
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 December 2018

B COMMUNICATIONS LTD.
(Name of Registrant)

2 Dov Friedman Street, Ramat Gan 5250301, 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- _____

B COMMUNICATIONS LTD.

EXPLANATORY NOTE

The following exhibit is attached:

- 99.1 [Report of Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Communications Ltd., filed with the Israel Securities Authority and the Tel Aviv Stock Exchange - Supplementary Immediate Report - Changes to the Legal Structure of the Bezeq Group.](#)

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)

Date: December 19, 2018

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

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION
99.1	<u>Report of Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Communications Ltd., filed with the Israel Securities Authority and the Tel Aviv Stock Exchange - Supplementary Immediate Report - Changes to the Legal Structure of the Bezeq Group.</u>

Bezeq The Israel Telecommunications Corporation Ltd.

("Bezeq")

To:

Israel Securities Authority
Tel Aviv Stock Exchange Ltd.**Re: Supplementary Immediate Report - Changes to the Legal Structure of the Bezeq Group**

Tel Aviv, Israel – December 19, 2018 – Bezeq The Israel Telecommunication Corp., Ltd. (TASE: BEZQ), announced today that further to the Company's immediate report dated December 13, 2018 regarding the Ministry's intention to issue a hearing for public comment in respect of the Company's application to change the legal structure of the subsidiaries, a supplementary immediate report is hereby submitted that the hearing document distributed by the Ministry of Communications on the subject was received at the Company's offices on December 18, 2018.

In the hearing document, the Ministry indicates that along with the application submitted by Bezeq to change the legal structure of the subsidiaries, it is reviewing all structural separation obligations in Bezeq and Hot groups and the need to revise them, including regulation to provide a solution for the discriminatory issues in the use of infrastructure. The Ministry noted that it is weighing whether the above application regarding the legal structure of the subsidiaries can be approved even prior to completion of the foregoing review.

In the hearing document, the Ministry indicates that this application gives rise to concern that approval thereof at the present time could lead to strengthening of the Bezeq Group's competitive advantages on the retail level at the expense of the different competitors. According to the hearing document, approval of the application at present will increase the Company's incentive to discriminate against competitors in the use of its infrastructure and thereby leverage its advantage in the infrastructure segment over the service provision segment and strengthen the Group's retail power, which in any event is already strong, prior to examination of the appropriate balances in this regard. The hearing further indicates that in view of the foregoing, the Ministry is deliberating whether it is possible to approve the application at present and under which terms.

The deadline for a submission of a response to the hearing is January 2, 2019.

The above information constitutes a translation of the Immediate Report published by the Company. The Hebrew version was submitted by the Company to the relevant authorities pursuant to Israeli law, and represents the binding version and the only one having legal effect. This translation was prepared for convenience purposes only.