

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 15) *

Elron Electronic Industries Ltd.

(Name of Issuer)

Ordinary Shares

(Title of Class of Securities)

290160-10-0

(CUSIP Number)

Shirit Caplan, Adv.
Discount Investment Corporation Ltd.
The Triangular Tower, 44th Floor
3 Azrieli Center, Tel Aviv 67023
Israel
Tel: +972 3 6075888

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

June 21, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 249.13d-1(g), check the following box. ☐

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons.		
I.R.S. Identification Nos. of above persons (entities only)		
	PEC Israel Economic Corporation	
	13-1143258	
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	X	
(b)		
3. SEC Use only		
4. Source of funds (See Instructions) Not Applicable		
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6. Citizenship or Place of Organization Maine		
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	0
	8. Shared Voting Power	360,484
	9. Sole Dispositive Power	0
	10. Shared Dispositive Power	360,484
11	Aggregate Amount Beneficially Owned by Each Reporting Person	360,484
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of Class Represented by Amount in Row (11)	1.23%
14.	Type of Reporting Person (See Instructions)	CO

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>DIC Loans Ltd.</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a) <u>X</u>		
(b) _____		
3. SEC Use only _____		
4. Source of funds (See Instructions) <u>WC</u>		
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) _____		
6. Citizenship or Place of Organization <u>Israel</u>		
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>10,087,335.40</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>10,087,335.40</u>
11	Aggregate Amount Beneficially Owned by Each Reporting Person	<u>10,087,335.40</u>
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) _____		
13.	Percent of Class Represented by Amount in Row (11)	<u>34.29%</u>
14.	Type of Reporting Person (See Instructions)	<u>CO</u>

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>Discount Investment Corporation Ltd.</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	<u>X</u>	
(b)	<u></u>	
3. SEC Use only	<u></u>	
4. Source of funds (See Instructions)	<u>Not Applicable</u>	
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	<u>X</u>	
6. Citizenship or Place of Organization	<u>Israel</u>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11. Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13. Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>	
14. Type of Reporting Person (See Instructions)	<u>CO</u>	

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>IDB Development Corporation Ltd.</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	<u>X</u>	
(b)		
3. SEC Use only		
4. Source of funds (See Instructions)	<u>Not Applicable</u>	
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6. Citizenship or Place of Organization	<u>Israel</u>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11. Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13. Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>	
14. Type of Reporting Person (See Instructions)	<u>CO</u>	

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>IDB Holding Corporation Ltd.</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	<u>X</u>	
(b)		
3. SEC Use only		
4. Source of funds (See Instructions)	<u>Not Applicable</u>	
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6. Citizenship or Place of Organization	<u>Israel</u>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11. Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13. Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>	
14. Type of Reporting Person (See Instructions)	<u>CO</u>	

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>Nochi Dankner</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	<u>X</u>	
(b)	<u></u>	
3. SEC Use only <u></u>		
4. Source of funds (See Instructions)	<u>Not Applicable</u>	
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <u></u>		
6. Citizenship or Place of Organization	<u>Israel</u>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11. Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <u></u>		
13. Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>	
14. Type of Reporting Person (See Instructions)	<u>IN</u>	

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>Shelly Bergman</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	<u>X</u>	
(b)	<u></u>	
3. SEC Use only	<u></u>	
4. Source of funds (See Instructions)	<u>Not Applicable</u>	
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	<u></u>	
6. Citizenship or Place of Organization	<u>Israel</u>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11. Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13. Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>	
14. Type of Reporting Person (See Instructions)	<u>IN</u>	

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>Ruth Manor</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a) <u>X</u>		
(b) _____		
3. SEC Use only _____		
4. Source of funds (See Instructions) <u>Not Applicable</u>		
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) _____		
6. Citizenship or Place of Organization <u>Israel</u>		
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11	Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) _____		
13.	Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>
14.	Type of Reporting Person (See Instructions)	<u>IN</u>

