

Protalix BioTherapeutics, Inc.  
Form 8-K  
October 09, 2007

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

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

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Date of Report (Date of earliest event reported): October 7, 2007

**Protalix BioTherapeutics, Inc.**

(Exact name of registrant as specified in its charter)

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Florida (State or other jurisdiction of incorporation)	000-27836 (Commission File Number)	65-0643773 (IRS Employer Identification No.)
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**2 Snunit Street**

**Science Park**

**POB 455**

**Carmiel, Israel 21000**

(Address of principal executive offices) (Zip Code)

(Former Name or Former Address, if Changed Since Last Report)

Registrant's telephone number, including area code: +972-4-988-9488

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events**

On October 7, 2007, Protalix BioTherapeutics, Inc. (the "Company") issued a press release announcing that it had commenced a proposed underwritten public offering of its common stock pursuant to a preliminary prospectus supplement to its effective shelf registration statement. The press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(d)

**Exhibits**

99.1

Press release dated October 7, 2007.

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**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 hereunto duly authorized.

**PROTALIX BIOTHERAPEUTICS, INC.**

Date: October 8, 2007

By: /s/ David Aviezer  
Name: David Aviezer, Ph.D.  
Title: President and  
Chief Executive Officer

