

Protalix BioTherapeutics, Inc.
Form 8-K
November 12, 2013

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): November 7, 2013

Protalix BioTherapeutics, Inc.

(Exact name of registrant as specified in its charter)

**Florida
(State or other jurisdiction
of incorporation)**

001-33357

(Commission File Number)

**65-0643773
(IRS Employer**

Identification No.)

Item 5.07. Submission of Matters to a Vote of Security Holders

The 2013 Annual Meeting of Shareholders of Protalix BioTherapeutics, Inc. (the “Company”) was held on November 7, 2013. Holders of 51.9% of the Company's outstanding shares of common stock entitled to vote as of the record date for the meeting participated in person or by proxy.

The matters voted upon at the meeting are set forth below including the number of votes cast for, number of votes cast against or withheld, as applicable, the number of abstentions, the number of broker non-votes and other applicable votes with respect to each such matter.

(1) Election of Directors

| | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Votes</u> |
|--------------------------|------------|-----------------|-----------------------------|
| Zeev Bronfeld | 27,601,792 | 13,281,696 | 7,669,054 |
| David Aviezer, Ph.D. | 35,448,889 | 5,434,599 | 7,669,054 |
| Yoseph Shaaltiel, Ph.D. | 35,449,889 | 5,433,599 | 7,669,054 |
| Amos Bar Shalev | 35,449,889 | 5,433,599 | 7,669,054 |
| Yodfat Harel Buchris | 36,240,037 | 4,643,451 | 7,669,054 |
| Roger D. Kornberg, Ph.D. | 20,477,649 | 20,405,839 | 7,669,054 |
| Eyal Sheratzky | 35,126,073 | 5,757,415 | 7,669,054 |

(2) Approval, on a non-binding, advisory basis, the compensation of the Company’s named executive officers

| | <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|--|------------|----------------|----------------|-----------------------------|
| | 35,555,681 | 5,298,808 | 28,999 | 7,669,054 |

(3) Ratification of the appointment of Kesselman & Kesselman

| | <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|--|------------|----------------|----------------|-----------------------------|
| | 48,123,804 | 400,767 | 27,971 | -- |

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: November 12, 2013 By: /s/ Yossi Maimon
Name: Yossi Maimon
Title: Vice President and
Chief Financial Officer