

G WILLI FOOD INTERNATIONAL LTD  
Form SC 13D/A  
January 07, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 14)

G. WILLI-FOOD INTERNATIONAL LTD.

-----  
(Name of Issuer)

Ordinary Shares, nominal value NIS 0.10 per share

-----  
(Title of Class of Securities)

M52523103

-----  
(CUSIP Number)

4 Nahal Harif St.,  
Yavne 81224, Israel  
Attention: Zwi Williger  
Telephone: 972-8-932-1000

with a copy to:

Gross, Kleinhendler, Hodak, Halevy, Greenberg & Co.  
One Azrieli Center  
Tel Aviv 67021, Israel  
Attn: Perry Wildes, Adv.  
972-3-607-4444

-----  
Name, Address and Telephone Number of Persons Authorized to Receive Notices  
and Communications

See Item 1

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report  
the acquisition which is the subject of this Schedule 13D, and is filing this  
schedule because of Rule 13d-1(e), (f) or (g), check the following box: [ ]

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Note: Schedules filed in paper format should include a signed original and five  
copies of the schedule, including all exhibits. See Rule 13d-7 for other parties  
to whom copies are to be sent.

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1     NAME OR REPORTING PERSON  
       S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
       Willi-Food Investments Ltd.

2     CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
       (a)      
       (b)   

3     SEC USE ONLY

4     SOURCE OF FUNDS  
       WC

5     CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)  
       OR 2(e)                     

6     CITIZENSHIP OR PLACE OF ORGANIZATION:  
       Israel

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7     SOLE VOTING POWER -0-  8     SHARED VOTING POWER 7,025,207 Ordinary Shares  9     SOLE DISPOSITIVE POWER -0-  10    SHARED DISPOSITIVE POWER 7,025,207 Ordinary Shares
---	--

11    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
       7,025,207 Ordinary Shares

12    CHECK IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES  
      

13    PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
       68.42%

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14 TYPE OF REPORTING PERSON  
CO

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1 NAME OR REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Joseph Williger

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)   
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
PF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)  
OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION:  
Israel

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER -0- Ordinary Shares (see Item 5)
	8	SHARED VOTING POWER 7,025,207 Ordinary Shares
	9	SOLE DISPOSITIVE POWER -0- Ordinary Shares (see Item 5)
	10	SHARED DISPOSITIVE POWER 7,025,207 Ordinary Shares
	11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 7,025,207 Ordinary Shares

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14 TYPE OF REPORTING PERSON  
IN

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1 NAME OR REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Zwi Williger

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)   
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
PF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)  
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14 TYPE OF REPORTING PERSON  
IN

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ITEM 1. SECURITY AND ISSUER.

This Amendment No. 14 (the "AMENDMENT") amends and supplements the Schedule



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12/03/08	5,470	---	---	US \$1.40
12/04/08	7,031	---	---	US \$1.40
12/05/08	16,300	---	---	US \$1.40
12/08/08	8,452	---	---	US \$1.39
12/15/08	950	---	---	US \$1.40
12/17/08	440	---	---	US \$1.40
12/18/08	575	---	---	US \$1.40
12/22/08	3,145	---	---	US \$1.40
12/23/08	825	---	---	US \$1.40
12/29/08	21,300	---	---	US \$1.36
12/31/08	600	---	---	US \$1.35
01/06/09	1,500	---	---	US \$1.40

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 \* Expressed in U.S. dollars before brokers' commission.

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 SIGNATURES ON NEXT PAGE]

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SIGNATURES

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, each of the undersigned certifies that the information set forth in this Statement is true, correct and complete.

Dated: January 7, 2009

Willi-Food Investments Ltd.

By: /s/ Joseph Williger  
 -----

Joseph Williger  
 Chairman

Dated: January 7, 2009

By: /s/ Joseph Williger  
 -----

Joseph Williger

Dated: January 7, 2009

By: /s/ Zwi Williger  
 -----

Zwi Williger

-----  
 CUSIP No.: M52523103  
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SCHEDULE 1

## Edgar Filing: G WILLI FOOD INTERNATIONAL LTD - Form SC 13D/A

Set forth below are the names of the directors and executive officers of Willi-Food Investments Ltd. and their present business addresses, principal occupation or employment and citizenship.

Name of Director -----	Business address -----	Principal Occupation -----
Joseph Williger	4 Nahal Harif St., Yavne 81224, Israel	Chief Executive Officer and Director
Zwi Williger	4 Nahal Harif St., Yavne 81224, Israel	Chief Operating Officer and Director
Gil Hochboim	4 Nahal Harif St., Yavne 81224, Israel	Vice President
Ety Sabach	4 Nahal Harif St., Yavne 81224, Israel	Chief Financial Officer
Israel Adler	18 Alterman St., Kefar Saba Israel	Lawyer
Sigal Grinboim	7 Barazani St., Tel-Aviv Israel	CPA
Shmuel Mesenberg	15 Hafetz Mordechai St., Petah Tikva Israel	Director