

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 20-F

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
for the fiscal year ended December 31, 2002

Commission File No. 0-28998

ELBIT SYSTEMS LTD.

(Exact Name of Registrant as Specified in its charter and Translation of Registrant's Name into English)

Israel

(Jurisdiction of incorporation or organization)

Advanced Technology Center, Haifa 31053, Israel

(Address of principal executive offices)

Securities registered or to be registered pursuant to Section 12(b) of the Act:

Not Applicable

Securities registered or to be registered pursuant to Section 12(g) of the Act:

Ordinary Shares, nominal value 1.0 New Israeli Shekels per share

(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act:

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report:

38,819,578 shares

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes



No



Indicate by check mark which financial statement item the registrant has elected to follow.

Item 17



Item 18



Item 6. Directors, Senior Management and Employees.

Directors and Executive Officers

The directors and executive officers of Elbit Systems as of May 31, 2003 are as follows:

Board of Directors

<u>Name</u>	<u>Age</u>	<u>Director Since</u>
Michael Federmann (Chairman)	60	2000
Joseph Ackerman	54	1996
Avraham Asheri	65	2000
Rina Baum	58	2001
Aharon Beth-Halachmi	67	2000
Doron Birger	52	2002
Ami Erel	56	1999
Dov Ninveh	56	2000
Nathan Sharony (External Director)	68	2002

The term of office of each director, other than the External Director, expires at the annual general shareholders meeting to be held during 2003. The term of office for the External Director expires in March 2005.

Executive Officers

<u>Name</u>	<u>Age</u>	<u>Position</u>
Joseph Ackerman	54	President, Chief Executive Officer and Director
Yehuda Admon	58	Corporate Vice President and Co-General Manager - El-Op
David Block Temin	48	Corporate Vice President and General Counsel
Itzhak Dvir	55	Corporate Vice President, General Manager - Silver Arrow and General Manager – UAV, Tactical and Security Systems
Jacob Gadot	56	Corporate Vice President and Chief Technology Officer
Joseph Gaspar	55	Corporate Vice President and Chief Financial Officer
Zeev Gofer	51	Corporate Vice President - Business Development and Marketing
Ran Hellerstein	52	Corporate Vice President and Co-General Manager – Airborne and Helmet Systems
Bezhael Machlis	40	Corporate Vice President and General Manager –

		Ground C4I and Battlefield Systems
Marco Rosenthal	56	Corporate Vice President - Manufacturing and Purchasing
Haim Rousso	57	Corporate Vice President and Co-General Manager - El-Op
Gideon Sheffer	54	Corporate Vice President – Strategic Planning
Yoram Shmuely	43	Corporate Vice President and Co-General Manager – Airborne and Helmet Systems
Arie Tal	65	Corporate Secretary
Timothy Taylor	51	President and Chief Executive Officer – EFW

Michael Federmann. Michael Federmann has served as Chairman of the Board of Directors since the El-Op Merger in 2000. He served as Chairman of the Board of Directors of El-Op from 1988 until the Merger. He has held managerial positions in the Federmann Group since 1969, and since January 2002 he has served as Chairman and CEO of Federmann Enterprises Ltd. Currently, he also serves as Chairman of the Board of Directors of Dan Hotels Corp. Ltd. (Dan Hotels). Mr. Federmann is Deputy Chairman of the Board of Governors of the Hebrew University in Jerusalem (the Hebrew University) and a member of the Board of Governors and the Executive Committee of the Weizmann Institute of Science. Mr. Federmann holds a bachelor's degree in economics and political science from the Hebrew University.

Joseph Ackerman. Joseph Ackerman was appointed as President and Chief Executive Officer in 1996. From 1994 to 1996, he served as Senior Vice President and General Manager of Elbit Ltd.'s Defense Systems Division (EDS). Mr. Ackerman joined Elbit Ltd. in 1982 and held various management positions, including General Manager – EFW, Senior Vice President - Operations Group, Vice President - Operations and Vice President - Advanced Battlefield Systems. Mr. Ackerman holds a bachelor of science degree in aeronautical engineering from the Israel Institute of Technology (the Technion).