SCHEDULE 13D/A

CUSIP NO. 290160-10-0

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)		
<u>Avraham Livnat</u>		
2. Check the Appropriate Box if a Member of a Group (See Instructions)		
(a)	<u>X</u>	
(b)		
3. SEC Use only		
4. Source of funds (See Instructions)	<u>Not Applicable</u>	
5. Check if disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6. Citizenship or Place of Organization	<u>Israel</u>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7. Sole Voting Power	<u>0</u>
	8. Shared Voting Power	<u>13,971,515.78</u>
	9. Sole Dispositive Power	<u>0</u>
	10. Shared Dispositive Power	<u>13,971,515.78</u>
11. Aggregate Amount Beneficially Owned by Each Reporting Person	<u>13,971,515.78</u>	
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13. Percent of Class Represented by Amount in Row (11)	<u>47.49%</u>	
14. Type of Reporting Person (See Instructions)	<u>IN</u>	

This Amendment No. 15 on Schedule 13D/A (the “Amendment”) amends and supplements, to the extent specified herein, the Statement on Schedule 13D, as amended, previously filed with the Securities and Exchange Commission by the Reporting Persons with respect to the ordinary shares, par value New Israeli Shekel 0.003 per share, of Elron Electronic Industries Ltd. (the “Statement”). Capitalized terms used in this Amendment without being defined herein have the meanings given to them in the Statement.

The Amendment is filed by the Reporting Persons in connection with changes in their ownership of the Ordinary Shares as a result of purchases of Ordinary Shares by DIC Loans.

The following amends and supplements Items 2, 3, 4, 5 and 7 of the Statement.

Item 2. Identity and Background

(a), (b) and (c): The Reporting Persons.

The address of PEC’s principal office is the Triangular Tower, 44th Floor, 3 Azrieli Center, Tel Aviv 67023, Israel.

The address of DIC Loans’s principal office is the Triangular Tower, 44th Floor, 3 Azrieli Center, Tel Aviv 67023, Israel.

The address of Shelly Bergman is 9 Hamishmar Ha'Ezrachi Street, Afeka, Tel Aviv 69697, Israel.

As of June 28, 2005:

IDB Development owned approximately 67.6% of the outstanding shares of DIC.

IDB Holding owned approximately 67.2% of the outstanding shares of IDB Development.

Nochi Dankner (together with a private company controlled by him) and Shelly Bergman owned approximately 47.1% and 13.4% respectively of the outstanding shares of, and control, Ganden Holdings. Pursuant to an Investment and Shareholders Agreement dated February 9, 2000, as amended, among Ganden Holdings and all its shareholders, Nochi Dankner has an option exercisable from time to time until February 15, 2006 to acquire from Ganden Holdings shares constituting in the aggregate up to 9% of the outstanding shares of such corporation at the time this option will be exercised for the last time. Also, Nochi Dankner granted to three of Ganden Holdings’ other shareholders, owning approximately 11.9% in the aggregate of Ganden Holdings’ outstanding shares, a tag along right to participate in certain sales of Ganden Holdings’ shares by Nochi Dankner, and one of such shareholders agreed to vote all its shares of Ganden Holdings, constituting approximately 1.8% of Ganden Holdings’ outstanding shares, in accordance with Nochi Dankner’s instructions.

In addition to approximately 31.02% of the outstanding shares of IDB Holding owned by Ganden, which is controlled by Nochi Dankner and Shelly Bergman through Ganden Holdings, Ganden Holdings itself owned directly approximately 7.1% of the outstanding shares of IDB Holding, and a private Israeli corporation which is wholly owned by Shelly Bergman owned approximately 7.23% of the outstanding shares of IDB Holding. These additional shares of IDB Holding are not subject to the Shareholders Agreement. Substantially all of these additional shares

of IDB Holding owned directly by Ganden Holdings and by Shelly Bergman's wholly owned corporation as set forth above were acquired with borrowed funds and are subject to the rights of each respective shareholder's lending institution in the event of default.

