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**UNITED STATES  
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 November 2017  
Commission File Number: 001-35284

**Ellomay Capital Ltd.**

(Translation of registrant's name into English)

9 Rothschild Blvd., Tel Aviv 6688112, 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 the registrant by furnishing the information contained in this Form 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- \_\_\_\_\_

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THE TEXT OF THIS FORM 6-K, INCLUDING PARAGRAPHS 1-5 OF EXHIBIT 99.1 ATTACHED HERETO, IS HEREBY INCORPORATED BY REFERENCE INTO THE REGISTRANT'S REGISTRATION STATEMENTS ON FORM F-3 (NOS. 333-199696 AND 333-144171) AND FORM S-8 (NOS. 333-187533, 333-102288 AND 333-92491), AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS SUBMITTED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

On November 14, 2017, Ellomay Capital Ltd. (the "Company") issued a press release titled "Ellomay Capital Reports an Update to the Standard & Poors Maalot Rating", attached hereto as Exhibit 99.1 and incorporated by reference herein.

As noted in the press release, pursuant to the terms of the Company's Series B Debentures, a rating downgrade such as the downgrade described in the press release triggers an increase of 0.25% to the annual interest rate payable on the principal of the Series B Debentures as follows:

1. During the period commencing upon the current interest period (i.e., June 30, 2017) and until the date in which the rating was reduced (i.e., November 13, 2017), the principal of the Debentures will bear an annual interest rate of 3.44%.
2. During the period commencing upon the date in which the rating was reduced (i.e., November 13, 2017) and until the next interest payment date (i.e., December 31, 2017) the principal of the Debentures will bear an annual interest rate of 3.69%.
3. Based on the annual interest rates set forth above, the weighted-average interest rate payable on the outstanding principal of the Debentures on the next interest payment date will be 1.7533%, representing an annual interest rate of 3.5983%.
4. The annual and semi-annual interest rates for the next payment periods of the Debentures will be 3.69% and 1.845%, respectively.

#### **Information Relating to Forward-Looking Statements**

This report contains forward-looking statements that involve substantial risks and uncertainties, including statements that are based on the current expectations and assumptions of the Company's management. All statements, other than statements of historical facts, included in this report regarding the Company's plans and objectives, expectations and assumptions of management are forward-looking statements. The use of certain words, including the words "will," "estimate," "project," "intend," "expect," "believe" and similar expressions are intended to identify forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The Company may not actually achieve the plans, intentions or expectations disclosed in the forward-looking statements and you should not place undue reliance on the Company's forward-looking statements. Various important factors could cause actual results or events to differ materially from those that may be expressed or implied by our forward-looking statements including additional changes in the ratings of the Company's Debentures, changes in the market and potential defaults of the Company under the Debentures. These and other risks and uncertainties associated with the Company's business are described in greater detail in the filings the Company makes from time to time with Securities and Exchange Commission, including its Annual Report on Form 20-F. The forward-looking statements are made as of this date and the Company does not undertake any obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

## Signatures

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.

Ellomay Capital Ltd.

By: /s/ Kalia Weintraub

Kalia Weintraub

Chief Financial Officer

Dated: November 14, 2017



## Ellomay Capital Reports an Update to the Standard & Poors Maalot Rating

Tel-Aviv, Israel, November 14, 2017 – **Ellomay Capital Ltd. (NYSE American; TASE: ELLO)** (“**Ellomay**” or the “**Company**”) an emerging operator in the renewable energy and energy infrastructure sector, today announced that Standard & Poors Maalot Ltd. (“**Maalot**”) updated on November 13, 2017 the rating of the Company and of the Company’s Series A and Series B Nonconvertible Debentures traded on the Tel Aviv Stock Exchange from “iLA-” with a “Negative” outlook to “iIBBB+” with a “Stable” outlook.

The rating report (issued in Hebrew) is available at: <http://www.maalot.co.il/Publications/3781/FREI120171113171849.pdf>. In its report, Maalot notes, among other things, that the rating downgrade is based on Maalot’s expectation that the Company will present an FFO to adjusted debt ratio in the range of 9%-12% in the upcoming years, following the 2016 FFO to adjusted debt ratio of approximately 5%, which was due to a decrease in radiation and an increase in expenses. Maalot notes further that it expects an improvement of this ratio in the upcoming years as a result of the return of the photovoltaic radiation levels in Italy and Spain to the historic levels and the introduction of additional projects to the Company’s portfolio. Maalot notes that its projections concerning future FFO to adjusted debt ratio are based on the uncertainty around the spot prices in Italy and Spain, which represent up to approximately 20% of the Company’s revenues from these countries, and the the Talmei Yosef project, which while contributing additional income is also significantly leveraged. Maalot notes in its report that based on its criteria the Company’s liquidity level is appropriate.

