SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16 OF

THE SECURITIES EXCHANGE ACT OF 1934

For the month of October, 2005

SILICOM LTD.

(Translation of Registrant s name into English)

8 Hanagar St., P.O.Box 2164, Kfar-Sava 44425, Israel

(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F x Form 40-F o

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

Yes o No X

Yes o No x

Attached hereto and incorporated by reference herein is Registrant s press release dated October 31, 2005 announcing Registrant s third quarter financial results.

Yes o No x 2

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, thereunto duly authorized.

SILICOM Ltd. (Registrant)

BY: /S/ Eran Gilad

Eran Gilad CFO

Dated: October 31st, 2005

Yes o No x

EARNINGS RELEASE

FOR IMMEDIATE RELEASE

SILICOM REPORTS 129% YOY REVENUE GROWTH FOR Q3, ALL-TIME RECORD SALES OF \$7.8M AND \$0.20 PER SHARE NET PROFIT FOR 9-MONTH PERIOD

Momentum Continues to Build: 30 Design Wins, th Consecutive Quarter of Revenue Growth, 3rd Straight Profitable Quarter

KFAR SAVA, Israel October 31, 2005 Silicom Ltd. (NASDAO:SILCF) today reported financial results for the third quarter and nine months ended September 30, 2005.

Revenues for the third quarter of 2005 were \$2,832,000, an increase of 129% compared with \$1,235,000 for the third quarter of 2004. This is Silicom s seventh consecutive quarter of rising revenues and represents sequential growth of 7% compared with the sales for the second quarter of 2005. Net income for the quarter was \$384,000, or \$0.09 per share (basic and diluted), compared with a net loss of (\$207,000), or (\$0.05) per share (basic and diluted), for the third quarter of 2004. This is the Company s third consecutive profitable quarter and represents 22% sequential growth compared with net income for the second quarter of 2005.

Revenues for the nine months ended September 30, 2005 rose to an all-time high of \$7,750,000, an increase of 160% compared with \$2,978,000 for the first nine months of 2004. These are the highest revenues ever recorded by the Company for any 3-quarter period. Net profit for the nine-month period was \$849,000, or \$0.20 per share (basic and diluted), compared to a net loss of (\$1,153,000), or (\$0.27) per share (basic and diluted) for the first nine months of 2004.

Commenting on the results, Shaike Orbach, President and CEO, said, We are very pleased with the Company's continued strong momentum as demonstrated by seven consecutive quarters of top-line growth accompanied by improvement in the bottom line. For the nine-month period, our revenues are the highest they have been in our history, while our quarterly revenues are at their strongest level since 1997. This performance demonstrates the revenue-generating power of an increasing number of continuously maturing Design Wins for our multi-port and BYPASS adapters, which have accumulated to 30 over the last two years, each with the potential to generate an ongoing flow of orders over the next few years.

With a sales pipeline consisting of many additional potential customers, we continue to focus on achieving Design Wins from developers and manufacturers operating in the fast-growing market segments of security appliances, data storage and other applications. In this fertile niche, we have established a strong presence which is helping us close additional Design Wins, each of which with the potential to contribute revenues on top of those generated by our current Design Wins. Overall, we are very satisfied by our progress and optimistic as we look towards the future.

Silicom Ltd. is an industry-leading provider of high-performance server/appliances networking solutions. The Company s flagship products include a variety of multi-port Gigabit Ethernet, copper and fiber-optic, server adapters and innovative BYPASS adapters designed to increase throughput and availability of server-based systems, security appliances and other mission-critical gateway applications. Silicom also offers a broad range of its traditional PC Cards, PCI cards and USB products. For more information, please visit: www.silicom.co.il.

Statements in this press release which are not historical data are forward-looking statements which involve known and unknown risks, uncertainties, or other factors not under the Company s control, which may cause actual results, performance, or achievements of the Company to be materially different from the results, performance, or other expectations implied by these forward-looking statements. These factors include, but are not limited to, those detailed in the Company s periodic filings with the Securities and Exchange Commission. The Company disclaims any duty to update such statements.

Contact:

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FINANCIAL TABLES FOLLOW

Silicom Ltd. Consolidated Summary of Results

(Unaudited)

U.S. dollars, in thousands, except for per share amounts

		Three-month period ended September 30,				Nine-month period ended September 30,			
		2005		2004		2005		2004	
Sales	\$	2,832	\$	1,235	\$	7,750	\$	2,978	
Cost of sales		1,688		770		4,652		2,045	
Gross profit		1,144		465		3,098	_	933	
Research and development costs, gross		395		414		1,163		1,222	
Less - royalty bearing participations		(27)		(75)		(71)		(103)	
Research and development costs, net		368		339		1,092		1,119	
Selling and marketing expenses		216		182		662		513	
General and administrative		165		150		511		458	
		749		671	_	2,265	_	2,090	
Operating income (Loss)		395		(206)		833		(1,157)	
Financial income (expenses), net		(11)		(1)		16		4	
Income (Loss) before taxes on income		384	_	(207)		849	_	(1,153)	
Taxes on income									
Net income (Loss)	\$	384	\$	(207)	\$	849	\$	(1,153)	
Basic income (Loss) per share	\$	0.09	\$	(0.05)	\$	0.20	\$	(0.27)	
Basic income (Loss) per snare	Ψ	0.07	Ψ	(0.03)	Ψ	0.20	Ψ	(0.27)	
Weighted average number of shares outstanding - Basic EPS (in thousands)		4,276		4,199		4,241		4,199	
Diluted income (Loss) per share	\$	0.09	\$	(0.05)	\$	0.20	\$	(0.27)	
Weighted average number of shares outstanding - Diluted EPS (in thousands)	_	4,402		4,199	_	4,349	_	4,199	

Silicom Ltd. Consolidated Balance Sheets

(U.S. dollars, in thousands)

	September (Unaudi		December 31, 2004 (Audited)		
Assets					
Current assets					
Cash and cash equivalents	\$ 1,70	97 \$	1,086		
Short term investments		-	519		
Trade receivables	1,50	66	741		
Other receivables	30	57	337		
Inventories	3,12	<u> </u>	1,994		
	6,76	55	4,677		
Severance pay fund	50		559		
Property and equipment, net	22		232		
Other assets			57		
Total assets	\$ 7,60	\$	5,525		
Liabilities and shareholder's equity					
Current liabilities					
Trade payables	1,67		1,008		
Other payables and accrued liabilities	89		522		
			1.500		
Total current liabilities	2,50	59	1,530		
	2,50		957		
Liability for severance pay					
Liability for severance pay Total liabilities	96		957		
Liability for severance pay Total liabilities Shareholders' Equity	3,53	32	957 2,487		
Liability for severance pay Total liabilities Shareholders' Equity Share capital and additional paid in capital	3,53	32	957 2,487 5,652		
Liability for severance pay Total liabilities Shareholders' Equity Share capital and additional paid in capital Treasury stock	3,53 5,83	53 	957 2,487 5,652 (38)		
Liability for severance pay Total liabilities Shareholders' Equity Share capital and additional paid in capital Treasury stock	3,53	53 	957 2,487 5,652		
Liability for severance pay Total liabilities Shareholders' Equity Share capital and additional paid in capital Treasury stock	3,53 5,83	32 	957 2,487 5,652 (38)		
Total current liabilities Liability for severance pay Total liabilities Shareholders' Equity Share capital and additional paid in capital Treasury stock Retained earnings (deficit) Total liabilities and shareholders equity	5,83 (3 (1,72	53 52 58 58 58 57 73	957 2,487 5,652 (38) (2,576)		