In addition to approximately 10.34% of the outstanding shares of IDB Holding owned by Manor, which is controlled by Ruth Manor, another private Israeli corporation which is controlled by her owned approximately 0.03% of the outstanding shares of IDB Holding. These additional shares of IDB Holding are not subject to the Shareholders Agreement.

In addition to approximately 10.34% of the outstanding shares of IDB Holding owned by Livnat, which is controlled by Avraham Livnat, another private Israeli corporation which is controlled by him owned approximately 0.04% of the outstanding shares of IDB Holding. These additional shares of IDB Holding are not subject to the Shareholders Agreement.

The name, citizenship, residence or business address and present principal occupation of the directors and executive officers of (i) PEC, (ii) DIC Loans, (iii) DIC, (iv) IDB Development and (v) IDB Holding are set forth in Schedules A, B, C, D and E attached hereto, respectively, and incorporated herein by reference. These Schedules replace Schedules A, B, C, D and E previously attached to the Statement.

(d) None of the Reporting Persons or, to the knowledge of the Reporting Persons, any director or executive officer named in Schedules A, B, C, D and E to this Amendment, has, during the last five years, been convicted in any criminal proceeding, excluding traffic violations and similar misdemeanors, except as provided below.

In November 2004, the Tel Aviv District Court acquitted DIC, several past executive officers of DIC and one of its other officers, and accepted their appeal filed in such Court against a judgment of Tel Aviv Magistrate's Court convicting them in February 2002, of criminal offenses under the Israeli Securities Act, 1968, regarding the inclusion of a misleading detail in DIC's annual and quarterly financial statements in order to mislead a reasonable investor by not attaching the financial statements of certain companies to DIC's financial statements in respect of the financial reporting periods from 1990 through the first quarter of 1995 filed with the Tel Aviv Stock Exchange and the Israeli Registrar of Companies. In December 2004, the prosecution filed in the Supreme Court of Israel a request for leave to appeal against the aforesaid decision of the Tel Aviv District Court. This request of the prosecution has not yet been heard by the Supreme Court. None of the activities underlying the legal proceedings described above, which activities ended in May 1995, relate to or involve Elron or its business in any way.

(e) None of the Reporting Persons or, to the knowledge of the Reporting Persons, any director or executive officer named in Schedules A, B, C, D and E to this Amendment, has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction which as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration

From June 19, 2005 through June 28, 2005 DIC Loans purchased 527,858 Ordinary Shares for a total purchase price of NIS 30,963,699 (approximately \$6,824,030), excluding commissions, in cash, using its own funds to pay such total purchase price.

Item 4. Purpose of Transaction

The Ordinary Shares acquired by DIC Loans as set forth in this Amendment were purchased for investment purposes.

Item 5. Interest in Securities of the Issuer

As of June 28, 2005:

PEC beneficially owned 360,484 Ordinary Shares, or approximately 1.23% of the outstanding Ordinary Shares. PEC shares the power to vote and dispose of the Ordinary Shares owned by it.

DIC Loans beneficially owned 10,087,335.40 Ordinary Shares, or approximately 34.29% of the outstanding Ordinary Shares. 2,203,425 of these Ordinary Share were transferred to DIC Loans by DIC on September 5, 2004. DIC Loans shares the power to vote and dispose of the Ordinary Shares owned by it.

DIC owned directly 3,523,696.38 Ordinary Shares, or approximately 11.98% of the outstanding Ordinary Shares. DIC shares the power to vote and dispose of these Ordinary Shares and may be deemed to share to power to vote and dispose of the 360,484 Ordinary Shares owned by PEC and the 10,087,335.40 Ordinary Shares owned by DIC Loans, or a total of 13,971,515.78 Ordinary Shares, constituting approximately 47.49% of the outstanding Ordinary Shares.

DIC, IDB Development, IDB Holding and the Reporting Persons who are natural persons may each be deemed beneficial owner of, and to share the power to vote and dispose of, an aggregate of 13,971,515.78 Ordinary Shares held by PEC, DIC Loans and DIC, constituting approximately 47.49% of the outstanding Ordinary Shares.

