sale of property and equipment		30
Investment in marketable securities		(853)
Proceeds from redemption or sale of marketable securities		800
Net cash used in investing activities		<u>(1,219)</u>

Cash flows from financing activities:

Proceeds from exercise of options		1,253
Net cash provided by financing activities		<u>1,253</u>

Increase in cash and cash equivalents		999
Cash and cash equivalents at the beginning of the period		42,858
Cash and cash equivalents at the end of the period	\$	<u>43,857</u>

**TABLE - 1**  
**ALLOT COMMUNICATIONS 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>June 30,</b>	
	<b>2011</b>	<b>2010</b>
	<b>(Unaudited)</b>	
Revenues	\$ 18,454	\$ 13,626
Cost of revenues	5,305	3,915
Gross profit	<u>13,149</u>	<u>9,711</u>
Operating expenses:		
Research and development costs, net	3,092	2,728
Sales and marketing	6,388	5,413
General and administrative	1,979	1,305
Total operating expenses	<u>11,459</u>	<u>9,446</u>
Operating profit	1,690	265
Financial and other income (expenses), net	(63)	(7,555)
Profit (loss) before income tax expenses	<u>1,627</u>	<u>(7,290)</u>
Tax expenses	16	127
Net profit (loss)	<u>1,611</u>	<u>(7,417)</u>
<b>Basic net profit (loss) per share</b>	<u>\$ 0.07</u>	<u>\$ (0.33)</u>
<b>Diluted net profit (loss) per share</b>	<u>\$ 0.06</u>	<u>\$ (0.33)</u>
Weighted average number of shares used in computing basic net earnings per share	<u>24,195,495</u>	<u>22,711,470</u>
Weighted average number of shares used in computing diluted net earnings per share	<u>26,253,139</u>	<u>22,711,470</u>



**TABLE - 2**  
**ALLOT COMMUNICATIONS LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**(U.S. dollars in thousands)**

	<b>June 30,</b>	<b>December 31,</b>
	<b>2011</b>	<b>2010</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 46,116	\$ 42,858
Marketable securities and restricted cash	17,382	16,591
Trade receivables, net	11,142	10,739
Other receivables and prepaid expenses	6,763	4,958
Inventories	9,724	10,830
Total current assets	<u>91,127</u>	<u>85,976</u>
<b>LONG-TERM ASSETS:</b>		
Severance pay fund	188	162
Other assets	341	340
Total long-term assets	<u>529</u>	<u>502</u>
<b>PROPERTY AND EQUIPMENT, NET</b>	<u>5,115</u>	<u>5,193</u>
<b>GOODWILL AND INTANGIBLE ASSETS, NET</b>	<u>3,455</u>	<u>3,516</u>
Total assets	<u>\$ 100,226</u>	<u>\$ 95,187</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES:</b>		
Trade payables	\$ 2,094	\$ 5,140
Deferred revenues	11,384	10,828
Other payables and accrued expenses	11,240	10,167
Total current liabilities	<u>24,718</u>	<u>26,135</u>
<b>LONG-TERM LIABILITIES:</b>		
Deferred revenues	4,381	3,873
Accrued severance pay	223	191
Total long-term liabilities	<u>4,604</u>	<u>4,064</u>
<b>SHAREHOLDERS' EQUITY</b>	<u>70,904</u>	<u>64,988</u>
Total liabilities and shareholders' equity	<u>\$ 100,226</u>	<u>\$ 95,187</u>

**TABLE - 3**  
**ALLOT COMMUNICATIONS LTD.**  
**AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(U.S. dollars in thousands)**

	<b>Three Months Ended</b>	
	<b>June 30,</b>	
	<b>2011</b>	<b>2010</b>
	<b>(Unaudited)</b>	
<b>Cash flows from operating activities:</b>		
Net income (loss)	1,611	(7,417)
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	679	650
Stock-based compensation related to options granted to employees and non-employees	547	471
Amortization of intangible assets	31	30
Capital (gain) loss	13	(29)
Increase (Decrease) in accrued severance pay, net	3	43
Decrease (Increase) in other assets	2	6
Increase in accrued interest and amortization of premium on marketable securities	48	-
Decrease (Increase) in trade receivables	2,364	(1,724)
Decrease (Increase) in other receivables and prepaid expenses	(1,240)	1,232
Decrease (Increase) in inventories	1,920	(1,420)
Increase (Decrease) in trade payables	(3,075)	2,654
Increase (Decrease) in employees and payroll accruals	(17)	21
Increase (Decrease) in deferred revenues	(396)	(1,941)
Increase in other payables and accrued expenses	405	1,247
Other than temporary loss on marketable securities	-	7,682
<b>Net cash provided by operating activities</b>	<b>2,895</b>	<b>1,505</b>
<b>Cash flows from investing activities:</b>		
Increase in restricted deposit	(1)	-
Investment in short-term deposits	-	(582)
Purchase of property and equipment	(588)	(624)
Proceeds from sale of property and equipment	-	38
Investment in marketable securities	(1,061)	-
Proceeds from redemption or sale of marketable securities	800	12,252
<b>Net cash provided by (used in) investing activities</b>	<b>(850)</b>	<b>11,084</b>
<b>Cash flows from financing activities:</b>		
Exercise of warrants and employee stock options and repayment of non-recourse loan	214	453
<b>Net cash provided by financing activities</b>	<b>214</b>	<b>453</b>
Increase in cash and cash equivalents	2,259	13,042
Cash and cash equivalents at the beginning of the period	43,857	36,349
<b>Cash and cash equivalents at the end of the period</b>	<b>\$ 46,116</b>	<b>\$ 49,391</b>