

CHECK POINT SOFTWARE TECHNOLOGIES LTD

Form SC 13G

February 09, 2006

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

**CHECK POINT SOFTWARE TECHNOLOGIES LTD.**

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(Name of Issuer)

**Ordinary Shares, NIS .01 nominal value**

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(Title of Class of Securities)

**M22465 10 4**

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(CUSIP Number)

**December 31, 2005**

(Date of Event Which Requires Filing of this Statement)

Check the following box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☒ Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

Page 1 of 5 pages

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CUSIP No. M22465 10 4

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Page 2 of 5 Pages

1	NAME OF REPORTING PERSON Gil Shwed I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/>		
3	SEC Use Only		
4	CITIZENSHIP OR PLACE OF ORGANIZATION Israel		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 31,114,112 Ordinary Shares	
	6	SHARED VOTING POWER 0	
	7	SOLE DISPOSITIVE POWER 31,114,112 Ordinary Shares	
	8	SHARED DISPOSITIVE POWER 0	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 31,114,112 Ordinary Shares		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="radio"/>		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 12.4%		
12	TYPE OF REPORTING PERSON* IN		

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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**Item 1(a). Name of Issuer:**

Check Point Software Technologies Ltd. (the Issuer )

**Item 1(b). Address of Issuer's Principal Executive Offices:**

3A Jabotinsky Street, Diamond Tower, 24th Floor  
Ramat-Gan 52520, Israel

**Item 2(a). Name of Person Filing:**

Gil Shwed (the Reporting Person )

**Item 2(b). Address of Principal Business Office:**

3A Jabotinsky Street, Diamond Tower, 24th Floor  
Ramat-Gan 52520, Israel

**Item 2(c). Citizenship:**

Israel

**Item 2(d). Title of Class of Securities:**

Ordinary Shares, NIS .01 nominal value

**Item 2(e). CUSIP Number:**

M22465 10 4

**Item 3.** Not applicable

**Item 4. Ownership:**

Set forth below is information with respect to the Reporting Person's ownership of Ordinary Shares as of December 31, 2005:

**(a) Amount Beneficially Owned:**

31,114,112 Ordinary Shares

**(b) Percent of Class:**

12.4%

(c) **Number of shares as to which the Reporting Person has:**

(i) Sole power to vote or to direct the vote:

31,114,112 Ordinary Shares

(ii) Shared power to vote or to direct the vote:

-0-

(iii) Sole power to dispose or to direct the disposition of

31,114,112 Ordinary Shares

(iv) Shared power to dispose or to direct the disposition of

-0-

**Item 5. Ownership of Five Percent or Less of a Class:**

Not applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person:**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person:**

Not applicable.

**Item 8. Identification and Classification of Members of the Group:**

Not applicable.

**Item 9. Notice of Dissolution of Group:**

Not applicable.

**Item 10. Certifications:**

Not applicable.

**SIGNATURE**

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 9, 2006

/s/ Gil Shwed

Gil Shwed

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