

Protalix BioTherapeutics, Inc.  
Form 8-K  
October 25, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): October 24, 2007

Protalix BioTherapeutics, Inc.

(Exact name of registrant as specified in its charter)

Florida

000-27836 65-0643773 (State or other jurisdiction  
of incorporation) (Commission  
File Number) (IRS Employer  
Identification No.)  
2 Snunit Street  
Science Park  
POB 455  
Carmiel, Israel 20100

(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):

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

Written

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

Soliciting

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))

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Item 8.01. Other Events

On October 24, 2007, the Company issued a press release announcing the pricing of an underwritten public offering of 10,000,000 shares of Common Stock at a public offering price of \$5.00 per share. The press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Press release dated October 24, 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 25, 2007 By: /s/ Yossi Maimon Name: Yossi  
Maimon Title: Vice President and  
Chief Financial Officer

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