
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 May 2013
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 4501317
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 May 7, 2013, Allot Communications Ltd. issued a press release announcing the quarterly results for the first quarter of 2013.

A copy of the press release entitled "Allot Communications Reports non-GAAP Revenues of \$24.2 Million for First Quarter of 2013" is attached to this Form 6-K as Exhibit 99.1.

On May 7, 2013 Allot Communications Ltd. issued a press release announcing that Allot was named as market leader in Infonetics' Deep Packet Inspection Report.

A copy of the press release entitled "Allot Named Market Leader in Infonetics Deep Packet Inspection Report" is attached to this Form 6-K as Exhibit 99.2.

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/ Nachum Falek

Nachum Falek
Chief Financial Officer

Date: May 7, 2013

EXHIBIT INDEX

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

<u>Exhibit</u>	<u>Description</u>
99.1	Allot Communications Reports non-GAAP Revenues of \$24.2 Million for First Quarter of 2013
99.2	Allot Named Market Leader in Infonetics Deep Packet Inspection Report



Allot Communications Reports non-GAAP Revenues of \$24.2 Million for First Quarter of 2013

Hod Hasharon, Israel – May 7, 2013 – Allot Communications Ltd. (NASDAQ: ALLT), a leading supplier of service optimization and revenue generation solutions for fixed and mobile broadband service providers worldwide, today announced its first quarter 2013 results, with non-GAAP revenues reaching \$24.2 million (\$24.1 million on a GAAP basis).

First Quarter Highlights:

- Non-GAAP revenues were \$24.2 million (\$24.1 million on a GAAP basis).
- Non-GAAP gross margin was 75% (72% on a GAAP basis).
- Non-GAAP operating margin was 2% (8% loss on a GAAP basis).
- Book-to-bill above 1.
- Early in second quarter, a \$9 million follow-on order was received from a tier 1 US mobile operator.

Financial Results:

On a non-GAAP basis, total revenues for the first quarter of 2013 reached \$24.2 million, compared with \$24.2 million of revenue reported for the first quarter of 2012 and \$28.5 million of revenue reported for the fourth quarter of 2012. On a non-GAAP basis, net profit for the first quarter of 2013 was \$0.6 million, or \$0.02 per basic and diluted share. This compares with non-GAAP net profit of \$5.0 million, or \$0.16 per basic share, and \$0.15 per diluted share, in the first quarter of 2012 and non-GAAP net profit of \$4.6 million, or \$0.14 per basic and diluted share, in the fourth quarter of 2012.

Total GAAP revenues for the first quarter of 2013 reached \$24.1 million compared to \$24.2 million of revenue reported for the first quarter of 2012 and \$26.4 million of revenue reported for the fourth quarter of 2012. On a GAAP basis, the net loss for the first quarter of 2013 was \$1.8 million, or a net loss of \$0.06 per basic and diluted share. This compares with net profit of \$3.2 million, or \$0.10 per basic and diluted share, in the first quarter of 2012, and a net loss of \$15.1 million, or a net loss of \$0.46 per basic and diluted share, in the fourth quarter of 2012.

Key Quarterly Achievements:

- During the quarter, large orders were received from 16 service providers, 3 of which represented new customers
- 12 of the large orders came from mobile-service providers, one of which was a new customer
- Announced a \$6 million project to provide virtualized-parental control service to a tier-1 mobile operator
- Allot was selected by Tata Communications to provide hosted-policy management services
- Received a \$6.5 Million Steering and VAS order from a tier-1 EMEA mobile operator

As of March 31, 2013, cash, cash equivalents, short-term deposits and marketable securities totaled \$134.8 million with no debt.

"The sequential decrease in revenues was mainly attributable to the weakness in EMEA markets as expressed in a book-to-bill below 1 during the second half of 2012, as well as to normal first-quarter seasonality. Despite that, we started the year with a much stronger booking environment reflected by a number of multi-million dollars deals won during the first quarter. Also we started the second quarter with positive booking momentum by securing a follow-on, \$9m order from a Tier 1 Mobile operator in the US.. We continue to see a strong funnel of large orders ahead," commented Rami Hadar, Allot Communications' President and Chief Executive Officer. "As can be seen by the two large deals announced in the first quarter, Value-Added Services was a major contributor to revenue and booking. We are pleased to see our Service Gateway strategy gain acceptance among tier 1 service providers while we grow our VAS portfolio and redefine the DPI space."

Conference Call & Webcast

The Allot management team will host a conference call to discuss first quarter 2013 earnings results today at 8:30 a.m. ET, 3:30 p.m. Israel time.

To access the conference call, please dial one of the following numbers: US: +1646 254 3360, UK: +44(0)20 3364 5381, Israel: +972-3-763 0145, participant code **2641301**.

A replay of the conference call will be available from 12:01 a.m. ET on May 7, 2013 through May 14, 2013 at 11:59 p.m. UK time. To access the replay, please dial: US: + 1 347 366 9565, UK: + 44 (0)20 3427 0598, access code: 2641301.

