

**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 2010
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 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- _____

EXPLANATORY NOTE

On February 9, 2010, Allot Communications Ltd. issued a press release announcing the quarterly results for the fourth quarter of 2009. The Company also announced that Doron Arazi is to step down as its Chief Financial Officer.

Copies of the press releases announcing such matters are attached to this Form 6-K and incorporated herein by reference, as follows:

- Exhibit 99.1 – Press release announcing the financial results
- Exhibit 99.2 – Press release announcing that Doron Arazi is to step down

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/ Rami Hadar

Rami Hadar
President and Chief Executive Officer

Date: February 10, 2010

EXHIBIT INDEX

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

<u>Exhibit</u>	<u>Description</u>
99.1.	Press Release Announcing Financial Results Dated February 9, 2010.
99.2	Press Release Announcing that CFO to Step Down Dated February 9, 2010.



Allot Communications Reports 21% Increase in Revenues to \$11.5 Million for the Fourth Quarter of 2009

--Company Achieves Breakeven Results on a non-GAAP Basis--

Key highlights:

- Fourth quarter revenues reached \$11.5 million, a 21% increase over the fourth quarter of 2008
- Fourth quarter non-GAAP net income of \$19,000, as Company achieves break-even results
- Cash, cash equivalents, deposits and investments in marketable securities increased to \$53.3 million
- Allot receives \$17 million in orders from a global Tier 1 mobile operator during the year

Hod Hasharon, ISRAEL – February 9, 2010 – Allot Communications Ltd. (NASDAQ: **ALLT**) a leader in IP service optimization and revenue generation solutions, today announced achieving break-even results on a non-GAAP basis for the fourth quarter of 2009 as it reported its financial results for the fourth quarter and full year ended December 31, 2009.

Total revenues for the fourth quarter of 2009 reached \$11.5 million, a 21% increase from the \$9.6 million of revenues reported in the fourth quarter of 2008, and a 6% increase from the \$10.8 million revenues reported for the third quarter of 2009. On a GAAP basis, net loss for the fourth quarter of 2009 was \$1.5 million, or \$0.07 per share (basic and diluted). This compares with net income of \$1.0 million, or \$0.05 per share (basic and diluted), in the fourth quarter of 2008, and a net loss of \$2.3 million, or \$0.10 per share (basic and diluted), in the third quarter of 2009. For the full year 2009, revenues reached \$41.8 million, representing a 13% increase over the \$37.1 million of revenues in 2008. On a GAAP basis, net loss in 2009 totaled \$7.7 million, or \$0.35 per share (basic and diluted), compared with a net loss of \$16.5 million, or \$0.75 per share (basic and diluted), in 2008.

On a non-GAAP basis, excluding the impact of share-based compensation, inventory and fixed assets write-offs and ARS devaluation and recoveries, non-GAAP net income for the fourth quarter of 2009 totaled \$19,000, or \$0.00 per share (basic and diluted), compared with a non-GAAP net loss of \$1.1 million, or \$0.05 per share (basic and diluted), for the fourth quarter of 2008 and a non-GAAP loss of \$185,000, or \$0.01 per share (basic and diluted), for the third quarter of 2009. Inventory and fixed assets write-offs for the fourth quarter of 2009 totaled \$0.9 million following the rollout of certain new products. These non-GAAP measures should be considered in addition to, and not as a substitute for, comparable GAAP measures. 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 that 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 that they are useful to investors in enhancing an understanding of the Company's operating performance.

“During 2009 Allot succeeded in continuing to grow revenues while making significant progress in moving towards our goal of profitability,” commented Rami Hadar, Allot Communications' President and Chief Executive Officer. “We successfully undertook the largest deployment in our history with a global Tier 1 mobile operator, with total orders as at the end of the year reaching \$17 million. Coupled with the strong backlog we built up during the year, we currently believe that Allot is well positioned for continued growth in 2010.”

Recently, the Company achieved the following significant goals:

- During the quarter, concluded 9 large deals with service providers, of which 3 represented new customers and 6 represented expansion deals;
- Allot introduced two new platforms during the quarter, the AC-1400 and AC-3000, which address the needs of the Tier 2/3 and large enterprise markets; and
- Service Gateway Sigma now supports 75 Gbps and may be clustered for up to 360 Gbps as verified by the independent Tolly Group.

