

From 20-F for the year 2002:

Quote

ITEM 6. DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

A. DIRECTORS AND SENIOR MANAGEMENT

The following table sets forth certain information with respect to our directors, senior executive officers and key employees at March 15, 2003:

<u>Name</u>	<u>Age</u>	<u>Position</u>
Shabtai Adlersberg.....	50	Chairman of the Board, President and Chief Executive Officer
Mike Lilo.....	43	Chief Operating Officer and Chief Financial Officer
Eyal Frishberg	44	Vice President, Operations
Dr. Yoram Stettiner.....	45	Vice President, Advanced Technologies and Technology Group
Eli Nir.....	36	Vice President, Research and Development
Lior Aldema	37	Vice President, Marketing and Product Management
David Sullivan.....	46	Vice President, U.S. Sales
Ben Rabinowitz.....	36	Vice President, Systems Group
Leon Bialik.....	44	Director
Dana Gross	35	Director
Dr. Eyal Kishon.....	43	Director
Doron Nevo.....	47	Director

Shabtai Adlersberg co-founded AudioCodes in 1993, and has served as our Chairman of the Board and Chief Executive Officer since inception. Mr. Adlersberg co-founded DSP Group, Inc., a semiconductor company, in 1987. From 1987 to 1990, Mr. Adlersberg served as the Vice President of Engineering of DSP Group, and from 1990 to 1992, he served as Vice President of Advanced Technology. As vice president of engineering, Mr. Adlersberg established a research and development team for digital cellular communication which was spun-off in 1992 as DSP Communications. Mr. Adlersberg holds a M.Sc. degree in Electronics and Computer Engineering from Tel Aviv University and a B.Sc. degree in Electrical Engineering from the Technion-Israel Institute of Technology, or the Technion.

Mike Lilo has served as our Chief Operating Officer since May 2002 and has also served as our Chief Financial Officer since October 1998. From 1996 to 1998, Mr. Lilo served as Chief Financial Officer of Comfy Interactive Ltd., a multimedia company traded on the Tel Aviv Stock Exchange. Mr. Lilo worked from 1985 until 1996 for Scitex Corporation Ltd., a digital imaging solutions company, in various financial positions, including as manager of Scitex Israel's Economic Department. Mr. Lilo received a B.A. in Economics and Business Administration and an M.B.A from Bar-Ilan University.

Eyal Frishberg has served as our Vice President, Operations since October 2000. From 1997 to 2000 Mr. Frishberg served as Associate Vice President, SDH Operations in ECI Telecom, a major telecommunication company. From 1987 to 1997

Mr. Frishberg worked in various operational positions in ECI Telecom including as manager of ECI production facility and production control. Mr. Frishberg worked from 1994 until 1997 for ELTA company, part of IAI (Israeli Aviation Industries) in the planning and control department. Mr. Frishberg holds a B.Sc. in Industrial Engineering from Tel-Aviv University and a M.B.A from Ben-Gurion University.

Dr. Yoram Stettiner has served as our Vice President, Advanced Technologies since 2000. From 1997 to 2000, Dr. Stettiner served as Vice President, Business Development. From 1996 to 1997, Dr. Stettiner served as Director, Advanced Technologies. From 1995 to 1996, Dr. Stettiner led a Research and Development team at Libit Signal Processing Ltd., a communications company (now the Cable division of Texas Instruments), as Director, Wireless Communications. From 1992 to 1995, Dr. Stettiner founded and headed the Signal Processing and Algorithms department at Nexus Telocation Systems Ltd., a communications company. From 1987 to 1990, Dr. Stettiner developed various speech processing algorithms at DSP Group, Inc. Dr. Stettiner holds a D.Sc. degree from the Technion, an M.Sc. from Tel-Aviv University (both in the area of speech processing), and a B.Sc. from the Technion.

Eli Nir has served as our Vice President, Research and Development since April 2001. He has been employed by us since 1996, when he founded and headed our System Software Group in our research and development department. Prior to 1996, Mr. Nir served as an officer in the Technical Unit of the Intelligence Corps of the Israeli Defense Forces (Major), heading both operational units and large development groups mostly related to digital processing. Mr. Nir holds a M.B.A. (Finance) and M.Sc. from Tel-Aviv University in the area of Digital Speech Processing and a B.Sc. from the Technion.

Lior Aldema has served as our Vice President, Product Management since January 2002. From February 2003 he is also serving as Vice President Marketing. He has been employed by us since 1998, when he was team leader and later headed our System Software Group in our research and development department. Prior to 1996, Mr. Aldema served as an officer in the Technical Unit of the Intelligence Corps of the Israeli Defense Forces (Major), heading both operational units and large development groups related to various technologies and headed one of the largest projects conducted in the IDF and executed by the Israeli Defense industry corporations. Mr. Aldema holds a M.B.A. (Finance and Marketing) with distinction from Tel-Aviv University and a B.Sc. with from the Technion (Dean's list).

