

Allot Communications Ltd.  
 Form 4  
 September 19, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Gemini Israel Funds Ltd.

2. Issuer Name and Ticker or Trading Symbol  
 Allot Communications Ltd. [ALLT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/29/2007

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

9 HAMENOFIM STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

HERZLIYA PITUACH, L3 46725

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code V  | Amount (A) or (D) Price   |  |                                   |
| Ordinary Shares                 | 05/29/2007                           |  | S                              | 150,000 D   | \$ 6.4 2,061,679  | I  | By Gemini Israel Funds Ltd (1)    |
| Ordinary Shares                 | 05/30/2007                           |  | S                              | 115,000 D   | \$ 6.3 1,946,679  | I  | By Gemini Israel Funds Ltd (1)    |
| Ordinary Shares                 | 06/04/2007                           |  | S                              | 100,000 D   | \$ 6.8 1,846,679  | I  | By Gemini Israel Funds Ltd (1)    |

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|                 |            |   |         |   |        |           |   |                                |
|-----------------|------------|---|---------|---|--------|-----------|---|--------------------------------|
| Ordinary Shares | 06/05/2007 | S | 100,000 | D | \$ 6.9 | 1,746,679 | I | By Gemini Israel Funds Ltd (1) |
| Ordinary Shares | 06/06/2007 | S | 27,450  | D | \$ 6.8 | 1,719,229 | I | By Gemini Israel Funds Ltd (1) |
| Ordinary Shares | 06/07/2007 | S | 16,550  | D | \$ 6.8 | 1,702,679 | I | By Gemini Israel Funds Ltd (1) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Gemini Israel Funds Ltd.<br>9 HAMENOFIM STREET<br>HERZLIYA PITUACH, L3 46725       |               | X         |         |       |
| GEMINI PARTNERS INVESTORS L.P.<br>9 HAMENOFIM STREET<br>HERZLIYA PITUACH, L3 46725 |               | X         |         |       |

|   |   |
|---|---|
| GEMINI CAPITAL ASSOCIATES LIMITED PARTNERSHIP<br>9 HAMENOFIM STREET<br>HERZLIYA PITUACH, L3 46725 | X |
| GEMINI ISRAEL II PARALLEL FUND LP /NY<br>9 HAMENOFIM STREET<br>HERZLIYA PITUACH, L3 46725         | X |
| Advent PGGM Gemini Limited Partnership<br>9 HAMENOFIM STREET<br>HERZLIYA PITUACH, L3 46725        | X |
| Gemini Israel II Limited Partnership<br>9 HAMENOFIM STREET<br>HERZLIYA PITUACH, L3 46725          | X |

## Signatures

By: /s/ Yossi  
Sela

09/19/2007

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents all shares held by (i) Gemini Israel II LP and Gemini Partners Investors LP, of which the reporting person is the general partner, and (ii) Gemini Israel II Parallel Fund LP and Advent PGGM Gemini LP, of which the reporting person is the general partner of
- (1) Gemini Capital Associates LP, the general partner of these funds. The reporting person disclaims beneficial ownership of any shares in which it does not have an actual pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.