

Translation of Immediate Report Filed by Elron on November 14, 2024 with the Israeli Securities Authority

Re: Agreement for the Sale of SixGill

Tel-Aviv, November 14, 2024 – Elron Ventures Ltd. (TASE: ELRN) (“Elron” or the “Company”) today announced that SixGill Ltd. (“SixGill”) and its shareholders, have signed a definitive agreement (“Agreement”) with BitSight Technologies, Inc. (the “Acquirer”) for the sale of the entire outstanding share capital of SixGill (the “Transaction”). The Transaction will be completed after the satisfaction of conditions precedent as are customary in such transactions, among them approvals from governmental entities, within a period anticipated by the parties to take one month, all as detailed in the Agreement.

SixGill develops and provides an automated system that crawls the Deep, Dark and Surface Web and extracts information to provide its customers with relevant intelligence and alerts regarding possible or ongoing cyber-attacks against the enterprise. Elron holds approximately 23% of SixGill's outstanding share capital and 20% on a fully diluted basis.

Transaction Consideration:

The Company's share of the total consideration is approximately \$22.5 million, subject to adjustments, comprised of Immediate Consideration in cash amounting to approximately \$21.5 million (subject to adjustments as stated) payable at the Transaction closing (of which approximately \$2.2 million will be deposited in escrow for 12 months to secure indemnification obligations), and consideration to be paid in Acquirer's shares estimated as of the date hereof at approximately \$1 million.

SixGill's book value in the Company's financial statements as of June 30, 2024, is approximately \$1.7 million. As of the Transaction closing as detailed above, the Company is expected to recognize the Company's share of the immediate consideration and the fair value of the Company's share of the consideration in the Acquirer's shares, on the other hand, the Company will deduct the balance of its investment in SixGill from its financial statements. As a result of the Transaction, the Company is expected to recognize net income in the amount of approximately \$20.8 million.

According to the Transaction, the Acquirer is entitled to certain indemnities in connection with the Transaction, as is customary in transactions of this type.

The Company estimates that the Transaction closing is expected to take place during the fourth quarter of 2024.

Forward Looking Statements: The forecasted data and estimates noted above are forward-looking in nature, as defined in the Israel Securities Law, 5728- 1968, based on the Company's and SixGill's estimates at this time, of which there is no assurance as to their existence or they may exist in a different manner than expected, inter alia, due to the non-fulfillment of conditions stipulated in the Transaction or due to the existence of grounds for indemnification according to the Agreement and also due to other events related to the parties to the Transaction as well as external factors and events such as the approvals of the Ministry of Defense and the Israeli Innovation Authority.

In the circumstances, there is no certainty as to the closing of the Transaction and/or the timing thereof and/or regarding the results and various effects of the Transaction on the Company and its reports.

The date and time when the Company first became aware of the event or matter:

On September 2, 2024 at 17:00.

The reason for which the submission of the report was delayed:

The reporting of the Transaction, including signature of non-binding letter of intent, was delayed in accordance with Regulation 36(b) of the Securities Regulations (Periodic and Immediate Reports), 1970 due to the Company's based on SixGill's assessment, including according to information provided to it by the Acquirer, because the publication of the report prior to the signing of the binding agreement may prevent the conclusion of the agreement and the existence of the Transaction.

On November 14, 2024 at 16:00 the restriction on reporting was removed.