

PLURISTEM LIFE SYSTEMS INC

Form 8-K

February 16, 2007

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 14, 2007**

**PLURISTEM LIFE SYSTEMS, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of incorporation)

**001-31392**

(Commission File Number)

**98-0351734**

(IRS Employer Identification No.)

**MATAM Advanced Technology Park, Building No. 20, Haifa, Israel 31905**

(Address of principal executive offices and Zip Code)

**011-972-4-850-1080**

Registrant's telephone number, including area code

**Not Applicable**

(Former name or former address, if changed since last report)

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 (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01. Regulation FD Disclosure.**

On February 14, 2007, the Registrant announced that it has signed a binding term sheet with new investors for a private equity investment in the amount of \$8,000,000. The first payment of funds totaling \$1,250,000 has been received.

The investors will receive restricted common stock of the Registrant at a price of \$0.0125 per share and a warrant to purchase additional shares at an exercise price of \$0.025 per share. The final agreement is expected to be completed by March 15, 2007.

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**Item 9.01. Financial Statements and Exhibits.**

99.1 News Release dated February 14, 2007.

**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.

**PLURISTEM LIFE SYSTEMS, INC.**

By: /s/ Zami Aberman

Zami Aberman, Chief Executive Officer

Date: February 14, 2007

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