
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission file number: 333-100683

BARAN GROUP, LTD.

(Exact name of Registrant as specified in its charter)

BARAN HOUSE
8 OMARIM STREET
INDUSTRIAL PARK OMER
84965, ISRAEL
(972) 8 6200200

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

ORDINARY SHARES, NIS 1.00 PAR VALUE PER SHARE
(Title of each class of securities covered by this form)

NONE

(Titles of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	<input checked="" type="checkbox"/>	Rule 12h-3(b)(1)(i)	<input type="checkbox"/>
Rule 12g-4(a)(1)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(2)(i)	<input type="checkbox"/>	Rule 12h-3(b)(2)(i)	<input type="checkbox"/>
Rule 12g-4(a)(2)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(2)(ii)	<input type="checkbox"/>
		Rule 15d-6	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice date: 159

Pursuant to the requirements of the Securities Exchange Act of 1934, Baran Group Ltd. has duly caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: July 9th, 2004

BY: /S/ Sasson Shilo

Sasson Shilo
Chief Financial Officer
