

G WILLI FOOD INTERNATIONAL LTD
Form SC 13D/A
June 15, 2009

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 17)

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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14 TYPE OF REPORTING PERSON
CO

CUSIP No.: M52523103

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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 84,655 Ordinary Shares (see Item 5) |
| | 8 | SHARED VOTING POWER 7,122,137 Ordinary Shares |
| | 9 | SOLE DISPOSITIVE POWER 84,655 Ordinary Shares (see Item 5) |
| | 10 | SHARED DISPOSITIVE POWER 7,122,137 Ordinary Shares |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:
7,206,792 Ordinary Shares

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
70.19%

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)
OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION:
Israel

| | | |
|---|----|--|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 7 | SOLE VOTING POWER 518,238 Ordinary Shares (see Item 5) |
| | 8 | SHARED VOTING POWER 7,122,137 Ordinary Shares |
| | 9 | SOLE DISPOSITIVE POWER 518,238 Ordinary Shares (see Item 5) |
| | 10 | SHARED DISPOSITIVE POWER 7,122,137 Ordinary Shares |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:
7,640,375 Ordinary Shares

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
74.41%

14 TYPE OF REPORTING PERSON
IN

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ITEM 1. SECURITY AND ISSUER.

This Amendment No. 17 (the "AMENDMENT") amends and supplements the Schedule

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| | | | | |
|----------|---|-------|--------|-----------|
| 05/29/09 | - | - | 1,692 | US \$2.10 |
| 06/01/09 | - | 100 | - | US \$2.06 |
| 06/01/09 | - | - | 8,130 | US \$2.12 |
| 06/02/09 | - | 3,600 | 11,500 | US \$2.14 |
| 06/03/09 | - | 3,900 | - | US \$2.16 |
| 06/03/09 | - | - | 6,300 | US \$2.14 |
| 06/04/09 | - | - | 2,500 | US \$2.15 |
| 06/05/09 | - | 6,300 | - | US \$2.19 |
| 06/08/09 | - | - | 3,186 | US \$2.15 |
| 06/09/09 | - | - | 800 | US \$2.14 |
| 06/10/09 | - | - | 24,282 | US \$2.25 |
| 06/11/09 | - | - | 9,581 | US \$2.25 |
| 06/12/09 | - | - | 2,885 | US \$2.25 |
| 06/12/09 | - | 2,400 | - | US \$2.20 |

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

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK;
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: June 15, 2009

Willi-Food Investments Ltd.

By: /s/ Joseph Williger

Joseph Williger
Chairman

Dated: June 15, 2009

By: /s/ Joseph Williger

Joseph Williger

Dated: June 15, 2009

By: /s/ Zwi Williger

Zwi Williger

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SCHEDULE 1

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 |