Ben Rabinowitz joined AudioCodes in December, 1999 and is currently our Vice President of the Systems Group. From 1998 to 1999, Mr. Rabinowitz served as Director for Product Marketing at Westell Inc., a broadband access company. From 1997 to 1998, Mr. Rabinowitz served as Senior Director within the strategy practice of TSC, a technology consulting firm. Mr. Rabinowitz also served as a Senior Consultant at Ernst & Young from 1994 to 1997 and provided consulting services to telecommunications companies. Mr. Rabinowitz holds an M.B.A. from Georgetown University.

David Sullivan joined AudioCodes in April 1998 and is currently our Vice President of Sales and Support for North America. From 1995 to 1998, Mr. Sullivan held a variety of sales, marketing and management positions at BBN Planet

Corporation (Verizon) and WorldCom. From 1990 to 1995, he served as Director of Sales for Sync Research, a communications company. From 1982 to 1990, Mr. Sullivan was a branch manager for AT&T Computer systems. Mr. Sullivan earned a B.A. in Business Administration from Eastern Washington University.

Leon Bialik co-founded AudioCodes in 1993, has served as a director since our inception in 1993 and served as our Vice President and Chief Technology Officer from inception until April 2001. From 1987 to 1992, Mr. Bialik served as Director of Speech Compression technology for DSP Group. Mr. Bialik has conducted research and development in the areas of speech compression for voice mail systems at Efrat Future Technologies, a communication technology company and in projects at Sesame, a speech recognition company. Mr. Bialik is the key author of the ITU standard G.723.1 and the developer of the MP-MLQ and NetCoder speech compression technologies. Mr. Bialik holds a B.Sc. degree in Electrical Engineering from the Technion.

Dana Gross has served as one of our directors since June 2000. Ms. Gross has served as Chief Marketing Officer of M-Systems Ltd. since April 2000, and as a director of M-Systems since September 2000. Prior to that, Ms. Gross served as Executive Vice President of the DiskOnChip business unit of M-Systems from 2000 and as Vice President of Worldwide Sales of M-Systems from 1998 until April 2000. Ms. Gross joined M-Systems in July 1992 as Vice President of Operations and became Chief Financial Officer in 1994, President of M-Systems Inc. in 1995 and Executive Vice President of Business Development in 1997. Ms. Gross received a B.Sc. in Industrial Management Engineering (with honors) from Tel-Aviv University in 1992 and an M.B.A. degree from San Jose State University in 1997.

Dr. Eyal Kishon has served as one of our directors since 1997. Since 1996, Dr. Kishon has been Managing Partner of Genesis Partners, an Israel based Venture capital fund. From 1993 to 1996, Dr. Kishon served as Associate Director of Dovrat-Shrem/Yozma-Polaris Fund Limited Partnership. From 1991 to 1992, Dr. Kishon was a Research Fellow in the Multimedia Department of IBM Science & Technology. From 1989 to 1991, Dr. Kishon worked in the Robotics Research Department of AT&T Bell Laboratories. Dr. Kishon received a B.A. in Computer Science from the Technion and an M.Sc. and Ph.D. in Computer Science from New York University.

Doron Nevo has served as one of our directors since 2000. From 1996 to 1999, Mr. Nevo served as President and CEO of NKO, Inc. Mr. Nevo established NKO in early 1995 as a startup subsidiary of Clalcom, Ltd. NKO designed and developed a full scale carrier grade IP Telephony system platform and established its own IP network. From 1992 to 1996 Mr. Nevo was President and CEO of Clalcom Ltd. Mr. Nevo established Clalcom in 1992 as a fax service provider in Israel. Mr. Nevo is President and CEO of KiloLambda Technologies, Ltd. an optical subsystems company. He also serves on the board of a number of companies such as: Elcom Technologies (manufacturer of Satcom and Digital Radio synthesizers), Notox, Ltd. (a biotech company) and Cellaris, Ltd. (a new materials company). Mr. Nevo received a B.Sc. in Electrical Engineering from the Technion and an M.Sc. in Telecommunications Management from Brooklyn Polytechnic.

Unquote

From Press Release dated July 21, 2003

Quote

Appointment of Joseph Tenne as Director

On June 10, 2003, the Board of Directors appointed Mr. Joseph Tenne to fill a vacancy on the Board of Directors. Mr. Tenne is a Certified Public Accountant in Israel and a partner at Kesselman and Kesselman, Certified Public Accountants in Israel. He has been a member of PricewaterhouseCoopers International Limited since 1978, and a partner since January 1997. Mr. Tenne received a B.A. in Accounting and Economics and M.B.A from Tel-Aviv University.

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From Press Release dated October 22, 2003

Quote

Retirement of Leon Bialik

Leon Bialik, AudioCodes' co-founder, Chief Technology Officer between 1993 and 2001, a director, announced that he will not be standing for re-election in order to pursue other interests.

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