
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 2013

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- _____

EXPLANATORY NOTE

The following exhibit is attached:

- 99.1 Bezeq - The Israel Telecommunication Corp. Ltd. ("Bezeq"), the controlled subsidiary of B Communications Ltd., the Registrant's controlled subsidiary, filed Immediate Reports with the Israel Securities Authority and the Tel Aviv Stock Exchange, with respect to the confirmation by Midroog Ltd. and S&P Maalot Ltd. of their iIAA and Aa2 ratings for the Company's (series 6) and (series 7) debentures, in connection of the issuance of additional debentures.
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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 23, 2013

EXHIBIT INDEX

<u>EXHIBIT NO.</u>	<u>DESCRIPTION</u>
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Immediate Report – Midroog Ltd. and S&P Maalot Ltd. confirm their current ratings of iIAA and Aa2 in connection with the issuance of additional debentures

Further to the Immediate Reports of Bezeq - The Israel Telecommunication Corp. Ltd. (the “Company”) dated May 22, 2013 regarding the results of the tender offer to institutional investors and the issuance of NIS 600,265,000 par value of its (series 6) debentures and NIS 189,900,000 par value of its (series 7) debentures, the Company announced that S&P Maalot Ltd. and Midroog Ltd. confirmed their credit ratings of iIAA and Aa2 with stable prospect with respect to an issuance of up to NIS 1 billion par value of debentures by expanding the existing (series 6) and (series 7) debentures.
