

As filed with the Securities and Exchange Commission on March 18, 2019

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

POST-EFFECTIVE AMENDMENT NO. 2
TO
FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

ELBIT SYSTEMS LTD.

(Exact name of registrant as specified in its charter)

Israel

*(State or other jurisdiction of
incorporation or organization)*

N/A

*(I.R.S. Employer
Identification No.)*

Advanced Technology Center
P.O. Box 539
Haifa 31053 Israel
(Address of Principal Executive Offices)

31053
(Zip Code)

2007 STOCK OPTION PLAN
(Full title of the plan)

Elbit Systems of America, LLC
4700 Marine Creek Parkway
Fort Worth, Texas 76179
(Name and address of agent for service)

(817) 234-6600
(Telephone number, including area code, of agent for service)

Copies to:

Timothy I. Kahler, Esq.
Troutman Sanders LLP
875 Third Avenue
New York, New York 10022
(212) 704-6000

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer
(Do not check if a smaller reporting
company)

Smaller reporting company

EXPLANATORY NOTE

Elbit Systems Ltd. (the "Registrant") hereby amends its registration statement on Form S-8 (Registration No. 333-139512) (the "Registration Statement") by filing this Post-Effective Amendment No. 2 to terminate the effectiveness of the Registration Statement and to deregister all unsold securities reserved for issuance and registered for sale under the 2007 Stock Option Plan (the "Plan"). All stock options and other awards granted under the Plan or governed thereby have been exercised or have expired unexercised and no further options or other awards will be granted thereunder.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Haifa, Israel on this 18th day of March 2019.

ELBIT SYSTEMS LTD.

By: /s/ Bezhael Machlis

Name: Bezhael Machlis

Title: President and Chief
Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated:

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Michael Federmann</u> Michael Federmann	Chairman of the Board of Directors	March 18, 2019
<u>/s/ Bezhael Machlis</u> Bezhael Machlis	President, Chief Executive Officer (Principal Executive Officer)	March 18, 2019
<u>/s/ Joseph Gaspar</u> Joseph Gaspar	Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	March 18, 2019
<u>/s/ Rina Baum</u> Rina Baum	Director	March 18, 2019
<u>/s/ Yoram Ben-Zeev</u> Yoram Ben-Zeev	Director	March 18, 2019
<u>/s/ David Federmann</u> David Federmann	Director	March 18, 2019
<u>/s/ Yehoshua Gleitman</u> Yehoshua Gleitman	Director	March 18, 2019
<u>/s/ Dov Ninveh</u> Dov Ninveh	Director	March 18, 2019
<u>/s/ Ehood Nisan</u> Ehood Nisan	Director	March 18, 2019
<u>/s/ Dalia Rabin</u>		

Dalia Rabin Director March 18, 2019

/s/ Yuli Tamir
Yuli Tamir Director March 18, 2019

/s/ Raanan Horowitz
Raanan Horowitz President, Elbit Systems of America, LLC, Authorized Representative in the United States March 18, 2019