Avraham Asheri. Avraham Asheri has served as an economic advisor and a director of several companies since 1998. He currently serves on the boards of directors of Elron Electronic Industries Ltd. (Elron), Discount Mortgage Bank Ltd., Kardan Nadlan Ltd., Scitex Corporation Ltd., ISAL Amlat Investment (1993) and Meditor Pharmaceuticals Ltd. Mr. Asheri was President and Chief Executive Officer of Israel Discount Bank from 1991 until 1998, and Executive Vice President and member of its management committee from 1983. Prior to that, he served for 23 years at the Israel Ministry of Industry and Trade and at the Israel Ministry of Finance, including as Director General of the Israel Ministry of Industry and Trade, Managing Director of the Israel Investment Center and Trade Commissioner of Israel to the United States. Mr. Asheri holds a bachelor's degree in economics and political science from the Hebrew University.

Rina Baum. Rina Baum is Vice President for Investments of Federmann Enterprises and since 1986 has served as Director and General Manager of Unico Investment Company Ltd. She serves as a director of Dan Hotels and Harel Mutual Funds Ltd. During 1995 to 1996, she served as a director of Leumi Mortgage Bank Ltd. Mrs. Baum holds an L.L.B. degree from the Hebrew University.

Aharon Beth-Halachmi. Aharon Beth-Halachmi has served as President of Federmann Enterprises - Division of Industries and Technologies since 1985 and as President of Eurofund L.P. - Venture Capital Fund since 1994. He served as a director of El-Op from 1985 until 2000. From 1983 to 1985, he served as President of Tahal Engineering Co. Ltd. From 1982 to 1983, he was Director General of the IMOD. Prior to that he served in the IDF, including as head of Defense Research and Development from 1977 to 1982. He retired with the rank of Brigadier General. Mr. Beth-Halachmi holds a bachelor of science degree in electronic engineering from the Technion and a master of science degree in computer science from the Naval Postgraduate School in Monterey, California.

Doron Birger. Doron Birger has served as Chief Executive Officer of Elron since August 2002 and as President of Elron since 2001. He joined Elron in 1994 as Vice President – Finance and served as Chief Financial Officer and Corporate Secretary. Prior to that he served as Chief Financial Officer for a number of companies including North Hills Electronics Ltd., Middle-East Pipes Ltd., Maquette Ltd., Bateman Engineering Ltd. and I.D.C. Industrial Development Company Ltd. Mr. Birger is Chairman of Given Imaging Ltd. and serves as a director in several other companies in the Elron group. Mr. Birger holds bachelor and master of arts degrees in economics from the Hebrew University.

Ami Erel. Ami Erel has served as President and Chief Executive Officer of DIC since 2001. In addition, he has served as Chairman of the Board of Directors of Elron since 1999. From 1999 until 2001, he was Chief Executive Officer of Elron. He served as Chairman of the Board of Directors of Elbit Systems from 1999 until the Merger in 2000. From 1997 to 1999, he served as President and Chief Executive Officer of Bezeq - The Israel Telecommunications Corp. Ltd. and as Chairman of the Board of Directors of PelePhone Communications Ltd. from 1997 to 1998. He is a director of Property and Building Corporation Ltd. and Super-Sol Ltd., as well as Chairman or a member of the boards of other companies in the DIC group and the Elron group. Since 2000, Mr. Erel has served as the Chairman of the Board of the Israel Association of Electronic and Information Industries. Mr. Erel holds a bachelors of science degree in electrical engineering from the Technion.

Dov Ninveh. Dov Ninveh has served since 1994 as a manager in Federmann Enterprises. He served as a director of El-Op from 1996 until 2000. From 1989 to 1994, he served as Deputy General Manager of Etanit Building Products Ltd. Mr. Ninveh holds a bachelor's degree in economics and management from the Technion.