Elron advised the Reporting Persons that as of June 28, 2005 there were 29,416,924 Ordinary Shares outstanding, and the percentages of outstanding Ordinary Share set forth above are based on this number.

The following table sets forth the purchases of Ordinary Shares made by DIC Loans from June 19, 2005 through June 28, 2005 (a total of 527,858 Ordinary Shares). All these purchases were made on the Tel Aviv Stock Exchange except for the purchase made on June 21, 2005 which was privately negotiated.

<u>Date of Transaction</u>	<u>Number of Ordinary Shares Purchased</u>	<u>Price Per Ordinary Share</u>
June 19, 2005	1,500	NIS 59.00
	217	59.03
	661	59.05
	737	59.06
	80	59.07
	4,390	59.08
	557	59.09
	10,482	59.10
	3,514	59.11

	1,660	59.12
	767	59.13
	450	59.14
	32,763	59.15
	60	59.16
	2,077	59.17
	2,000	59.19
	9,750	59.20
	49	59.25
	250	59.29
	4,196	59.30
	1,000	59.33
	450	59.34
	3,550	59.35
	335	59.36
	216	59.37
June 20, 2005	1,500	NIS 58.86
	2,743	58.88
	2,060	58.89
	13,760	58.90
	900	58.91
	50	58.92
	1,500	58.93
	300	58.94
	4,930	58.95
	770	58.96
	460	58.97
	1,500	58.98
	50	58.99
	9,706	59.00
	1,000	59.01
	60	59.06
	1,580	59.07
	3,000	59.08
	10,007	59.10
	60	59.11
	1,320	59.12
	350	59.13
	2,250	59.14
	35,679	59.15
	4,125	59.18
June 21, 2005	211,140	NIS 59.15
June 26, 2005	550	NIS 58.01
	1,500	58.02
	600	58.03
	2,588	58.05
	1,900	58.06

	2,300	58.07
	3,600	58.10
	84	58.15
	6,635	58.20
	1,000	58.21
	6,000	58.22
	1,283	58.25
	300	58.28
	300	58.29
	4,589	58.30
	225	58.44
	300	58.45
	5,700	58.46
	7,793	58.50
	100	58.58
June 28, 2005	7,553	NIS 56.70
	77,447	56.79
	2,500	56.80
	500	56.88

Except as set forth above, none of the Reporting Persons purchased or sold any Ordinary Shares during the last 60 days preceding June 21, 2005.

Information provided to the Reporting Persons indicates that the executive officers and directors of IDB Holding, IDB Development, PEC, DIC and DIC Loans owned as of June 21, 2005 an aggregate of 77,843 Ordinary Shares (including 77,437 Ordinary Shares that may be acquired pursuant to options which are exercisable within 60 days from June 21, 2005 to purchase such shares from Elron). According to the information provided to the Reporting Persons, none of such executive officers and directors purchased or sold any Ordinary Shares during the last 60 days preceding June 21, 2005.

Item 7. Material to be filed as Exhibits

Schedules A, B, C, D and E - Name, citizenship, residence or business address and present principal occupation of the directors and executive officers of (i) PEC, (ii) DIC Loans, (iii) DIC, (iv) IDB Development and (v) IDB Holding.

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this Amendment No. 15 is true, complete and correct.

Date: June 29, 2005

PEC ISRAEL ECONOMIC CORPORATION
DIC LOANS LTD.
DISCOUNT INVESTMENT CORPORATION LTD.
IDB DEVELOPMENT CORPORATION LTD.
IDB HOLDING CORPORATION LTD.
NOCHI DANKNER
SHELLY BERGMAN
RUTH MANOR
AVRAHAM LIVNAT

BY: IDB HOLDING CORPORATION LTD.

