

TURKCELL ILETISIM HIZMETLERI A S

Form 6-K

April 29, 2016

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

Report on Form 6-K dated April 29, 2016

Commission File Number: 001-15092

TURKCELL ILETISIM HIZMETLERI A.S.
(Translation of registrant's name in English)

Aydınevler Mahallesi İnönü Caddesi No:20
Küçükalyalı Ofispark
34854 Maltepe
Istanbul, Turkey

(Address of Principal Executive Offices)

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 ☒ Q

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):

Yes ☐ £

No ☒ Q

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):

Yes ☐ £

No ☒ Q

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 ☒ E

No ☐ Q

If “Yes” is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Enclosure: A press release dated April 28, 2016 announcing the Board of Directors Decision on the IPO of Global Tower.

Istanbul, April 28, 2016

Announcement Regarding the Board of Directors Decision on the IPO of Global Tower

Subject: Statement made pursuant to Communiqué II-15.1 of the Capital Markets Board

Turkcell Board of Directors has decided to initiate the process for initial public offering of certain amount of shares of Kule Hizmet ve İşletmecilik A.Ş. (“Global Tower”), in which we have 100% shareholding, in Turkey and/or in international markets. In this regard, our Company’s management is authorized to amend the existing articles of association of Global Tower in line with the related legislations and to perform all other actions as required.

This release is for information purposes only and is not an offer to sell securities or a solicitation to buy securities in any jurisdiction. The securities described herein have not been registered under the Securities Act of 1933 and may only be offered or sold in the United States pursuant to a registration statement under the 33 Act or an exemption from the registration requirements of the 33 Act.

For more information:

Turkcell Investor Relations

investor.relations@turkcell.com.tr

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Turkcell Iletisim Hizmetleri A.S. has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TURKCELL ILETISIM HIZMETLERI A.S.

Date: April 29, 2016

By: /s/Murat Dogan Erden
Name: Murat Dogan Erden
Title: Chief Financial Officer

TURKCELL ILETISIM HIZMETLERI A.S.

Date: April 29, 2016

By: /s/Nihat Narin
Name: Nihat Narin
Title: Investor Relations and Business
Development
