
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 March 2015

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 exhibits are attached:

- 99.1 An immediate report of Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Communications Ltd., itself a subsidiary of Internet Gold, filed with the Israel Securities Authority and the Tel Aviv Stock Exchange - Originating Motion - Bezeq-Yes Merger.
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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: March 8, 2015

EXHIBIT INDEX

The following exhibits are attached:

- 99.1 An immediate report of Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Communications Ltd., itself a subsidiary of Internet Gold, filed with the Israel Securities Authority and the Tel Aviv Stock Exchange - Originating Motion - Bezeq-Yes Merger.
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Bezeq - The Israel Telecommunication Corp. Ltd. (the "Company")

**To: The Tel Aviv Stock Exchange
The Israeli Securities Authority**

Immediate Report - Originating Motion - Bezeq-Yes Merger

On March 5, 2015, the Company received an urgent originating motion ("Originating Motion") which was filed with the Tel Aviv District Court (Economic Department) against the Company by two shareholders (the "Petitioners").

In the context of the Originating Motion, the Petitioners seek the postponement of a special general meeting of shareholders of the Company which was scheduled for March 23, 2015, for the approval of the acquisition of remaining shares of D.B.S. Satellite Services (1998) Ltd. ("Yes"), to allow shareholders of the Company sufficient time to evaluate the information required to reach a decision; to require the Company to disclose documents and figures pertaining to the transaction; and to order that a count of the votes would not include the votes of shareholders of the Company who simultaneously hold debentures of Yes and of shareholders who simultaneously hold shares and/or debentures of B. Communications Ltd. and Internet Gold - Golden Lines Ltd.

The Company is studying the Originating Motion, and will submit its response to the Originating Motion in accordance with the court's instructions, by March 12, 2015.

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.