(signed)

BY: _____
Dr. Zehavit Joseph and Arthur Caplan, authorized signatories of IDB Holding Corporation Ltd., for itself and on behalf of PEC Israel Economic Corporation, DIC Loans Ltd., Discount Investment Corporation Ltd., IDB Development Corporation Ltd., Nochi Dankner, Shelly Bergman, Ruth Manor and Avraham Livnat, pursuant to agreements annexed to Amendment No. 13 of the Statement as Exhibits 3 through 10.

Schedule A

Directors and Executive Officers
o f
PEC Israel Economic Corporation
(as of June 21, 2005)

Citizenship is the same as country of address, unless otherwise noted.

<u>Name & Address</u>	<u>Position</u>	<u>Current Principal Occupation</u>
Oren Lieder 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	President & Director	Senior Vice President and Chief Financial Officer of DIC.
Raanan Cohen 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	Director	Vice President of DIC.
Michel Dahan 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	Director & Treasurer	Comptroller of DIC.

Schedule B

Directors and Executive Officers
o f
DIC Loans Ltd.
(as of June 21, 2005)

Citizenship is the same as country of address, unless otherwise noted.

<u>Name & Address</u>	<u>Position</u>	<u>Current Principal Occupation</u>
Oren Lieder 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	Director & Chief Financial Officer	Senior Vice President and Chief Financial Officer of DIC.
Raanan Cohen 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	Director	Vice President of DIC.
Michel Dahan 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	Director & Comptroller	Comptroller of DIC.

Schedule C

Directors and Executive Officers
o f
Discount Investment Corporation Ltd.
(as of June 21, 2005)

Citizenship is the same as country of address, unless otherwise noted.

<u>Name & Address</u>	<u>Position</u>	<u>Current Principal Occupation</u>
Nochi Dankner 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Chairman of the Board of Directors	Chairman and Chief Executive Officer of IDB Holding; Chairman of IDB Development, DIC and Clal Industries and Investments Ltd.; Director of companies.
Shelly Bergman 9 Hamishmar Ha'Ezrachi Street, Afeka, Tel-Aviv 69697, Israel	Director	Director of companies.
Zvi Livnat 3 Azrieli Center, The Triangular Tower, 45 th floor, Tel-Aviv 67023, Israel	Director	Executive Vice President of IDB Holding; Deputy Chairman of IDB Development; Co-Chief Executive Officer of Clal Industries and Investments Ltd.
Avi Fischer 3 Azrieli Center, The Triangular Tower, 45 th floor, Tel-Aviv 67023, Israel	Director	Executive Vice President of IDB Holding; Deputy Chairman of IDB Development; Co-Chief Executive Officer of Clal Industries and Investments Ltd.
Lior Hannes (1) 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Executive Vice President of IDB Development; Chairman of Clal Tourism Ltd.
Refael Bisker 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Chairman of Property and Building Corporation Ltd.
Jacob Schimmel 7 High field Gardens, London W11 9HD, United Kingdom	Director	Chairman and Chief Executive Officer of UKI Investments.

Shaul Ben-Zeev Taavura Junction, Ramle 72102, Israel	Director	Chief Executive Officer of Avraham Livnat Ltd.
Eliahu Cohen 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Chief Executive Officer of IDB Development.
Gideon Lahav 124 Ehad Ha-Am Street, Tel-Aviv 65208, Israel	Director	Director of companies.
Moshe Arad 14 Shay Agnon Street, Jerusalem 92586, Israel	External Director	Director of companies.
Gideon Dover 11 Hamaalot Street, Herzlia B 46583, Israel	External Director	Chief Executive Officer and director of Dover Medical and Scientific Equipment Ltd.
Isaac Manor (*) 26 Hagderot Street, Savion 56526, Israel	Director	Chairman of companies in the motor vehicle sector of the David Lubinski Ltd. group.
Dori Manor (*) 18 Hareches Street, Savion 56538, Israel	Director	Chief Executive Officer of companies in the motor vehicle sector of the David Lubinski Ltd. group.
Darko Horvat (**) 20 Kensington Park Gardens, London W11 3HD, United Kingdom	Director	Chairman and Chief Executive Officer of Aktiva group.
Ami Erel (2) 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	President and Chief Executive Officer	President and Chief Executive Officer of DIC.
Oren Lieder 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Senior Vice President and Chief Financial Officer	Senior Vice President and Chief Financial Officer of DIC.
Raanan Cohen 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Vice President	Vice President of DIC.

