

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 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)

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 9, 2007, Allot Communications Ltd. issued press releases announcing:

- (1) The quarterly results for the first quarter 2007; and
- (2) The appointment of Doron Arazi as Allot's Chief Financial Officer, replacing Adi Sapir.

Copies of the press releases are attached to this Form 6-K as Exhibit 99.1 and Exhibit 99.2 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: May 9, 2007

EXHIBIT INDEX

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

Exhibit

Description

99.1. Press Release Announcing Financial Results Dated May 9, 2007.

99.2 Press Release Announcing Appointment of a New CFO Dated May 9, 2007.



Allot Communications Announces First Quarter 2007 Results

Hod Hasharon, ISRAEL – May 9, 2007 – Allot Communications Ltd. (NASDAQ: ALLT), a leader in IP service optimization solutions based on deep packet inspection (DPI) technology, today announced financial results for the first quarter ended March 31, 2007.

Revenues for the first quarter of 2007 totaled \$8.3 million, a 9% increase from the \$7.6 million of revenues reported in the first quarter of 2006. On a GAAP basis, net loss for the first quarter of 2007 was \$434 thousand, or \$0.02 per share, as compared with net income of \$5 thousand, or \$0.00 per share, in the first quarter of 2006.

Included in the GAAP net income is the impact of share-based compensation expense. On a pro-forma, non-GAAP basis, excluding the impact of share-based compensation expense in both periods, non-GAAP net loss for the first quarter of 2007 totaled \$112 thousand, or \$0.00 per share, as compared with a non-GAAP net profit of \$87 thousand, or \$0.01 per diluted share, for the first quarter of 2006.

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 measures is provided in the accompanying Table 3.

“As we previously reported, revenues for the first quarter were below our expectation,” stated Rami Hadar, Allot Communications’ President and Chief Executive Officer. “This weakness was due primarily to a slowdown in sales through some of our distribution channels, principally in the Americas, which are focused on sales to enterprise, education and smaller ISPs. However, we were pleased with the success Allot had during the quarter in terms of securing larger scale DPI projects within a variety of customer verticals and geographic regions. We are encouraged by our continued progress in the Tier 1 and Tier 2 service provider accounts worldwide, which is our strategic objective. Our larger customers this quarter included 5 large service providers in Asia, EMEA and Latin America, two mobile operators and one incumbent telecom operator in Asia, and several government accounts in EMEA and Latin America.

“Our high-end carrier class NetEnforcer products continue to address the needs of service providers looking to introduce intelligent IP service optimization solutions to improve their network efficiency, minimize operating costs and increase levels of customer satisfaction. In addition, our next generation 20 GB/s platform, which is tailored to meet the scalability and multi-Gigabit throughput needs of the Tier 1 carrier market, remains on track,” concluded Mr. Hadar.



As of March 31, 2007, Allot’s cash and cash equivalents, including short and long-term deposits and investments in marketable securities, totaled \$80.5 million.

Financial Guidance

The Company reaffirms its previous guidance for the year 2007, and anticipates that net revenues will total approximately \$40 million.

Conference Call & Webcast

The Company’s management team plans to host a live conference call and webcast today at 8:30 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: 1-866-966-9446, International: +44-1452-567-098, Israel: 1-809-213-849.

A replay of the conference call will be available from 12:01 am EDT on May 10, 2007 through May 16, 2007, at 11:59 pm EDT.

To access the replay, please dial: US: 1-866-247-4222, International: +44-1452-55-0000. Access code for both: 6819658#.

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



Safe Harbor Statement

Information provided in this press release contains statements relating to current expectations, estimates, forecasts and projections about future financial performance, timing of product introductions 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 our 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, our inability to successfully defend ourselves against certain complaints filed against us and certain of our directors and officers in the United States District Court for the Southern District of New York, as well as risks discussed under the heading "Risk Factors" in our final prospectus for our 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

3

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,	
	2007	2006
	(unaudited)	
Revenues	\$ 8,276	\$ 7,571
Cost of revenues	1,974	1,700
Gross profit	6,302	5,871
Operating expenses:		
Research and development costs, net	2,453	1,882
Sales and marketing	4,194	3,493
General and administrative	1,043	609
Total operating expenses	7,690	5,984
Operating loss	(1,388)	(113)
Financial and other income, net	957	121
Income (loss) before income tax expenses	(431)	8
Income tax expenses	3	3
Net income (loss)	(434)	5
Basic net earnings (loss) per share	\$ (0.02)	\$ 0.00
Diluted net earnings (loss) per share	\$ (0.02)	\$ 0.00
Weighted average number of shares used in computing basic net earnings (loss) per share	21,009,705	12,783,114
Weighted average number of shares used in computing diluted net earnings (loss) per share	23,467,686	14,298,882