Nathan Sharony (External Director). Nathan Sharony has served since 1997 as a director for several companies, including Technorov Holdings (1993) Ltd. (Technorov), a high technology investment company, Bituach Yashir Ltd., Ormat Industries Ltd. and Genoa Technologies Ltd. From 1997 to 1999, he served as Chairman of Technorov. From 1994 to 1997, he was employed with a U.S. brokerage firm. Mr. Sharony served as the Director General of the Israel Ministry of Industry and Trade from 1992 to 1994. Prior to that, Mr. Sharony held a number of positions in industry and government including head of the Israeli Government Economic Mission to the U.S., President and Chief Executive Officer of El-Op and Vice President for Logistics of Tadiran Electronic Industry Ltd. In 1982, Mr. Sharony completed 30 years of service in the IDF, retiring with the rank of Major General. Mr. Sharony participated in the Field Artillery Battle Officers Course in Fort Sill, Oklahoma, and studied military history at the IDF's Staff and Command College.

Yehuda Admon. Yehuda Admon was appointed Corporate Vice President and Co-General Manager of El-Op in 2000. From 1996 until 2000, he served as Vice President and Division Manager of Elbit Systems' Combat Vehicles Division. He joined Elbit Ltd. in 1992 and was Vice President and Division Manager of the Combat Vehicles Division of EDS. Prior to that Mr. Admon was a career officer in the IDF, where he served as Program Executive Officer for the Merkava Main Battle Tank Programs,

retiring with the rank of Brigadier General. Mr. Admon holds a bachelor of science degree in mechanical engineering from the Technion.

David Block Temin. David Block Temin was appointed Corporate Vice President in 2000 and has served as General Counsel since 1996. From 1987 to 1996, he was a Legal Advisor to Elbit Ltd. Prior to that, Mr. Block Temin was an attorney with law firms in New York City. Mr. Block Temin received a juris doctor degree as well as a master of arts degree in international relations from Stanford University and holds a bachelor of arts degree in political science from the University of Maryland. He is admitted to the Israeli and New York bars.

Itzhak Dvir. Itzhak Dvir became Corporate Vice President, General Manager - Silver Arrow in 2000 and General Manager – UAV, Tactical and Security Systems in January 2003. From 2000 through 2002, he was General Manager - C4I and Battlefield Systems. From 1996 until 2000, he was Vice President and Division Manager - UAV and C³ Division. He joined Elbit Ltd. in 1989 and held various management positions, including Vice President - UAV Division, Vice President - Advance Battlefield Systems Division and Marketing Director - Battlefield Systems Division. Prior to that he served as a career officer in the IAF, retiring with the rank of Colonel. Mr. Dvir holds a bachelor of science degree in aeronautical engineering from the Technion and a master of science degree in aeronautical engineering from the U.S. Air Force Institute of Technology at Wright Patterson Air Force Base.

Jacob Gadot. Jacob Gadot was appointed Corporate Vice President – Mergers and Acquisitions in 2000 and Chief Technology Officer in 2001. He served as Vice President - Mergers and Acquisitions from 1998 to 2000 and as Vice President - Business Development from 1996 to 1998. Mr. Gadot joined Elbit Ltd. in 1983 and held various positions in EDS, including Vice President - International Marketing and head of the Airborne Division. Prior to that, he worked for Motorola Israel, after serving for ten years as an officer in the IAF. Mr. Gadot holds a bachelor of science degree in electrical engineering from the Technion.

Joseph Gaspar. Joseph Gaspar was appointed Corporate Vice President and Chief Financial Officer in 2001. He served as Corporate Vice President – Strategy, Technology and Subsidiaries from the El-Op Merger in 2000 until 2001. From 1996 until the Merger, he held the position of Corporate Vice President, Marketing and Business Development of the El-Op Group. Mr. Gaspar joined El-Op in 1975 and held several management positions, including Vice President and General Manager of El-Op's Optronics Product Division and co-manager of an El-Op subsidiary in the United States. Mr. Gaspar holds a bachelor of science degree from the Technion in electronic engineering with advanced studies in digital signal processing and communication.

