

Protalix BioTherapeutics, Inc.  
Form 8-K  
December 05, 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): **December 3, 2007**

**Protalix BioTherapeutics, Inc.**

(Exact name of registrant as specified in its charter)

**Florida**

(State or other jurisdiction of incorporation)

**000-27836**

(Commission File Number) **65-0643773**

(IRS Employer Identification No.) **2 Snunit Street**

**Science Park**

**POB 455**

**Carmiel, Israel**

(Address of principal executive offices)

**20100**

(Zip Code)

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

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

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))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On December 3, 2007, Phillip Frost, M.D., and Jane H. Hsiao, Ph.D., MBA, resigned, effective immediately, as members of the Board of Directors (the Board ) of Protalix BioTherapeutics, Inc. Dr. Hsiao was a member of the compensation committee of the Board.

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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: December 5, 2007

By:

/s/ David Aviezer

Name:

David Aviezer, Ph.D.

Title:

President and  
Chief Executive Officer