
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 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 February 2018

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 [Letter to Bezeq regarding new Board Members](#)

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: February 26, 2018

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION
99.1	Letter to Bezeq regarding new Board Members

Re: New Bezeq Board Members

Ramat Gan, Israel – February 26, 2018 – Internet Gold – Golden Lines Ltd. (the “**Company**”) (NASDAQ Global Select Market and TASE: IGLD):

The Company’s subsidiary, B Communications Ltd. (“**B Com**”), sent a letter to Bezeq - The Israel Telecommunication Corp. Ltd., a controlled subsidiary of B Com (“**Bezeq**”), requesting that it convene an urgent board meeting for the purpose of discussing the composition of Bezeq’s board of directors.

B Com’s recommendation for new members of the Bezeq Board of Directors are:

- A. Mr. Shlomo Rodav (a former chairman of Bezeq);
- B. Mr. Doron Turgeman (the Company’s (and B Com’s) CEO);
- C. Mr. Tamir Cohen.

Shaul Elovitch, Or Elovitch and Orna Elovitch will be ending their service on the Board of Bezeq in furtherance of their desire to calm the atmosphere and the media reports created over the past few days.

The Company clarifies that the Ministry of Communications has been updated on B Com’s intention to initiate the appointment of the three directors, including Mr. Tamir Cohen. Therefore, if the Ministry is of the opinion that there is any difficulty in this appointment at the present time, it will be able to express its position during the coming days.

Until Mr. Cohen’s actual appointment, Ms. Orna Elovitch will appoint Adv. Ami Barlev (the Company’s acting chairman) as an alternate director on her behalf. The appointments of Messrs. Shlomo Rodav and Doron Turgeman will be implemented immediately subject to Bezeq board approval.

Mr. Tamir Cohen is a representative of the Saidoff Group, which is the expected beneficial investor in the Company as previously reported as part of Eurocom Group’s creditors’ arrangement proposal. The creditors’ arrangement was approved by the Eurocom Group’s creditors’ meetings on February 23, 2018 and submitted for approval to the Tel Aviv-Jaffa District Court. Subject to obtaining the required regulatory approvals, the Saidoff Group is expected to eventually become the controlling shareholder of Bezeq.

Forward-Looking Statements

This Report may contain forward-looking statements that are subject to risks and uncertainties. Factors that could cause actual results to differ materially from these forward-looking statements include, but are not limited to, general business conditions in the industry, changes in the regulatory and legal compliance environments, the failure to manage growth and other risks detailed from time to time in Internet Gold – Golden Lines Ltd.’s filings with the Securities Exchange Commission. These documents contain and identify other important factors that could cause actual results to differ materially from those contained in our projections or forward-looking statements. Stockholders and other readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. We undertake no obligation to update publicly or revise any forward-looking statement.