

INTERNET GOLD GOLDEN LINES LTD  
Form 6-K  
May 22, 2012

---

---

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

F O R M 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2012

INTERNET GOLD-GOLDEN LINES LTD.  
(Name of Registrant)

2 Dov Friedman Street, Ramat Gan 52503, Israel  
(Address of Principal Executive Office)

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

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

\_\_\_\_\_

---

Internet Gold-Golden Lines Ltd.

EXPLANATORY NOTE

The following exhibits are attached:

The attached exhibits pertain to B Communications Ltd.'s (the Registrant's controlled subsidiary) controlled subsidiary, Bezeq The Israel Telecommunication Corp. Ltd., ( the "Company" and together with its subsidiaries, the "Group"):

- 99.1 Condensed Consolidated Interim Financial Statements (Unaudited) of the Group dated March 31, 2012.
  - 99.2 Directors' Report on the State of the Group's Affairs for the three-month period ended March 31, 2012.
  - 99.3 Update of Chapter A (Description of Group Operations) of the Periodic Report for 2011.
  - 99.4 Company Separate Condensed Interim Financial Information March 31, 2012 (Unaudited).
  - 99.5 DBS Satellite Services (1998) Ltd. Condensed Interim Financial Statements as at March 31, 2012 (Unaudited).
-

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.

INTERNET GOLD-GOLDEN  
LINES LTD.

(Registrant)

By: /s/ Doron Turgeman  
Doron Turgeman  
Chief Executive Officer

Date: May 22, 2012

---

EXHIBIT INDEX

The attached exhibits pertain to B Communications Ltd.'s (the Registrant's controlled subsidiary) controlled subsidiary, Bezeq The Israel Telecommunication Corp. Ltd., ( the "Company" and together with its subsidiaries, the "Group"):

EXHIBIT DESCRIPTION

NO.

- |      |   |
|------|---|
| 99.1 | Condensed Consolidated Interim Financial Statements (Unaudited) of the Group dated March 31, 2012.          |
| 99.2 | Directors' Report on the State of the Group's Affairs for the three-month period ended March 31, 2012.      |
| 99.3 | Update of Chapter A (Description of Group Operations) of the Periodic Report for 2011.                      |
| 99.4 | Company Separate Condensed Interim Financial Information March 31, 2012 (Unaudited).                        |
| 99.5 | DBS Satellite Services (1998) Ltd. Condensed Interim Financial Statements as at March 31, 2012 (Unaudited). |
- 
-