As of December 31, 2009, cash, cash equivalents, deposits and investments in marketable securities totaled \$53.3 million. Recent external valuations showed an increase in value of certain ARS in the Company's portfolio as of the end of the fourth quarter. As a result, the Company recorded an unrealized net gain of \$0.7 million to other comprehensive income in its shareholders' equity, leaving the Company with a total of \$14.5 million in ARS at the end of the quarter. To date, all ARS are current on their respective interest payments.

Conference Call & Webcast

The Allot management team will host a conference call will host a conference call to discuss its fourth quarter and full year 2009 results on Tuesday, February 9, 2010, at 8:30 AM EST, 3:30 PM Israel time.

To access the conference call, please dial one of the following numbers: US: +1-866-966-5335, International: +44-20-3003-2666, Israel: +1-809-216-213.



A replay of the conference call will be available from 12:01 am EST on February 10, 2010 through March 10, 2010 at 11:59 pm EST. To access the replay, please dial: +44-20-8196-1998, access code: 650204#.

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

About Allot Communications

Allot Communications Ltd. (NASDAQ: ALLT) is a leading provider of intelligent IP service optimization solutions for fixed and mobile broadband operators and large enterprises. Allot's rich portfolio of solutions leverages dynamic actionable recognition technology (DART) to transform broadband pipes into smart networks that can rapidly and efficiently deploy value-added Internet services. Allot's scalable, carrier-grade solutions provide the visibility, topology awareness, security, application control and subscriber management that are vital to managing Internet service delivery, enhancing user experience, containing operating costs, and maximizing revenue in broadband networks. For more information, please visit <http://www.allot.com>.

Safe Harbor Statement

Information provided in this press release may contain statements relating to current expectations, estimates, forecasts and projections about future 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 Company's plans, objectives and expectations for future operations, including the Company's belief that together with its strong backlog it is well positioned for continued growth in 2010. These forward-looking statements are based upon management's current estimates and projections of future results or trends. Actual results may differ materially from those projected as a result of certain risks and uncertainties. These factors include, but are not limited to: changes in general economic and business conditions and, specifically, a decline in demand for the Company's products; the Company's inability to develop and introduce new technologies, products and applications; loss of market; 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. 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 COMMUNICATIONS LTD.
AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(U.S. dollars in thousands, except share and per share data)

	Three Months Ended		Year Ended	
	December 31,		December 31,	
	2009	2008	2009	2008
	(Unaudited)		(Unaudited)	(Audited)
Revenues	\$ 11,530	\$ 9,562	\$ 41,751	\$ 37,101
Cost of revenues	3,548	2,448	11,835	9,696
Gross profit	<u>7,982</u>	<u>7,114</u>	<u>29,916</u>	<u>27,405</u>
Operating expenses:				
Research and development costs, net	2,408	2,855	9,265	11,964
Sales and marketing	5,849	4,510	20,408	19,781
General and administrative	1,371	1,363	5,541	6,174
In - process research and development	-	-	-	244
Total Operating expenses	<u>9,628</u>	<u>8,728</u>	<u>35,214</u>	<u>38,163</u>
Operating Loss	(1,646)	(1,614)	(5,298)	(10,758)
Financial and other income (expenses), net	52	2,730	(2,311)	(5,517)
Income (Loss) before income tax expenses	<u>(1,594)</u>	<u>1,116</u>	<u>(7,609)</u>	<u>(16,275)</u>
Income tax expenses	(74)	82	63	220
Net earnings (Loss)	<u>(1,520)</u>	<u>1,034</u>	<u>(7,672)</u>	<u>(16,495)</u>
Basic and diluted net earnings (loss) per share	<u>\$ (0.07)</u>	<u>\$ 0.05</u>	<u>\$ (0.35)</u>	<u>\$ (0.75)</u>
Weighted average number of shares used in computing basic net earnings per share	<u>22,385,132</u>	<u>22,065,556</u>	<u>22,185,702</u>	<u>22,054,211</u>
Weighted average number of shares used in computing diluted net earnings per share	<u>22,385,132</u>	<u>22,225,288</u>	<u>22,185,702</u>	<u>22,054,211</u>

