

BACKWEB TECHNOLOGIES LTD

Form 8-K

February 15, 2006

**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): February 9, 2006**  
**BackWeb Technologies Ltd.**  
(Exact name of registrant as specified in its charter)

Israel  
(State or Other  
Jurisdiction of  
Incorporation)

000-26241  
(Commission File Number)

51-2198508  
(IRS Employer  
Identification No.)

10 Hamal Street, Park Afek, Rosh Haayin, Israel 48092  
(Address of principal executive offices, including zip code)  
(972) 3-6118800

(Registrant's telephone number, including area code)

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:

- Written communications pursuant to Rule 425 under the Securities Act
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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**ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.**

On February 9, 2006, BackWeb Technologies Ltd. issued a press release announcing its financial results for the fiscal fourth quarter ended December 31, 2005. A copy of this press release is attached to this Current Report as Exhibit 99.1.

The information contained in this Current Report, including the accompanying exhibit, is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(c) Exhibits

Item 99.1 Press release issued by BackWeb Technologies Ltd. on February 9, 2006

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**SIGNATURE**

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.

BackWeb Technologies Ltd.

Date: February 15, 2006

By: /s/ Bill Heye  
Bill Heye  
Chief Executive Officer

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**EXHIBIT INDEX**

Exhibit Number  
Item 99.1

Description  
Press release issued by BackWeb Technologies Ltd. on February 9, 2006