Zeev Gofer. Zeev Gofer was appointed Corporate Vice President – Business Development and Marketing in April 2003. He previously served as Co-General Manager - Aircraft and Helicopter Upgrades and Systems from 2000. From 1999 until 2000, he was Vice President - Aircraft Upgrades and Airborne Systems Division, having served as Division Manager since 1996. He joined Elbit Ltd. in 1982 and held various management positions, including Director of EDS' Aircraft Upgrade Division, director of a major aircraft upgrade program, director of avionics system engineering and technical manager of the LAVI avionics program. Mr. Gofer holds bachelor and master of science degrees in electronic engineering from the Technion and a master of science of management degree from the Polytechnic University of New York.

Ran Hellerstein. Ran Hellerstein was appointed Corporate Vice President and Co-General Manager - Aircraft and Helicopter Upgrades and Systems in 2000 and became co-General Manager - Airborne and Helmet Systems in April 2003. From 1996 until 2000, he served as Vice President - Development and Engineering Division, having served as Division Manager since 1993. Mr. Hellerstein

joined Elbit Ltd. in 1978 and served in various management positions, including Director and Division Manager of EDS' Engineering Division, department manager, technical manager and systems engineer. Mr. Hellerstein holds bachelor and master of science degrees in electrical engineering from the Technion.

Bezhael Machlis. Bezhael Machlis was appointed Corporate Vice President and General Manager – Ground C4I and Battlefield Systems in January 2003. From 2000 until December 2002, he served as Vice President - Battlefield and Information Systems. Mr. Machlis joined Elbit Systems in 1991 and held various management positions in the battlefield and information systems area. Prior to that, he served as an Artillery Officer in the IDF, where he holds the rank of Colonel (reserves). Mr. Machlis holds a bachelor of science degree in mechanical engineering and a bachelor of arts degree in computer science from the Technion and a MBA from Tel-Aviv University.

Marco Rosenthal. Marco Rosenthal was appointed Corporate Vice President – Manufacturing and Purchasing in 2001, having previously served as Vice President – Operations and General Manager of the Karmiel facility since 1999. From 1996 to 1999, he served as Vice President - Material. Mr. Rosenthal joined Elbit Ltd. in 1975 and held various management positions, including Vice President - Material of EDS and Director of the Sales Department. Mr. Rosenthal holds a degree in technical engineering from the Technion and a degree in business management from Haifa University.

Haim Rousso. Haim Rousso was appointed Corporate Vice President and Co-General Manager of El-Op following the Merger in 2000. Prior to that, Mr. Rousso held the position of Corporate Vice President of the El-Op Group and General Manager of El-Op. He has held various managerial positions in El-Op since 1972. Mr. Rousso holds bachelor and master of science degrees in electrical engineering from the Technion.

Gideon Sheffer. Gideon Sheffer joined Elbit Systems in 2001 as Corporate Vice President – Strategic Planning. Prior to that he served as Acting Head of Israel's National Security Council and as National Security Advisor to former Prime Minister Ehud Barak. In 1998, he completed 32 years of service in the IDF, retiring with the rank of Major General. From 1995 to 1998, he served on the General Staff as Head of the IDF's Human Resources Branch. Prior to that, he served as Deputy Commander of the IAF. Mr. Sheffer held a number of command positions in the IAF after serving as a fighter aircraft and helicopter pilot. He is a member of the board of directors of Blue Square Ltd. and Tzarfati and Sons Ltd. Mr. Sheffer holds a bachelor's degree in Israel studies from Bar Ilan University and is a graduate of Harvard University Business School's Advanced Management Program.

