

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Report of Foreign Private Issuer Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

Date of Report: March 30, 2017
Commission File No.: 000-29992

OPTIBASE LTD.

(Translation of registrant's name into English)

8 Hamenofim Street
Herzliya 4672559, Israel
+972-73-7073700

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover 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-

Attached hereto and incorporated by way of reference herein is a press release issued by the Registrant and entitled "Optibase Announces Availability of its Annual Report on Form 20-F Through its Website".

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.

OPTIBASE LTD.
(the "Registrant")

By: */s/ Amir Philips*

Amir Philips
Chief Executive Officer

Date: March 30, 2017

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OPTIBASE LTD. ANNOUNCES FOURTH QUARTER RESULTS

HERZLIYA, Israel, March 30, 2017 – Optibase Ltd. (NASDAQ: OBAS) today announced financial results for the fourth quarter ended December 31, 2016.

Revenues from fixed income real estate totaled \$4 million for the quarter ended December 31, 2016, compared to revenues of \$4.1 million for the fourth quarter of 2015.

Net loss attributable to Optibase Ltd shareholders for the quarter ended December 31, 2016 was \$1.6 million or \$0.31 per basic and diluted share compared to net income of \$114,000 or \$0.02 per basic and diluted share for the fourth quarter of 2015.

For the year ended December 31, 2016, revenues totaled \$16.3 million, compared with \$15.3 million for the year ended December 31, 2015. Net income attributable to Optibase Ltd Shareholders for the year ended December 31, 2016 was \$195,000 or \$0.04 per basic and diluted share, compared to a net loss of \$1.1 million or \$0.21 per basic and diluted share for the for the year ended December 31, 2015.

Weighted average shares outstanding used in the calculation for the periods were approximately 5.1 million basic and diluted shares for each period.

As of December 31, 2016, we had cash and cash equivalents of \$16 million, and shareholders' equity of \$74.1 million, compared with \$23.8 million, and \$75.6 million, respectively, as of December 31, 2015.

Amir Philips, Chief Executive Officer of Optibase commented on the fourth quarter results: "This quarter and year to date results are in line with our operations over recent periods mostly in our fixed income real estate rent and operating income. We did see a substantial increase in our financial expenses, net and equity share in income (losses) of associates, net over those periods due to corporate bond and loans received during the third quarter of 2015, and our 300 River Holdings, LLC investment in December 2015. For the year ended December 31, 2016 we generated NOI of \$13.2 million representing a 7% increase over the same period in 2015, and a stable Recurring FFO of \$4.6. The increase in NOI is primarily due to the contribution of the supermarkets portfolio in Bavaria, Germany of which the purchase was completed during the second and third quarters of 2015 and to the decrease in the acquisition-related costs incurred in 2015 related to this acquisition. For the fourth quarter of 2016, our NOI stayed stable at \$3.2 million and our Recurring FFO decreased to \$698,000 compared to the fourth quarter of 2015. The decrease in Recurring FFO is primarily due to an increase in our equity share in losses of associates related to our investment in 300 River Holdings, LLC of which the purchase was completed in December, 2015." Mr. Philips concluded: "We will continue our work to maintain our basic parameters as we progress through 2017."

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ACCOUNTING AND OTHER DISCLOSURES

Non-GAAP Net Operating Income, or NOI, is a non-GAAP financial measure. The most directly comparable GAAP financial measure is operating income, which, to calculate NOI, is adjusted to add back real estate depreciation, and amortization, general and administrative expenses and other operation expenses less gain on sale of operating properties. We use NOI internally as a performance measure and believe that NOI (when combined with the primary GAAP presentations) provides useful information to investors regarding our financial condition and results of operations because it reflects only those income and expense item that are incurred at the property level.