4

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

	March 31, 2007	December 31, 2006
	(unaudited)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 9,081	\$ 7,117
Marketable securities and short term deposit	67,404	70,423
Trade receivables	6,409	5,856
Other receivables and prepaid expenses	2,800	1,961
Inventories	4,058	3,337
Total current assets	89,752	88,694
LONG-TERM ASSETS:		
Marketable securities	4,001	5,750
Severance pay fund	2,851	2,648
Other assets	1,017	1,054
Total long-term assets	7,869	9,452
PROPERTY AND EQUIPMENT, NET	3,681	2,939
GOODWILL	125	99
Total assets	\$ 101,427	\$ 101,184
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Short-term bank credit and current maturities, net	\$ 0	\$ 6
Trade payables	4,219	4,415
Deferred revenues	4,303	3,788
Other payables and accrued expenses	4,405	4,833
Total current liabilities	12,927	13,042
LONG-TERM LIABILITIES:		
Deferred revenues	1,671	1,578
Accrued severance pay	2,719	2,377
Total long-term liabilities	4,390	3,955
SHAREHOLDERS' EQUITY	84,110	84,187
Total liabilities and shareholders' equity	\$ 101,427	\$ 101,184

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

Three months ended March 31, 2007			Three months ended March 31, 2006		
GAAP	Adjustments*	Non-GAAP	GAAP	Adjustments*	Non-GAAP

	<u>Reported</u>		<u>Reported</u>			
Gross profit	6,302	(11)	6,313	5,871	-	5,871
Total operating expenses	7,690	(311)	7,379	5,984	(82)	5,902
Operating income (loss)	(1,388)	322	(1,066)	(113)	82	(31)
Income (loss) before income tax expenses (benefit)	(431)	322	(109)	8		8
Net income	(434)	322	(112)	5	82	87
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Basic net earnings (loss) per share	\$ (0.02)	\$ 0.02	\$ 0.00	\$ 0.00	\$ 0.01	\$ 0.01
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Diluted net earnings (loss) per share	\$ (0.02)	\$ 0.02	\$ 0.00	\$ 0.00	\$ 0.01	\$ 0.01
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

(*) Adjustment excludes the expenses recorded for stock-based compensation of which: \$11,000, \$50,000, \$119,000 and \$142,000 resulted from cost of revenue, research and development expenses, sales and marketing expenses and general and administrative expenses, respectively.

Allot Communications Names Doron Arazi as New Chief Financial Officer

Hod Hasharon, ISRAEL – May 9, 2007 – Allot Communications Ltd. (NASDAQ: **ALLT**), a leader in IP service optimization solutions based on deep packet inspection (DPI) technology, today announced that Doron Arazi has been appointed as Chief Financial Officer, following the announced departure of Adi Sapir to pursue other interests. Mr. Sapir will remain with the company during the interim period to ensure a smooth transition.

Mr. Arazi, who will assume the CFO position starting on September 1, 2007, brings over 18 years of financial management experience to Allot. For the past six years, Mr. Arazi has held various financial roles at Verint Systems Ltd., one of the largest subsidiaries of Verint System Inc., an analytic software-based solutions provider, with worldwide sales of over \$370 million in fiscal 2006. For the last three years, Mr. Arazi has served as Vice President Finance of Verint's Israeli subsidiary. In this capacity and as part of Verint's Israeli management team, he was responsible for all of the Israeli company's and other foreign subsidiaries' financial and legal issues, including strategic planning, mergers and acquisitions, budget planning and control, treasury and accounting departments, as well as US securities law compliance issues. Mr. Arazi, a certified public accountant, holds a BA in Accounting and Economics and an MBA from Tel Aviv University.

"We are excited to bring on Doron, who has extensive financial experience with a large, multi-national solutions provider for the telecommunications industry among other industries. As Allot continues to expand its worldwide operations, we believe that Doron's familiarity with this type of environment will make him a valuable part of our management team," said Rami Hadar, Allot's President and CEO.

"I want to thank Adi for his 10 years of devoted service to Allot. During his tenure as CFO, the Company grew from a start-up operation to a public, global telecommunications company, following our successful IPO in November 2006. As a part of Allot's senior management team, Adi played a significant role in the Company's growth. I wish Adi much success in his future endeavors."

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 www.allot.com.

Investor Relations Contact:

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