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

About Allot Communications

Allot Communications Ltd. (NASDAQ: ALLT) is a leading provider of intelligent data traffic optimization and monetization solutions for fixed and mobile broadband operators and large enterprises. Allot's scalable, carrier-grade solutions provide the visibility, topology awareness, security, application control and subscriber management that are vital to managing fixed and mobile data, enhancing user experience, containing operating costs, and enabling service providers to generate revenues from their broadband networks. 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. For more information, please visit <http://www.allot.com>.

GAAP to Non-GAAP Reconciliation

The discrepancy between GAAP and non-GAAP revenues is related to the acquisitions made by the Company during the year and represents revenues adjusted for the impact of the fair value adjustment to acquired deferred revenue related to purchase accounting. Non-GAAP net profit is defined as GAAP net profit 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, regulatory 2 matters, acquisition related expenses and compensation expenses related to the acquisitions.

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 are 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.

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. 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: our ability to increase the breadth and functionality of the Service Gateway platform through additional partnerships, changes in general economic and business conditions; 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	
	March 31,	
	2013	2012
	(Unaudited)	
Revenues	\$ 24,114	\$ 24,217
Cost of revenues	6,740	6,901
Gross profit	<u>17,374</u>	<u>17,316</u>
Operating expenses:		
Research and development costs, net	6,902	4,010
Sales and marketing	9,827	7,755
General and administrative	2,638	2,774
Total operating expenses	<u>19,367</u>	<u>14,539</u>
Operating profit (loss)	(1,993)	2,777
Financial and other income, net	187	462
Profit (loss) before tax expenses	<u>(1,806)</u>	<u>3,239</u>
Tax expenses	41	3
Net profit (loss)	<u>(1,847)</u>	<u>3,236</u>
Basic net profit (loss) per share	<u>\$ (0.06)</u>	<u>\$ 0.10</u>
Diluted net profit (loss) per share	<u>\$ (0.06)</u>	<u>\$ 0.10</u>
Weighted average number of shares used in computing basic net earnings per share	<u>32,561,977</u>	<u>31,218,667</u>
Weighted average number of shares used in computing diluted net earnings per share	<u>32,561,977</u>	<u>32,923,903</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	
	March 31,	
	2013	2012
	(Unaudited)	
GAAP net profit (loss) as reported	\$ (1,847)	\$ 3,236
Non-GAAP adjustments		
Fair value adjustment for acquired deferred revenues write down (Revenues)	37	-
Expenses recorded for stock-based compensation		
Cost of revenues	86	44
Research and development costs, net	411	188
Sales and marketing	746	318
General and administrative	586	166
Expenses related to M&A activities and compliance with regulatory matters (*)		
General and administrative (G&A)	12	1,045
Research and development costs, net	6	-
Intangible assets amortization		
Cost of revenues	504	31
S&M	58	-
Total adjustments	<u>2,446</u>	<u>1,792</u>
Non-GAAP net profit	<u>\$ 599</u>	<u>\$ 5,028</u>
Non- GAAP basic net profit per share	<u>\$ 0.02</u>	<u>\$ 0.16</u>
Non- GAAP diluted net profit per share	<u>\$ 0.02</u>	<u>\$ 0.15</u>
Weighted average number of shares used in computing basic net earnings per share	<u>32,561,977</u>	<u>31,218,667</u>
Weighted average number of shares used in computing diluted net earnings per share	<u>33,506,441</u>	<u>33,078,735</u>

(*) Mostly legal, finance and compensation expenses related to the acquisitions

TABLE - 3
ALLOT COMMUNICATIONS LTD.
AND ITS SUBSIDIARIES
RECONCILIATION OF GAAP TO NON-GAAP CONSOLIDATED REVENUES
(U.S. dollars in thousands, except share and per share data)

	Three Months Ended	
	March 31,	
	2013	2012
	(Unaudited)	
GAAP Revenues	\$ 24,114	\$ 24,217
Fair value adjustment for acquired deferred revenues write down	<u>37</u>	<u>-</u>
Non-GAAP Revenues	<u>\$ 24,151</u>	<u>\$ 24,217</u>

TABLE - 4
ALLOT COMMUNICATIONS LTD.
AND ITS SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(U.S. dollars in thousands)

	March 31,	December 31,
	2013	2012
	(Unaudited)	(Audited)
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 89,434	\$ 50,026
Short term deposits	17,000	78,042
Marketable securities and restricted cash	28,332	14,987
Trade receivables, net	25,587	20,236
Other receivables and prepaid expenses	7,116	6,815
Inventories	9,643	9,963
Total current assets	177,112	180,069
LONG-TERM ASSETS:		
Severance pay fund	211	213
Deferred Taxes	1,525	1,525
Other assets	268	239
Total long-term assets	2,004	1,977
PROPERTY AND EQUIPMENT, NET	6,585	6,609
GOODWILL AND INTANGIBLE ASSETS, NET	32,574	33,136
Total assets	\$ 218,275	\$ 221,791
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Trade payables	\$ 3,428	\$ 4,809
Deferred revenues	12,500	13,829
Other payables and accrued expenses	14,398	13,947
Liability related to settlement of OCS grants	15,886	15,886
Total current liabilities	46,212	48,471
LONG-TERM LIABILITIES:		
Deferred revenues	2,286	3,945
Accrued severance pay	276	254
Total long-term liabilities	2,562	4,199
SHAREHOLDERS' EQUITY	169,501	169,121
Total liabilities and shareholders' equity	\$ 218,275	\$ 221,791