Yoram Shmuely. Yoram Shmuely was appointed Corporate Vice President and General Manager - Helmet Mounted Systems in 2000 and became Co-General Manager – Airborne and Helmet Systems in April 2003. From 1998 until 2000, he was Vice President - Helmet Mounted Systems Division. From its founding in 1996 until 1998, he served as President of VSI. Mr. Shmuely joined Elbit Ltd. in 1990 and served as director of Elbit Ltd.'s Helmet Mounted Display group. He served as a fighter aircraft pilot in the IAF. Mr. Shmuely holds a bachelor of science degree in electronic engineering from the Technion.

Arie Tal. Arie Tal was appointed Corporate Secretary in 1996. He joined Elbit Ltd. in 1986 and held various management positions, including Corporate Secretary and Director of Business Development for EDS in North America. Prior to that he served as a career officer in the IAF, including as Head of Acquisition for several major programs, retiring with the rank of Colonel. Mr. Tal holds a bachelor of science degree in aeronautical engineering from the Technion and a master of science degree in aeronautics from Princeton University.

Timothy Taylor. Timothy Taylor was appointed President and Chief Executive Officer of EFW in 2000 after serving as EFW's President and General Manager since 1997. He joined EFW in 1994 and held the positions of Executive Vice President and General Manager, Vice President - Strategic Planning and Business Development and Vice President - Aircraft Systems. A 30-year veteran of the aerospace industry, he previously held various management and strategic business development positions with Allied Signal Inc. (now Honeywell) and GEC Marconi Avionics (now BAE Systems). A native of the United Kingdom, Mr. Taylor received his engineering degree in England before moving to the United States. He became an U.S. citizen in 1996.

ELBIT SYSTEMS LTD.

Advanced Technology Center

P.O. Box 539

Haifa 31053, Israel



**PROXY STATEMENT
FOR
ANNUAL GENERAL
MEETING OF SHAREHOLDERS
OF ELBIT SYSTEMS LTD.**

**NEITHER THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION NOR THE
SECURITIES AUTHORITY OF THE STATE OF ISRAEL HAS PASSED UPON THE
ACCURACY OR ADEQUACY OF THIS PROXY STATEMENT. ANY
REPRESENTATION TO THE CONTRARY IS UNLAWFUL.**

July 15, 2003

ITEM 1—ELECTION OF DIRECTORS

At the Meeting nine directors who are not External Directors and one External Director (see list of nominees below) are to be elected. Also, if elected to another term as a director, Michael Federmann will continue to serve as Chairman of the Board of Directors.

The persons named in the form of proxy intend to vote for the election of the ten nominees named below, eight of whom currently serve as directors of the Company. Mr. Lifshitz has been nominated to serve as an External Director, replacing Mr. Feldschuh who resigned in May 2003 as noted above. In addition, Lenny Recanati resigned from the Board of Directors in May 2003, and Avi Fischer has been nominated to replace him on the Board of Directors.

The Company expresses its appreciation to Mr. Feldschuh and to Mr. Recanati for their contributions to the Company during their service on the Board of Directors.

The Companies Law provides that a general shareholders meeting at which the appointment of an External Director is to be considered will not be held unless the nominee has declared to the Company that he or she complies with the qualifications for appointment as an External Director. The proposed nominee to be an External Director of the Company, Mr. Lifshitz, has declared to the Company that he complies with the qualifications for appointment as an External Director.

Each nominee, other than the External Director, so elected as a director will hold office until the next shareholders' Annual General Meeting and until his or her successor is elected and qualified, unless any director's office is vacated earlier in accordance with the provisions of the Companies Law or the Company's Articles of Association. Mr. Lifshitz, if elected as an External Director, will hold office for a three-year term unless his office is vacated earlier in accordance with the provisions of the Companies Law or the Company's Articles of Association.

The Company is not aware of any reason why any of the nominees, if elected, should be unable to serve as a director. Nevertheless, if any of the nominees, other than the External Director, should be unable to serve, the proxies will be voted for the election of such other person or persons as determined by the person named in the form of proxy in accordance with his or her judgment. If the nominee to the position of External Director should be unable to serve, another person will be elected in accordance with applicable law.

