

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 October 2012

B COMMUNICATIONS 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- _____**

**This Form 6-K is being incorporated by reference into the Registrant's Form S-8
Registration Statement File No. 333-150173.**

B COMMUNICATIONS LTD.

The following exhibit is attached:

- 99.1 Announcement of Bezeq - The Israel Telecommunication Corp. Ltd. ("Bezeq"), the Registrant's controlled subsidiary re Appointment of CFO and Deputy CEO dated October 18, 2012.

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.

B COMMUNICATIONS LTD.
(Registrant)

By /s/Doron Turgeman
Doron Turgeman
Chief Executive Officer

Date: October 18, 2012

EXHIBIT INDEX

<u>EXHIBIT NO.</u>	<u>DESCRIPTION</u>
99.1	Announcement of Bezeq - The Israel Telecommunication Corp. Ltd. ("Bezeq"), the Registrant's controlled subsidiary re Appointment of CFO and Deputy CEO dated October 18, 2012.



October 18, 2012

DUDU MIZRAHI, VP OF ECONOMICS AT BEZEQ, APPOINTED CFO AND DEPUTY CEO

- **Bezeq Chairman Shaul Elovitch: "Dudu's knowledge and experience, coupled with his professional abilities, will be significant in improving the financial results of the Bezeq Group companies."**

The Board of Directors of Bezeq approved the appointment of the Company's VP of Economics, Dudu Mizrahi, to the position of CFO and Deputy CEO. Mizrahi will replace Alan Gelman, who announced his intention to resign at the end of the year.

As a result, the Economics and Finance divisions will be consolidated, which is a logical business and managerial step that is expected to lead to simplification of operations, lower costs and greater efficiency.

Dudu Mizrahi has been at Bezeq for 16 years and has served in several senior positions. He started out as an economist and progressed to head the Regulation Department before becoming VP of Economics approximately five years ago.

Bezeq Chairman Shaul Elovitch said after the appointment: "Dudu's knowledge and experience, coupled with his professional abilities, will be significant in improving the financial results of the Bezeq Group companies."

"Dudu and I have worked together for many years and I am very pleased about the appointment, which will bring new and original thinking to our financial operations," said Avi Gabbay, CEO of Bezeq.