

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

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 exhibit is attached:

99.1 Alan Gelman, CFO and Deputy CEO of Bezeq, to resign at the end of the year.

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: October 17, 2012

EXHIBIT INDEX

<u>EXHIBIT NO.</u>	<u>DESCRIPTION</u>
99.1	Alan Gelman, CFO and Deputy CEO of Bezeq, to resign at the end of the year.

October 17, 2012

**ALAN GELMAN, CFO AND DEPUTY CEO OF BEZEQ,
TO RESIGN AT THE END OF THE YEAR**

- **Bezeq Chairman Shaul Elovitch: "Alan is a superb CFO who is responsible for Bezeq's excellent standing in the financial world"**

Alan Gelman, Bezeq's CFO and Deputy CEO, informed the Chairman of his intention to resign from the Company at the end of the year, after five years in that role.

Following the announcement, Bezeq Chairman Shaul Elovitch said: "Alan is a superb CFO who is responsible for Bezeq's excellent status in the financial world. Alan came to the Company during a period of significant change, and succeeded in generating recognition of Bezeq as one of the preferred telcos of the capital markets in Israel and abroad. Alan is leaving behind him a professionally managed financial function of international standards. Alan was also responsible for several of the largest and most successful raisings of capital in Israel in recent years, and played a central part in ensuring the strong financial standing of the Company. I want to thank Alan for his enormous contribution to Bezeq, and I wish him every success in the future."

After the announcement of his resignation, Gelman said: "My years at Bezeq have been professionally challenging and extremely satisfying. I worked with excellent managers and employees throughout the Company, and particularly in the Finance Division. I would like to express my tremendous appreciation to the Board of Directors and its Chairman for the professional and responsible manner in which we worked together.

Bezeq's financial prowess is one of its most significant strengths, making it the leader in its field. It has been an honor and pleasure to be a partner in the achievements of the Company."