

GILAT SATELLITE NETWORKS LTD  
Form SC 13G  
March 15, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

Gilat Satellite Networks Ltd.

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(Name of Issuer)

Ordinary Shares, par value NIS 0.20 per share

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(Title of Class of Securities)

M51474100

(CUSIP Number)

March 5, 2007

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(Date of Event which Requires Filing of this Statement)

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

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Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. 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 (however, see the Notes).

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Sowood Capital Management LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) ..

(b) ..

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER

SHARES 0

6 SHARED VOTING POWER

BENEFICIALLY

2,440,000

OWNED BY

7 SOLE DISPOSITIVE POWER

EACH

0

8 SHARED DISPOSITIVE POWER

REPORTING

2,440,000

PERSON

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,440,000

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.3%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IA

**1 NAMES OF REPORTING PERSONS**

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Sowood Capital Management LLC

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

(a) ..

(b) ..

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Delaware

**NUMBER OF** 5 **SOLE VOTING POWER**

**SHARES** 0

6 **SHARED VOTING POWER**

**BENEFICIALLY**

2,440,000

**OWNED BY**

7 **SOLE DISPOSITIVE POWER**

**EACH**

0

8 **SHARED DISPOSITIVE POWER**

**REPORTING**

2,440,000

**PERSON**

**WITH**

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,440,000

**10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)**

..

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

6.3%

**12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)**

HC

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

Gilat Satellite Networks Ltd.

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

21 Yegia Kapayim Street

Kiryat Arye, Petah Tikva 49130 Israel

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

This Schedule 13G is being filed on behalf of the following persons (the Reporting Persons):

(i) Sowood Capital Management LP

(ii) Sowood Capital Management LLC

**Item 2. (b) Address of Principal Business Office or, if None, Residence**

Sowood Capital Management LP

500 Boylston Street, 17<sup>th</sup> Floor

Boston, MA 02116

Sowood Capital Management LLC

500 Boylston Street, 17<sup>th</sup> Floor

Boston, MA 02116

**Item 2. (c) Citizenship**

See Item 4 of the attached cover pages.

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

Ordinary Shares, par value NIS 0.20 per share (the Ordinary Shares)

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

M51474100

**Item 3.**

Not Applicable as this Schedule 13G is filed pursuant to Rule 13d-1(c).

**Item 4. Ownership**

(a) Amount beneficially owned:

See Item 9 of the attached cover pages.

(b) Percent of class:

See Item 11 on the attached cover pages.

(c) Number of shares as to which such person has:

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

See Item 5 of the attached cover pages.

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

See Item 6 of the attached cover pages.

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

See Item 7 of the attached cover pages.

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

See Item 8 of the attached cover pages.

**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**

Investment funds managed by Sowood Capital Management LP are the owners of record of the Ordinary Shares reported herein. Of the shares of Ordinary Stock reported herein, 2,071,271 (5.3%) are held for the benefit of Sowood Alpha Fund Ltd. and 368,729 (1.0%) are held for the benefit of Sowood Alpha Fund LP. The general partner of Sowood Alpha Fund LP is Sowood Associates LP. Sowood Capital Management LLC is the sole general partner of Sowood Capital Management LP. Jeffrey B. Larson may be deemed to beneficially own the Ordinary Shares reported herein because he may be deemed to control Sowood Capital Management LLC. Jeffrey Larson's principal business address is 500 Boylston Street, 17<sup>th</sup> Floor, Boston, MA 02116, and he is a U.S. citizen.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company**

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. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 15, 2007

SOWOOD CAPITAL MANAGEMENT LP

By: /s/ Megan Kelleher  
Name: Megan Kelleher  
Title: Managing Partner

SOWOOD CAPITAL MANAGEMENT LLC

By: /s/ Megan Kelleher  
Name: Megan Kelleher  
Title: Authorized Signatory