The nominees and the current External Director, their respective ages on July 1, 2003, and the year in which they became directors of the Company are as follows:

Board of Directors

<u>Name</u>	<u>Age</u>	<u>Director Since</u>
Michael Federmann (Chairman)	59	2000
Joseph Ackerman	54	1996
Avraham Asheri	65	2000
Rina Baum	58	2001
Aharon Beth-Halachmi	66	2000
Doron Birger	52	2002
Ami Erel	56	1999
Yaacov Lifshitz (External Director)	59	-
Avi Fischer	46	-
Dov Ninveh	56	2000
Nathan Sharony (External Director)	68	2002

Michael Federmann. Michael Federmann has served as Chairman of the Board of Directors of Elbit Systems since the merger (the Merger) with Elop Electro-Optics Industries Ltd. (El-Op) in 2000. He served as Chairman of the Board of Directors of El-Op from 1988 until the Merger. He has held managerial positions in the Federmann Group since 1969, and since January 2002 he has served as Chairman and CEO of Federmann Enterprises Ltd. Currently, he also serves as Chairman of the Board of Directors of Dan Hotels Corp. Ltd. (Dan Hotels). Mr. Federmann is Deputy Chairman of the Board of Governors of the Hebrew University in Jerusalem (the Hebrew University) and a member of the Board of Governors and the Executive Committee of the Weizmann Institute of Science. Mr. Federmann holds a bachelor's degree in economics and political science from the Hebrew University.

Joseph Ackerman. Joseph Ackerman was appointed as President and Chief Executive Officer of Elbit Systems in 1996. From 1994 to 1996, he served as Senior Vice President and General Manager of Elbit Ltd.'s Defense Systems Division (EDS). Mr. Ackerman joined Elbit Ltd. in 1982 and held various management positions, including General Manager—EFW Inc., Senior Vice President—Operations Group, Vice President—Operations and Vice President—Advanced Battlefield Systems. Mr. Ackerman holds a bachelor of science degree in aeronautical engineering from the Israel Institute of Technology (the Technion).

Avraham Asheri. Avraham Asheri has served as an economic advisor and a director of several companies since 1998. He currently serves on the boards of directors of Elron, Discount Mortgage Bank Ltd., Kardan Nadlan Ltd., Scitex Corporation Ltd. (Scitex), ISAL Amlat Investment (1993) and Meditor Pharmaceuticals Ltd. Mr. Asheri was President and Chief Executive Officer of Israel Discount Bank from 1991 until 1998, and Executive Vice President and member of its management committee from 1983. Prior to that, he served for 23 years at the Israel Ministry of Industry and Trade and at the Israel Ministry of Finance, including as Director General of the Israel Ministry of Industry and Trade, Managing Director of the Israel Investment Center and Trade Commissioner of Israel to the United States. Mr. Asheri holds a bachelor's degree in economics and political science from the Hebrew University.

Rina Baum. Rina Baum is Vice President for Investments of Federmann Enterprises and since 1986 has served as Director and General Manager of Unico Investment Company Ltd. She serves as a director of Dan Hotels and Harel Mutual Funds Ltd. During 1995 to 1996, she served as a director of Leumi Mortgage Bank Ltd. Mrs. Baum holds an L.L.B. degree from the Hebrew University.

Aharon Beth-Halachmi. Aharon Beth-Halachmi has served as President of Federmann Enterprises—Division of Industries and Technologies since 1985 and as President of Eurofund L.P.—Venture Capital Fund since 1994. He served as a director of El-Op from 1985 until 2000. From 1983 to 1985, he served as President of Tahal Engineering Co. Ltd. From 1982 to 1983, he was Director General of the Israeli Ministry of Defense. Prior to that he served in the Israeli Defense Forces (IDF), including as head of Defense Research and Development from 1977 to 1982. He retired with the rank of Brigadier General. Mr. Beth-Halachmi holds a bachelor of science degree in electronic engineering from the Technion and a master of science degree in computer science from the Naval Postgraduate School in Monterey, California.

