
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 2014

INTERNET GOLD-GOLDEN LINES 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- _____

EXPLANATORY NOTE

The following exhibit is attached:

- 99.1 An immediate report of Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Communications Ltd., the registrant controlled subsidiary, filed with the Israel Securities Authority and the Tel Aviv Stock Exchange - Completion of Transaction for Sale of Yad2.
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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 20, 2014

EXHIBIT INDEX

EXHIBIT NO. DESCRIPTION

99.1	An immediate report of Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Communications Ltd., the registrant controlled subsidiary, filed with the Israel Securities Authority and the Tel Aviv Stock Exchange - Completion of Transaction for Sale of Yad2.
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Bezeq - The Israel Telecommunication Corp. Ltd. (the "Company"),

To: The Tel Aviv Stock Exchange
The Israeli Securities Authority

Re: Immediate Supplementary Report - Completion of Transaction for Sale of Yad2

Further to the Company's immediate report of May 6, 2014, whereby the subsidiary, Walla! Communications Ltd. ("Walla") entered into a binding agreement with Axel Springer Digital Classifieds Holding GmbH for the sale of the entire share capital of Coral-Tel Ltd. ("Yad2" and "Sale Agreement," respectively), the Company hereby provides notification that on May 20, 2014, the transaction for the sale of Yad2 was consummated, in accordance with the terms set forth in the Sale Agreement. Upon consummation of the transaction, the entire consideration for the transaction in the amount of approximately NIS 805 million was remitted to Walla, and Walla no longer holds the share capital of Yad2.

The Company expects a pre-tax profit of approximately NIS 560 million from the transaction.

The above information constitutes a translation of 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.