TABLE - 2
ALLOT COMMUNICATIONS 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		Year Ended	
	December 31,		December 31,	
	2009	2008	2009	2008
	(Unaudited)		(Unaudited)	
GAAP net income (loss) as reported	\$ (1,520)	\$ 1,034	\$ (7,672)	\$ (16,495)
Non-GAAP adjustments				
Expenses recorded for stock-based compensation				
Cost of revenues	32	6	104	52
Research and development costs, net	92	84	357	321
Sales and marketing	215	64	775	465
General and administrative	252	218	1,062	855
In-process research and development	-	-	-	244
Expenses related to a law suit	-	-	-	197
Core technology amortization- cost of revenues	27	30	116	119
Inventory write off - cost of revenues	523	-	523	-
Fixed assets write off - sales and marketing	385	-	385	-
Total adjustments to operating loss	1,526	402	3,322	2,253
Impairment of auction rate securities -				
Financial and other income (expenses), net	13	(2,507)	3,036	7,681
Total adjustments	1,539	(2,105)	6,358	9,934
Non-GAAP net earnings (Loss)	\$ 19	\$ (1,071)	\$ (1,314)	\$ (6,561)
Non- GAAP basic and diluted net earnings (Loss) per share	\$ 0.00	\$ (0.05)	\$ (0.06)	\$ (0.30)

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

	December 31, 2009 <u>(Unaudited)</u>	December 31, 2008 <u>(Audited)</u>
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 36,470	\$ 40,029
Short term and restricted deposits	2,324	2,121
Trade receivables	7,842	6,163
Other receivables and prepaid expenses	2,318	1,959
Inventories	5,046	4,259
Total current assets	<u>54,000</u>	<u>54,531</u>
LONG-TERM ASSETS:		
Marketable securities	14,490	15,319
Severance pay fund	3,410	3,402
Other assets	430	874
Total long-term assets	<u>18,330</u>	<u>19,595</u>
PROPERTY AND EQUIPMENT, NET	<u>5,674</u>	<u>4,970</u>
GOODWILL AND INTANGIBLE ASSETS, NET	<u>3,639</u>	<u>3,755</u>
Total assets	<u>\$ 81,643</u>	<u>\$ 82,851</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Trade payables	\$ 3,142	\$ 2,902
Deferred revenues	5,467	4,475
Other payables and accrued expenses	7,212	6,466
Total current liabilities	<u>15,821</u>	<u>13,843</u>
LONG-TERM LIABILITIES:		
Deferred revenues	2,046	2,293
Accrued severance pay	3,364	3,536
Total long-term liabilities	<u>5,410</u>	<u>5,829</u>
SHAREHOLDERS' EQUITY	<u>60,412</u>	<u>63,179</u>
Total liabilities and shareholders' equity	<u>\$ 81,643</u>	<u>\$ 82,851</u>



Doron Arazi to Step Down as Allot's Chief Financial Officer

Hod Hasharon, ISRAEL – February 9, 2010 – Allot Communications Ltd. (NASDAQ: **ALLT**), a leader in IP service optimization and revenue generation solutions, today announced that Doron Arazi, the company's Chief Financial Officer, will be leaving Allot to pursue other interests. Mr. Arazi will continue as Chief Financial Officer through a transition period until early April, after the date on which the Company expects to file its annual report on Form 20-F for the 2009 fiscal year. The Company has commenced a search for a new Chief Financial Officer.

Mr. Arazi joined Allot as its Chief Financial Officer shortly after the company completed its initial public offering. In this position, he played a key role in overhauling Allot's financial and reporting activities and implementing new methodologies and systems which have significantly improved the company's capabilities in financial management and reporting. Mr. Arazi will remain available to the company in order to insure a smooth transition to his successor.

"Doron has done an excellent job in overhauling and managing Allot's financial activities, and putting a first rate finance department in place," said Rami Hadar, the company's President and Chief Executive Officer. "Management and the board of directors greatly appreciate Doron's contributions to Allot, and I would like to extend our thanks to him for his hard work and dedication to the company. We wish him all the best in his new endeavors."

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