

**COMPUGEN LTD.**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**  
(U.S. dollars in thousands, except for share and per-share amounts)

	<b>Three Months Ended</b>	
	<b><u>March 31</u></b>	
	<b><u>2010</u></b>	<b><u>2009</u></b>
	<b><u>Unaudited</u></b>	<b><u>Unaudited</u></b>
<b>Revenues</b>	<b>125</b>	<b>-</b>
Research and development expenses	1,635	1,413
Less: governmental and other grants	-	(149)
Research and development expenses, net	1,635	1,264
Sales and marketing expenses	188	272
General and administrative expenses	1,020	579
<b>Total operating expenses *</b>	<b>2,843</b>	<b>2,115</b>
<b>Operating loss</b>	<b>(2,718)</b>	<b>(2,115)</b>
Financing expenses, net	(1)	(243)
Other income	-	62
<b>Net loss from continuing operations</b>	<b>(2,719)</b>	<b>(2,296)</b>
<b>Loss from discontinued operations</b>	<b>-</b>	<b>(5)</b>
<b>Net loss</b>	<b>(2,719)</b>	<b>(2,301)</b>
Basic and diluted loss per ordinary share from continuing operations	(0.08)	(0.08)
Basic and diluted loss per ordinary share from discontinued operations	-	-
Basic and diluted net loss per ordinary share	(0.08)	(0.08)
Weighted average number of ordinary shares outstanding	33,010,196	28,512,440

\* Includes stock based compensation

**COMPUGEN LTD.**  
**CONDENSED CONSOLIDATED BALANCE SHEETS DATA**  
(U.S. dollars, in thousands)

	<b>March 31, 2010 Unaudited</b>	<b>December 31, 2009 Audited</b>
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents and short- term bank deposits	22,945	15,639
Restricted Cash	152	161
Receivables and prepaid expenses	777	720
Receivables on account of shares	53	7,790
<b>Total current assets</b>	<b>23,927</b>	<b>24,310</b>
<b>Long-term investments</b>		
Investment in Evogene	5,788	3,898
Long-term lease deposits	13	18
Severance pay fund	1,297	1,224
<b>Total long-term investments</b>	<b>7,098</b>	<b>5,140</b>
<b>Property and equipment, net</b>	<b>689</b>	<b>735</b>
<b>Total assets</b>	<b>31,714</b>	<b>30,185</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable and accrued expenses	1,541	1,357
Deferred revenues	50	113
<b>Total current liabilities</b>	<b>1,591</b>	<b>1,470</b>
<b>Accrued severance pay</b>	<b>1,498</b>	<b>1,317</b>
<b>Total shareholders' equity</b>	<b>28,625</b>	<b>27,398</b>
<b>Total liabilities and shareholders' equity</b>	<b>31,714</b>	<b>30,185</b>