Doron Birger. Doron Birger has served as Chief Executive Officer of Elron since August 2002 and as President of Elron since 2001. He joined Elron in 1994 as Vice President—Finance and served as Chief Financial Officer and Corporate Secretary. Prior to that he served as Chief Financial Officer for a number of companies including North Hills Electronics Ltd., Middle-East Pipes Ltd., Maquette Ltd., Bateman Engineering Ltd. and I.D.C. Industrial Development Company Ltd. Mr. Birger is Chairman of Given Imaging Ltd. and serves as a director in several other companies in the Elron group. Mr. Birger holds bachelor and master of arts degrees in economics from the Hebrew University.

Ami Erel. Ami Erel has served as President and Chief Executive Officer of DIC since 2001. In addition, he has served as Chairman of the Board of Directors of Elron since 1999. From 1999 until 2001, he was Chief Executive Officer of Elron. He served as Chairman of the Board of Directors of Elbit Systems from 1999 until

the Merger in 2000. From 1997 to 1999, he served as President and Chief Executive Officer of Bezeq—The Israel Telecommunications Corp. Ltd. and as Chairman of the Board of Directors of PelePhone Communications Ltd. from 1997 to 1998. He was recently nominated to be Chairman of the Board of Directors of Scitex, and is a director of Property and Building Corporation Ltd. and Super-Sol Ltd. as well as Chairman or a member of the boards of other companies in the DIC group and the Elron group. Since 2000, Mr. Erel has served as the Chairman of the Board of the Israel Association of Electronic and Information Industries. Mr. Erel holds a bachelor of science degree in electrical engineering from the Technion.

Avi Fischer. Avi Fischer was appointed as the Co-CEO of Clal Industries & Investments Ltd. (Clal) in June 2003. Mr. Fischer is a co-founder of the Ganden Group and has served as the Co-Chairman of Ganden Tourism and Aviation Ltd. and as the Vice Chairman of Ganden Holdings Ltd. since 1999. He has practiced law since 1983 and is a Co-Managing Partner in the law firm of Fischer, Behar, Chen & Co. He currently serves on the boards of directors of IDBH, DIC, Clal, Scitex, Vyyo Inc., Natour Ltd. and Nichsei Azorim Ltd. as well as several privately-held companies. Mr. Fischer holds an L.L.B. degree from Tel-Aviv University.

Yaacov Lifshitz (External Director). Mr. Lifshitz serves as a director of several companies and as a lecturer in the fields of economics, public policy and management. He currently is a lecturer at the Department of Economics and the Department of Public Policy and Management of Ben-Gurion University and at the Department of Economics and Management of the Tel-Aviv—Jaffa Academic College. He also currently serves on the boards of directors of DorGas Ltd., Kali—Insurance Agencies Ltd., Spring—Pension Fund Management Ltd., Carmel Investments Ltd. and Tesnet Software Testing Ltd. During the period from 1994 to 2002, Mr. Lifshitz served at various times as the chairman of the boards of directors of Hamashbir Lazarchan Israel Ltd., Israel Military Industries Ltd., Spectronix Ltd., Dor Chemicals Ltd, Dor Energy Ltd., DorGas Ltd., and the Israeli Foreign Trade Risk Insurance Corp. Ltd. He also served from 1995 to 2002 as the Chairman of the Executive Board of the Israel Management Center. Prior to that he held various senior positions in government, banking and industry, including Director General of the Israel Ministry of Finance, Chief Economic Advisor to the Israel Ministry of Defense, Senior Vice President and Chief Credit Officer of Israel Discount Bank and President and CEO of Electra (Israel) Ltd. Mr. Lifshitz holds a bachelor's degree in economics and political science and a master's degree in economics from the Hebrew University.

