

TURKCELL ILETISIM HIZMETLERI A S

Form 6-K

February 19, 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 February 19, 2016

Commission File Number: 001-15092

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

Aydınevler Mahallesi İnönü Caddesi No:20
Küçükyalı 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

Edgar Filing: TURKCELL ILETISIM HIZMETLERI A S - Form 6-K

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-

Enclosure: A press release dated February 18, 2016 announcing the sale and leaseback transactions of lifecell’s towers.

Istanbul, February 18, 2016

Announcement Regarding the Sale and Leaseback Transactions of lifecell's Towers

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

Our Board of Directors has decided to carry out sale and leaseback transactions with respect to 811 towers of LLC lifecell ("lifecell"), a subsidiary of our Company located in Ukraine, with Ukrtower LLC ("Ukrtower"), also a subsidiary of our Company located in Ukraine, in return for a minimum amount of USD 52 million plus taxes. In this respect, the decision has also been made on a capital increase for Ukrtower through increasing the capital of our Company's other 100% owned subsidiary, Turkcell Bilişim Servisleri A.Ş. by a minimum of the aforementioned amount.

For more information:

Turkcell Investor Relations

investor.relations@turkcell.com.tr

Tel: + 90 212 313 1888

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: February 19, 2016

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

TURKCELL ILETISIM HIZMETLERI A.S.

Date: February 19, 2016

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