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INTERNET GOLD GOLDEN LINES LTD Form 6-K

May 17, 2010

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 2010

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 [X] 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 [X]

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:

Press Release re Internet Gold's First Quarter Earnings Release and Conference Call Scheduled For May 24th, 2010 dated May 17, 2010.

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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.

By /s/Eli Holtzman
----Eli Holtzman
Chief Executive Officer

Date: May 17, 2010

EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION |
|-------------|--|
| | |
| 99.1 | Press Release re Internet Gold's First Quarter Earnings Release and Conference Call Scheduled For May 24th, 2010 dated May 17, 2010. |