Dov Ninveh. Dov Ninveh has served since 1994 as a manager in Federmann Enterprises. He served as a director of El-Op from 1996 until 2000. From 1989 to 1994, he served as Deputy General Manager of Etanit Building Products Ltd. Mr. Ninveh holds a bachelor's degree in economics and management from the Technion.

Nathan Sharony (External Director). Nathan Sharony has served since 1997 as a director for several companies, including Technorov Holdings (1993) Ltd. (Technorov), a high technology investment company, Bituach Yashir Ltd., Akershtain Industries Ltd., Ormat Industries Ltd., Genoa Technologies Ltd. and International Technologies (Lasers) Ltd. From 1997 to 1999, he served as Chairman of Technorov. From 1994 to 1997, he was employed with a U.S. brokerage firm. Mr. Sharony served as the Director General of the Israel Ministry of Industry and Trade from 1992 to 1994. Prior to that, Mr. Sharony held a number of positions in industry and government including head of the Israeli Government Economic Mission to the U.S., President and Chief Executive Officer of El-Op and Vice President for Logistics of Tadiran Electronic Industry Ltd. In 1982, Mr. Sharony completed 30 years of service in the IDF, retiring with the rank of Major General. Mr. Sharony participated in the Field Artillery Battle Officers Course in Fort Sill, Oklahoma, and studied military history at the IDF's Staff and Command College.

The Board of Directors recommends a vote FOR all the nominees to the Board of Directors.

7.8.03

לכבוד
רשם החברות
יפו 97
ירושלים

לכבוד
רשות ניירות ערך
כנפי נשרים 22
ירושלים

לכבוד
הבורסה לניירות ערך
אחד העם 54
תל-אביב

א.ג.נ.,

הנדון : הודעה בדבר תוצאות הצבעה באסיפה כללית של החברה

מצ"ב הודעת החברה בדבר תוצאות הצבעה באסיפה כללית של החברה שנערכה ביום 6.8.03 שבכוונתנו להגיש כדו"ח 6-K לרשות ני"ע האמריקאית.

בכבוד רב,



אריה טל
מזכיר החברה



On August 7, 2003, Elbit Systems Ltd. (the "Company") (Nasdaq NM: ESLT) announced that at its Annual General Meeting of Shareholders (the "Meeting") held on August 6, 2003 at the Company's offices in Tel-Aviv, all of the proposed resolutions, described in the Proxy Statement to Shareholders dated July 15, 2003, were approved by the required majority, including the election of the Company's directors, among whom were two new directors - Yaacov Lifshitz (External Director) and Avi Fischer.

12.8.03

לכבוד
רשם החברות
יפו 97
ירושלים

לכבוד
רשות ניירות ערך
כנפי נשרים 22
תל – אביב

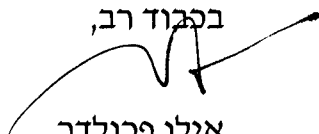
לכבוד
הבורסה לניירות ערך
אחד העם 54
תל – אביב

א.ג.נ.,

הנדון : אלביט מערכות בע"מ ("החברה") - הודעה

מצ"ב הודעת החברה שבכוונתנו להגיש כדו"ח K-6 לרשות ניירות ערך האמריקאית, וכן תרגום נוחות של ההודעה לעברית.

בכבוד רב,



אילן פכולדר
מזכיר החברה

Haifa, Israel, August 12, 2003 - Elbit Systems Ltd. (the "Company") (Nasdaq NM: ESLT) announced today that Arie Tal, has completed his term of office as the Company's Corporate Secretary upon reaching the age of retirement. The Company's Board of Directors and Management express their appreciation to Mr. Tal for his contributions to the Company during his years of service.

Ilan Pacholder, who has served until now as Vice President in the Company's Finance Department, has been appointed as the new Corporate Secretary, in addition to other Company functions he will continue to perform.