TABLE - 5
ALLOT COMMUNICATIONS LTD.
AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(U.S. dollars in thousands)

Three Months Ended
March 31,

2013	2012
(Unaudited)	

Cash flows from operating activities:

Net income (Loss)	\$	(1,847)	\$	3,236
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation		880		645
Stock-based compensation related to options granted to employees		1,829		716
Amortization of intangible assets		562		31
Capital loss		-		4
Decrease (Increase) in accrued severance pay, net		24		(6)
Increase in other assets		(29)		(1)
Decrease in accrued interest and amortization of premium on marketable securities		11		37
Increase in trade receivables		(5,351)		(4,387)
Decrease (Increase) in other receivables and prepaid expenses		(44)		224
Decrease (Increase) in inventories		320		(151)
Increase (Decrease) in trade payables		(1,381)		3,255
Increase (Decrease) in employees and payroll accruals		(722)		265
Increase (Decrease) in deferred revenues		(2,988)		1,211
Increase (Decrease) in other payables and accrued expenses		1,173		(677)
		<u>(7,563)</u>		<u>4,402</u>

Cash flows from investing activities:

Decrease (Increase) in restricted deposit		4		(44)
Redemption of short-term deposits		61,042		18,000
Purchase of property and equipment		(856)		(703)
Investment in marketable securities		(15,662)		(251)
Proceeds from redemption or sale of marketable securities		2,279		450
		<u>46,807</u>		<u>17,452</u>

Cash flows from financing activities:

Exercise of employee stock options		164		2,366
		<u>164</u>		<u>2,366</u>
Net cash provided by financing activities		<u>164</u>		<u>2,366</u>
Increase in cash and cash equivalents		39,408		24,220
Cash and cash equivalents at the beginning of the period		<u>50,026</u>		<u>116,682</u>
Cash and cash equivalents at the end of the period	\$	<u>89,434</u>	\$	<u>140,902</u>



Allot Named Market Leader in Infonetics Deep Packet Inspection Report

Allot Clear Leader in Mobile Space with Significant Traction in LTE

May 7, 2013 – Hod Hasharon, Israel – Allot Communications Ltd. (NASDAQ: ALLT), a leading supplier of service optimization and revenue generation solutions for fixed and mobile broadband service providers worldwide, announced today that it has been named the overall market share leader for 2012 in the Infonetics “Service Provider Deep Packet Inspection Products” report published on April 25, 2013.

Infonetics has attributed Allot’s lead to increased sales to the Americas and boosted revenue from Asia Pacific. In addition to being the overall market share leader, Allot is also named as the clear leader in the mobile DPI market and the wireless DPI segment, which has been forecasted by Infonetics to grow at a CAGR of 33 percent rate by 2017.

“The DPI market has evolved from selling boxes to incorporating DPI technology into solutions that help service providers address specific business issues. Allot’s expansion of its product portfolio over the past few years, including its recent acquisitions of Ortiva Wireless and Oversi, enable it to provide integrated offerings to manage one of operators’ most pressing challenges, that of rapidly rising video consumption,” said **Shira Levine, Directing Analyst, Service Enablement and Subscriber Intelligence at Infonetics Research.**

Allot’s assertive approach is paying dividends, both in terms of market leadership and as the early mover in consolidating video under the DPI umbrella. As data usage over mobile networks continues to rise, operators are adopting solutions that not only manage the increased traffic, but include specialized capabilities like video optimization, content caching, and usage-based billing. The Allot Service Gateway expands the options for wireline and mobile broadband service providers to differentiate their service offering and to meet the ever growing demand of the subscriber’s “digital lifestyle.”

“As a pioneer in this space, Allot helped reshape the DPI market and our Service Gateway continues to meet the evolving needs of operators as they roll out their LTE networks,” said **Andrei Elefant, VP Product Management and Marketing of Allot Communications.** “Being recognized by Infonetics as the market share leader demonstrates the importance of the Allot Service Gateway’s tailored services to enable further monetization of network provider’s investments.”

About Allot Communications

Allot Communications Ltd. (NASDAQ, TASE: ALLT) is a leading global provider of intelligent broadband solutions that put mobile, fixed and enterprise networks at the center of the digital lifestyle. Allot's DPI-based solutions identify and leverage the business intelligence in data networks, empowering operators to shape digital lifestyle experiences and to capitalize on the network traffic they generate. Allot's unique blend of innovative technology, proven know-how and collaborative approach to industry standards and partnerships enables service providers worldwide to elevate their role in the digital lifestyle ecosystem and to open the door to a wealth of new business opportunities. For more information please visit: www.allot.com

Safe Harbor Statement

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