

# SECURITIES AND EXCHANGE COMMISSION

## FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

Filing Date: **2009-01-26** | Period of Report: **2009-01-25**  
SEC Accession No. **0000950123-09-001240**

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### FILER

#### **ELRON ELECTRONIC INDUSTRIES LTD /NY/**

CIK: **315126** | IRS No.: **000000000** | State of Incorpor.: **L3** | Fiscal Year End: **1231**  
Type: **6-K** | Act: **34** | File No.: **000-11456** | Film No.: **09544691**  
SIC: **7372** Prepackaged software

Business Address  
*ADVANCED TECHNOLOGY  
CTR  
P O BOX 1573  
HAIFA ISRAEL 31015 L3*



# FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Report of Foreign Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934

For the Month of January 2009

## ELRON ELECTRONIC INDUSTRIES LTD.

(Translation of Registrant's Name into English)

3 Azrieli Center, Triangle Building, 42nd Floor, Tel Aviv ISRAEL

(Address of Principal Corporate Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

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SIGNATURE

EX-99.1: PRESS RELEASE

EX-99.2: PRESS RELEASE

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Registrant' s Press Release dated January 25, 2009.

SIGNATURE

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, thereunto duly authorized.

ELRON ELECTRONIC INDUSTRIES LTD.  
(Registrant)

By: /s/ Donna Gershowitz  
Donna Gershowitz  
General Counsel & Corporate Secretary

Dated: January 25, 2009

**- FOR IMMEDIATE RELEASE -**

**ELRON ANNOUNCES SPECIAL MEETING OF  
SHAREHOLDERS ON MARCH 3, 2009**

**Tel Aviv, January 25, 2009 – Elron Electronic Industries Ltd. (NASDAQ & TASE:ELRN)** today announced that it will hold a Special General Meeting of Shareholders at 10:00 am, Israel time, on March 3, 2009, at the Company' s offices at 3 Azrieli Center, the Triangle Building, 42nd Floor, Tel Aviv, Israel.

At the shareholders meeting, the shareholders will be asked to re-elect Mr. Yaacov Goldman for a third term as an External Director, as defined in the Israeli Companies Law, 1999, to the Board of Directors of Elron.

Shareholders of record at the close of business on January 30, 2009 shall be entitled to notice of, and to vote at, the shareholders meeting. The Company expects to mail a detailed notice and proxy statement to its shareholders on or about February 4, 2009 at which time the detailed notice and proxy statement will also be made available at no charge on the U.S. Security and Exchange Commission' s website at <http://www.sec.gov> and on the Israel Securities Authority' s website at <http://www.magna.isa.gov.il>.

***Elron Electronic Industries Ltd. (TASE & NASDAQ: ELRN), a member of the IDB Holding group, is a leading Israel-based technology holding company directly involved in the long-term performance of its group companies. Elron identifies potential technologies, creates strategic partnerships, secures financing, and recruits highly qualified management teams. Elron' s group companies currently comprise a diverse range of publicly-traded and privately held companies primarily in the fields of medical devices, information & communications technology, clean technology and semiconductors. For further information, please visit [www.elron.com](http://www.elron.com)***

**Company Contact:**

Rinat Remler  
Elron Electronic Industries Ltd.  
Tel. 972-3-6075555  
[rinat@elron.net](mailto:rinat@elron.net)

(Any statements in this press release that may be considered forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially. Actual results may differ from such forward-looking statements due to various risks and uncertainties, including among others the risk factors discussed in periodic reports filed by the Company with the Securities and Exchange Commission, which the Company urges investors to consider)

***-FOR IMMEDIATE RELEASE -***

**ELRON ANNOUNCES DISMISSAL OF A PURPORTED  
CLASS ACTION FILED IN 1999**

**Tel Aviv, January 25, 2009 – Elron Electronic Industries Ltd. (TASE & NASDAQ: ELRN)**, announced today that the District Court of Haifa has dismissed, due to its inadequacy to be litigated as a class action, an application to certify a purported claim as a class action filed against, among others, Elron and certain of its officers, including former officers, in the District Court of Haifa on November 1999 by a number of institutional and other investors.

The allegations raised relate to the period prior to the sale of Elron' s holdings in Elbit Imaging Ltd., (formerly known as Elbit Medical Imaging Ltd.) or EI, (the parent company of Elscint and formerly an affiliated company). The claimants sought a court order pursuant to which EI would be compelled to execute the alleged buy-out of Elscint' s share at \$14 per share or other remedies.

For additional details see the Company' s most recent annual report for the year ended December 31, 2007 on Form 20-F under "Item 8 - Financial Information - Consolidated Statements and Other Financial Information - Legal Proceedings".

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**Company Contact:**

Rinat Remler, Vice President & CFO  
Elron Electronic Industries Ltd.  
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The Triangle Building, 42nd Floor, 3 Azrieli Center, Tel-Aviv 67023, Israel  
Tel. 972-3-6075555, Fax. 972-3-6075556 [www.elron.com](http://www.elron.com)