Michel Dahan 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Comptroller	Comptroller of DIC.
--	-------------	---------------------

- (*) Dual citizen of Israel and France.
(**) Citizen of Slovenia.

- (1) As of June 21, 2005 Mr. Hannes owned 406 Ordinary Shares.
- (2) As of June 21, 2005 Mr. Erel owned options that are exercisable within 60 days of such date to purchase from Elron 77,437 Ordinary Shares at a price ranging between \$8.44 and \$19.05 per share.

Schedule D

Directors and Executive Officers
o f
IDB Development Corporation Ltd.
(as of June 21, 2005)

Citizenship is the same as country of address, unless otherwise noted.

<u>Name & Address</u>	<u>Position</u>	<u>Current Principal Occupation</u>
Nochi Dankner 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Chairman of the Board of Directors	Chairman and Chief Executive Officer of IDB Holding; Chairman of IDB Development, DIC and Clal Industries and Investments Ltd.; Director of companies.
Shelly Bergman 9 Hamishmar Ha'Ezrachi Street, Afeka, Tel-Aviv 69697, Israel	Director	Director of companies.
Avi Fischer 3 Azrieli Center, The Triangular Tower, 45 th floor, Tel-Aviv 67023, Israel	Deputy Chairman of the Board of Directors	Executive Vice President of IDB Holding; Deputy Chairman of IDB Development; Co-Chief Executive Officer of Clal Industries and Investments Ltd.
Zvi Livnat 3 Azrieli Center, The Triangular Tower, 45 th floor, Tel-Aviv 67023, Israel	Deputy Chairman of the Board of Directors	Executive Vice President of IDB Holding; Deputy Chairman of IDB Development; Co-Chief Executive Officer of Clal Industries and Investments Ltd.
Refael Bisker 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Chairman of Property and Building Corporation Ltd.

Jacob Schimmel 7 High field Gardens, London W11 9HD, United Kingdom	Director	Chairman and Chief Executive Officer of UKI Investments.
Shay Livnat 26 Shalva Street, Herzlia Pituach 46705, Israel	Director	President of Zoe Holdings Ltd.
Eliahu Cohen 3 Azrieli Center, The Triangular Tower 44 th floor, Tel-Aviv 67023, Israel	Director and Chief Executive Officer	Chief Executive Officer of IDB Development.
Isaac Manor (*) 26 Hagderot Street, Savion 56526, Israel	Director	Chairman of companies in the motor vehicle sector of the David Lubinski Ltd. group.
Dori Manor (*) 18 Hareches Street, Savion 56538, Israel	Director	Chief Executive Officer of companies in the motor vehicle sector of the David Lubinski Ltd. group.
Darko Horvat (**) 20 Kensington Park Gardens, London W11 3HD, United Kingdom	Director	Chairman and Chief Executive Officer of Aktiva group.
Abraham Ben Joseph 87 Haim Levanon Street, Tel-Aviv 69345, Israel	Director	Director of companies.
Arnos Malka 18 Nahal Soreq Street, Modi'in 71700, Israel	External Director	Deputy Chairman of Elul group of companies.
Rami (Avraham) Mardor 33 Haoranim Street, Kfar Shmariyahu 46910, Israel	External Director	Director of companies.
Lior Hannes (1) 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Executive Vice President	Executive Vice President of IDB Development; Chairman of Clal Tourism Ltd.
Dr. Zehavit Joseph (***) 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Executive Vice President and Chief Financial Officer	Executive Vice President and Chief Financial Officer of IDB Development; Chief Financial Officer of IDB Holding.