We consider the NOI to be an appropriate supplemental non-GAAP measure to operating income because it assists management, and thereby investors, to understand the core property operations prior to depreciation and amortization expenses and general and administrative costs. In addition, because prospective buyers of real estate have different overhead structures, with varying marginal impact to overhead by acquiring real estate, we consider the NOI to be a useful measure for determining the value of a real estate asset or groups of assets. The metric NOI should only be considered as supplemental to the metric operating income as a measure of our performance. NOI should not be used as a measure of our liquidity, nor is it indicative of funds available to fund our cash needs, including our ability to pay dividends or make distributions. NOI should also not be used as a supplement to, or substitute for, cash flow from operating activities (computed in accordance with generally accepted accounting principles in the United States).

Non-GAAP Funds from operation, or FFO, is a non-GAAP financial measure. The most directly comparable GAAP financial measure is net income, which, to calculate FFO, is adjusted to add back depreciation and amortization and after adjustments for unconsolidated associates. We make certain adjustments to FFO, which it refers to as Non-GAAP recurring FFO or recurring FFO, to account for items we do not believe are representative of ongoing operating results, including transaction costs associated with acquisitions. We use FFO internally as a performance measure and we believe FFO (when combined with the primary GAAP presentations) is a useful, supplemental measure of our operating performance as it's a recognized metric used extensively by the real estate industry. We also believe that Recurring FFO is a useful, supplemental measure of our core operating performance. The company believes that financial analysts, investors and shareholders are better served by the presentation of operating results generated from its FFO and Recurring FFO measures.

We consider the FFO and Recurring FFO to be an appropriate supplemental non-GAAP measure to operating income because it assists management, and thereby investors, in analyzing our operating performance.

The metric's FFO and Recurring FFO should only be considered as supplemental to the metric net income as a measure of our performance. FFO (i) does not represent cash flow from operations as defined by GAAP, (ii) is not indicative of cash available to fund all cash flow needs, including the ability to make distributions, (iii) is not an alternative to cash flow as a measure of liquidity, and (iv) should not be considered as an alternative to net income (which is determined in accordance with GAAP) for purposes of evaluating our operating performance.

Reconciliation of GAAP to Non-GAAP (Unaudited) Supplemental Financial Data

A reconciliation of operating income to NOI is as follows:

	Year ended		Three months ended	
	December 31 2016 \$ <u>Audited</u>	December 31 2015 \$ <u>Audited</u>	December 31 2016 \$ <u>Unaudited</u>	December 31 2015 \$ <u>Unaudited</u>
GAAP Operating income	6,320	4,189	1,272	1,609
Adjustments:				
Real estate depreciation and amortization	4,244	3,925	1,045	1,093
General and administrative	2,615	1,849	870	429
Other operating costs	-	2,352	-	35
Non-GAAP Net Operating Income NOI	13,179	12,315	3,187	3,166

A reconciliation of net income to FFO and Recurring FFO is as follows:

	Year ended		Three months ended	
	December 31 2016 \$ <u>Audited</u>	December 31 2015 \$ <u>Audited</u>	December 31 2016 \$ <u>Unaudited</u>	December 31 2015 \$ <u>Unaudited</u>
GAAP Net income (loss) attributable to Optibase LTD	195	(1,068)	(1,572)	114
Adjustments :				
Real estate depreciation and amortization	4,244	3,925	1,045	1,093
Prorata share of real estate depreciation and amortization from unconsolidated associates	1,282	541	110	136
Non controlling interests share in the above adjustments	(1,142)	(1,170)	(281)	(284)
Non-GAAP Fund From Operation (FFO))	4,579	2,228	(698)	1,059
Other operating costs	-	2,352	-	35
Non-GAAP Recurring Fund From Operation (Recurring FFO)	4,579	4,580	(698)	1,094

Amounts in thousands

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About Optibase

Optibase invests in the fixed-income real estate field and currently holds properties and beneficial interest in real-estate assets and projects in Switzerland, Germany and in Texas, Philadelphia, PA and Miami, FL, Chicago, IL, USA and is currently looking for additional real estate investment opportunities. Optibase was previously engaged in the field of digital video technologies until the sale of its video solutions business to Optibase Technologies Ltd., a wholly owned subsidiary of VITEC Multimedia in July 2010. For further information, please visit www.optibase-holdings.com.

