Almon Einat Brill
Form 4
October 06, 2010

(Print or Type Responses)

| 1. Name and Address of Reporting Person *. Almon Einat Brill | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |
| :---: | :---: | :---: |
|  | Protalix BioTherapeutics, Inc. [PLX] | (Check all applicable) |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | _ Director _ 10\% Owner |
| C/O PROTALIX | 10/04/2010 | $\underset{\text { below) }}{\mathrm{X}}$ Officer (give title $\underset{\text { below) }}{ }$ Other (specify |
| BIOTHERAPEUTICS, INC., 2 |  | VP, Product Development |
| SNUNIT STREET, SCIENCE |  |  |
| PARK, POB 455 |  |  |
| (Street) | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check |
|  | Filed(Month/Day/Year) | Applicable Line) |
| CARMIEL, L3 20100 |  | _X_Form filed by One Reporting Person $\qquad$ Form filed by More than One Reporting |


| (City) | (State) | 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. <br> Transac Code (Instr. 8 <br> Code | 4. Securit <br> (A) or Dis <br> (Instr. 3, 4 <br> Amount | es Ac posed and <br> (A) or (D) | of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. <br> Ownership <br> Form: Direct <br> (D) or <br> Indirect (I) <br> (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 10/04/2010 |  | S | $\begin{aligned} & 35,000 \\ & (1) \end{aligned}$ | D | \$ 9.02 | $0 \stackrel{(2)}{ }$ | I | By trust $\underline{(3)}$ |
| Common Stock | 10/05/2010 |  | S | $\begin{aligned} & 20,000 \\ & \underline{(1)} \end{aligned}$ | D | \$ 9.08 | $0 \stackrel{(2)}{ }$ | I | By trust $\underline{(3)}$ |
| Common Stock | 10/06/2010 |  | S | $\begin{aligned} & 15,000 \\ & \text { (1) } \end{aligned}$ | D | \$ 9.29 | $0 \stackrel{(2)}{ }$ | I | By trust $\underline{\text { (3) }}$ |
| Common Stock | 10/06/2010 |  | M | 70,000 | A | $\begin{aligned} & \$ \\ & 0.972 \end{aligned}$ | $0 \stackrel{(2)}{ }$ | I | By trust $\underline{(3)}$ |

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

| Persons who respond to the collection of | SEC 1474 |
| :--- | ---: |
| information contained in this form are not | $(9-02)$ |
| required to respond unless the form |  |
| displays a currently valid OMB control |  |
| number. |  |

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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transacti <br> Code <br> (Instr. 8) | 5. N <br> Deri <br> Secu <br> Acq <br> or D <br> (D) <br> (Instr <br> and | mber of ative ities red (A) sposed of $3,4,$ | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code V | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amount or <br> Number of Shares |
| Stock <br> Options <br> (Right to Buy) | \$ 0.972 | 10/06/2010 |  | M |  | 70,000 | (4) | 08/13/2016 | Common Stock | 70,000 |

## Reporting Owners

Reporting Owner Name / Address

## Relationships

Director $10 \%$ Owner Officer Other
Almon Einat Brill
C/O PROTALIX BIOTHERAPEUTICS, INC.
2 SNUNIT STREET, SCIENCE PARK, POB 455
VP, Product Development
CARMIEL, L3 20100

## Signatures

| /s/ Yossi | 10/06/2010 |
| :--- | :---: |
| Maimon, POA | Date |
| **Signature of Reporting <br> Person |  |

## 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. $78 \mathrm{ff}(\mathrm{a})$.
(1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
(2) The reporting person acquired 70,000 shares of common stock upon the exercise of outstanding options, all of which shares were sold by the reporting person.
(3) To qualify for certain tax benefits under Section 102 of the Israeli Tax Ordinance, securities issued to an employee upon the exercise of stock options must be registered in the name of a trustee.
(4) All these options are fully vested.

Does not include (i) options to purchase 50,000 shares of common stock at an exercise price equal to $\$ 2.65$ per share that expire on
(5) February 25 , 2019, (ii) options to purchase 130,000 shares of common stock at an exercise price equal to $\$ 6.90$ per share that expire on February 25,2020 and (iii) options to purchase 311,272 shares of common stock at an exercise price equal to $\$ 5.00$ per share that expire on February 7, 2018.
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.