Gabriel Perel 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Executive Vice President	Executive Vice President of IDB Development.
Ari Raved 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Vice President	Vice President of IDB Development.
Haim Gavrieli 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Vice President	Vice President of IDB Development.
Haim Tabouch 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Comptroller	Comptroller of IDB Holding and IDB Development.
Ruti Sapan 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Vice President, Management Resources	Vice President, Management Resources of IDB Development.

(*) Dual citizen of Israel and France.

(**) Citizen of Slovenia.

(***) Dual citizen of Israel and U.S.A.

(1) As of June 21, 2005 Mr. Hannes owned 406 Ordinary Shares.

Schedule E

Directors and Executive Officers o f IDB Holding Corporation Ltd. (as of June 21, 2005)

Citizenship is the same as country of address, unless otherwise noted.

<u>Name & Address</u>	<u>Position</u>	<u>Current Principal Occupation</u>
Nochi Dankner 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Chairman of the Board of Directors and Chief Executive Officer	Chairman and Chief Executive Officer of IDB Holding; Chairman of IDB Development, DIC and Clal Industries and Investments Ltd.; Director of companies.

Isaac Manor (*) 26 Hagderot Street, Savion 56526, Israel	Deputy Chairman of the Board of Directors	Chairman of companies in the motor vehicle sector of the David Lubinski Ltd. group.
Shelly Bergman 9 Hamishmar Ha'Ezrachi Street, Afeka, Tel-Aviv 69697, Israel	Director	Director of companies.
Lior Hannes (1) 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Executive Vice President of IDB Development; Chairman of Clal Tourism Ltd.
Refael Bisker 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Chairman of Property and Building Corporation Ltd.
Jacob Schimmel 7 High field Gardens, London W11 9HD, United Kingdom	Director	Chairman and Chief Executive Officer of UKI Investments.
Shaul Ben-Zeev Taavura Junction, Ramle 72102, Israel	Director	Chief Executive Officer of Avraham Livnat Ltd.
Eliahu Cohen 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Director	Chief Executive Officer of IDB Development.
Dori Manor (*) 18 Hareches Street, Savion 56538, Israel	Director	Chief Executive Officer of companies in the motor vehicle sector of the David Lubinski Ltd. group.
Darko Horvat (**) 20 Kensington Park Gardens, London W11 3HD, United Kingdom	Director	Chairman and Chief Executive Officer of Aktiva group.
Meir Rosenne 14 Aluf Simchoni Street, Jerusalem 92504, Israel	Director	Attorney.
Shmuel Lachman 9A Khilat Jatimir Street, Tel Aviv 69405, Israel	External Director	Information technology consultant

Daniel Doron 16 Levi Eshkol Street, Tel Aviv 69361, Israel	External Director	Business consultant.
Rolando Eisen 2 "A" Geiger Street, Naveh Avivim, Tel Aviv 69341, Israel	External Director	Director of companies.
Zvi Livnat 3 Azrieli Center, The Triangular Tower, 45 th floor, Tel-Aviv 67023, Israel	Director and Executive Vice President	Executive Vice President of IDB Holding; Deputy Chairman of IDB Development; Co-Chief Executive Officer of Clal Industries and Investments Ltd.
Avi Fischer 3 Azrieli Center, The Triangular Tower, 45 th floor, Tel-Aviv 67023, Israel	Executive Vice President	Executive Vice President of IDB Holding; Deputy Chairman of IDB Development; Co-Chief Executive Officer of Clal Industries and Investments Ltd.
Dr. Zehavit Joseph (***) 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Chief Financial Officer	Chief Financial Officer of IDB Holding; Executive Vice President and Chief Financial Officer of IDB Development.
Haim Tabouch 3 Azrieli Center, The Triangular Tower, 44 th floor, Tel-Aviv 67023, Israel	Comptroller	Comptroller of IDB Holding and IDB Development.

(*) Dual citizen of Israel and France.

(**) Citizen of Slovenia.

(***) Dual citizen of Israel and U.S.A.

(1) As of June 21, 2005 Mr. Hannes owned 406 Ordinary Shares.