This press release contains forward-looking statements concerning our marketing and operations plans. All statements other than statements of historical fact are statements that could be deemed forward-looking statements. All forward-looking statements in this press release are made based on management's current expectations which involve risks, uncertainties and other factors that could cause results to differ materially from those expressed in forward-looking statements. These statements involve a number of risks and uncertainties including, but not limited to, difficulties in finding suitable real-estate properties for investment, availability of financing for the acquisition of real-estate, difficulties in leasing of real-estate properties, insolvency of tenants, difficulties in the disposition of real-estate projects, risk relating to collaborative arrangements with our partners relating to our real-estate properties, risks relating to the full consummation of the transaction for the sale of our video solutions business, general economic conditions and other risk factors. For a more detailed discussion of these and other risks that may cause actual results to differ from the forward looking statements in this press release, please refer to Optibase's most recent annual report on Form 20-F. The Company does not undertake any obligation to update forward-looking statements made herein.

Optibase Ltd.
Condensed Consolidated Statement of Operations
For the Year Ended December 31, 2016

	Year ended		Three months ended	
	December 31 2016	December 31 2015	December 31 2016	December 31 2015
	\$ <u>Audited</u>	\$ <u>Audited</u>	\$ <u>Unaudited</u>	\$ <u>Unaudited</u>
Fixed income real estate rent	16,338	15,273	4,014	4,087
Cost and expenses:				
Cost of real estate operation	3,159	2,958	827	921
Real estate depreciation and amortization	4,244	3,925	1,045	1,093
General and administrative	2,615	1,849	870	429
Other operating costs	-	2,352	-	35
Total cost and expenses	10,018	11,084	2,742	2,478
Operating income	6,320	4,189	1,272	1,609
Other Income	1,116	429	145	95
Financial expenses, net	(3,366)	(1,807)	(1,028)	(732)
Income before taxes on income	4,070	2,811	389	972
Taxes on income	(1,627)	(1,609)	(409)	(381)
Equity share in income (losses) of associates, net	(323)	(31)	(1,206)	28
Net income	2,120	1,171	(1,226)	619
Net income attributable to non-controlling interests	1,925	2,239	346	505
Net income (loss) attributable to Optibase LTD	195	(1,068)	(1,572)	114
Net income (loss) per share :				
Basic and Diluted	\$0.04	(\$0.21)	(\$0.31)	\$0.02
Number of shares used in computing earnings losses per share				
Basic	5,147	5,133	5,144	5,133
Diluted	5,157	5,133	5,154	5,142

Amounts in thousands

Condensed Consolidated Balance Sheets

	December 31, 2016 <u>Audited</u>	December 31, 2015 <u>Audited</u>
<u>Assets</u>		
Current Assets:		
Cash and cash equivalents	16,024	23,806
Trade receivables	220	177
Other accounts receivables and prepaid expenses	528	318
Total current assets	16,772	24,301
Long term investments:		
Other long term deposits and receivables	2,785	2,670
Investments in companies and associates	22,892	20,663
Total Long term investments	25,677	23,333
Property and other assets, net:		
Real estate properties, net	207,690	214,840
Other assets, net	245	470
Total property and other assets	207,935	215,310
Total assets	250,384	262,944
<u>Liabilities and shareholders' equity</u>		
Current Liabilities:		
Current maturities of long term loans and bonds	10,360	8,535
Accounts payable and accrued expenses	4,254	3,297
Total liabilities attributed to discontinued operations	2,061	2,109
Total current liabilities	16,675	13,941
Long term liabilities:		
Deferred tax liabilities	13,620	14,178
Land lease liability, net	6,133	6,412
Other long-term liabilities	407	264
Long term loans, net of current maturities	129,261	140,082
Long term bonds, net of current maturities	10,160	12,483
Total long term liabilities	159,581	173,419
Shareholders' equity:		
Shareholders' equity of Optibase Ltd	55,134	55,784
Non-controlling interests	18,994	19,800
Total shareholders' equity	74,128	75,584
Total liabilities and shareholders' equity	250,384	262,944

Amounts in thousands