Pursuant to the terms of the Company’s Series B Debentures, this rating downgrade triggers an increase of 0.25% in the annual interest rate payable on the principal of these Debentures as will be more fully described in a Form 6-K furnished to the Securities and Exchange Commission on November 14, 2017. The annual interest rate payable on the principal of the Company’s Series A Debentures will remain unchanged.

*The foregoing is only a general description of certain issues raised in the rating report and you are urged to read the rating report in its entirety. An unofficial translation to English of the Maalot report will be uploaded to the “Investor Relations” section of the Company’s website.*

*A security rating is not a recommendation to buy, sell or hold securities, it may be subject to revision or withdrawal at any time by the assigning rating organization, and each rating should be evaluated independently of any other rating. This press release shall not constitute an offer to sell or the solicitation of an offer to buy any Debentures.*

Ran Fridrich, CEO and a board member of Ellomay commented: “Ellomay is in a period of meaningful expansion and investments in new projects. This period is characterized by increased financing that is expected to be followed by an increase in income. Maalot’s rating downgrade was based on assumptions that are not consistent with the expectations of Ellomay’s management, and Ellomay will continue to strive to improve its debt rating based on its operations and projections.”

### **About Ellomay Capital Ltd.**

Ellomay is an Israeli based company whose shares are registered with the NYSE American and with the Tel Aviv Stock Exchange under the trading symbol “ELLO”. Since 2009, Ellomay Capital focuses its business in the energy and infrastructure sectors worldwide. Ellomay (formerly Nur Macroprinters Ltd.) previously was a supplier of wide format and super-wide format digital printing systems and related products worldwide, and sold this business to Hewlett-Packard Company during 2008 for more than \$100 million.

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To date, Ellomay has evaluated numerous opportunities and invested significant funds in the renewable, clean energy and natural resources industries in Israel, Italy and Spain, including:

- Approximately 22.6MW of photovoltaic power plants in Italy, approximately 7.9MW of photovoltaic power plants in Spain and a photovoltaic power plant of approximately 9 MW in Israel;
- 9.375% indirect interest in Dorad Energy Ltd., which owns and operates one of Israel's largest private power plants with production capacity of approximately 850 MW, representing about 6%-8% of Israel's total current electricity consumption;
- 75% of Chashgal Elyon Ltd., Agira Sheuva Electra, L.P. and Ellomay Pumped Storage (2014) Ltd., all of which are involved in a project to construct a 340 MW pumped storage hydro power plant in the Manara Cliff, Israel;
- 51% of Groen Gas Goor B.V. and of Groen Gas Oude-Tonge B.V. , project companies developing anaerobic digestion plants with a green gas production capacity of approximately 375 Nm<sup>3</sup>/h, in Goor, the Netherlands and 475 Nm<sup>3</sup>/h, in Oude Tonge, the Netherlands, respectively.

Ellomay Capital is controlled by Mr. Shlomo Nehama, Mr. Hemi Raphael and Mr. Ran Fridrich. Mr. Nehama is one of Israel's prominent businessmen and the former Chairman of Israel's leading bank, Bank Hapohalim, and Messrs. Raphael and Fridrich both have vast experience in financial and industrial businesses. These controlling shareholders, along with Ellomay's dedicated professional management, accumulated extensive experience in recognizing suitable business opportunities worldwide. Ellomay believes the expertise of Ellomay's controlling shareholders and management enables the Company to access the capital markets, as well as assemble global institutional investors and other potential partners. As a result, we believe Ellomay is capable of considering significant and complex transactions, beyond its immediate financial resources.

For more information about Ellomay, visit <http://www.ellomay.com>.

### **Information Relating to Forward-Looking Statements**

This press release contains forward-looking statements that involve substantial risks and uncertainties, including statements that are based on the current expectations and assumptions of the Company's management. All statements, other than statements of historical facts, included in this press release regarding the Company's plans and objectives, expectations and assumptions of management are forward-looking statements. The use of certain words, including the words "estimate," "project," "intend," "expect," "believe" and similar expressions are intended to identify forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The Company may not actually achieve the plans, intentions or expectations disclosed in the forward-looking statements and you should not place undue reliance on the Company's forward-looking statements. Various important factors could cause actual results or events to differ materially from those that may be expressed or implied by the Company's forward-looking statements including changes in regulation, seasonality of the PV business and market conditions. These and other risks and uncertainties associated with the Company's business are described in greater detail in the filings the Company makes from time to time with Securities and Exchange Commission, including its Annual Report on Form 20-F. The forward-looking statements are made as of this date and the Company does not undertake any obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

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