

TURKCELL ILETISIM HIZMETLERI A S  
Form 6-K  
May 14, 2018

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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

Report on Form 6-K dated May 14, 2018

Commission File Number: 001-15092

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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)

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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):

Yes          No

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

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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Enclosure: A press release dated May 14, 2018, regarding the licensing process of Paycell Limited Liability Company.

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Istanbul, May 14, 2018

Announcement Regarding the Licensing Process of Paycell Limited Liability Company

With reference to our announcements dated May 26<sup>th</sup>, 2017, September 21<sup>st</sup>, 2017, November 21<sup>st</sup>, 2017, January 22<sup>nd</sup>, 2018, February 13<sup>th</sup>, 2018 and April 16<sup>th</sup>, 2018, the application for local currency transfer license of the financial company titled “Paycell LLC”, established in Ukraine by our wholly owned subsidiary lifecell Limited Liability Company (“lifecell LLC”) based in Ukraine, has been made.

|   |  |
|---|--|
| Board Decision Date for Acquisition   | :26.05.2017  |
| Title of Non-current Financial Asset Acquired   | : Paycell Limited Liability Company (“Paycell LLC”)            |
| Field of Activity of Non-current Financial Asset whose Shares were being Acquired           | : Financial services (e-money, money transfer, loans, leasing) |
| Capital of Noncurrent Financial Asset   | : USD 2,000,000 (or equivalent in other currencies)            |
| Acquirement Way   | : Establishment  |
| Date on which the Transaction was/will be Completed   | : Once local currency transfer license is obtained.            |
| Acquisition Conditions  | : -  |
| Nominal Value of Shares Acquired  | : -  |
| Purchase Price Per Share  | : -  |
| Total Purchasing Value  | : -  |
| Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)                  | : -  |
| Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%) | : -  |
| Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)         | : -  |

|   |                                    |
|---|------------------------------------|
| Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%) | : -                                |
| Effects on Company Operations   | : -                                |
| Did Takeover Bid Obligation Arise?  | : No                               |
| Will Exemption Application be Made, if Takeover Bid Obligation Arised?  | : No                               |
| Title/ Name-Surname of Counter Party  | : -                                |
| Relation with Counter Party if any  | : -                                |
| Value Determination Method of Non-current Financial Asset   | : -                                |
| Did Valuation Report be Prepared?   | : No                               |
| Reason for not Preparing Valuation Report if it was not Prepared  | : Not required by the legislation. |
| Value Determined in Valuation Report if Exists  | : -                                |
| Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report                               | : -                                |

For more information:  
Turkcell Investor Relations  
[investor.relations@turkcell.com.tr](mailto:investor.relations@turkcell.com.tr)  
Tel: + 90 212 313 1888

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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: May 14, 2018 By: /s/ Zeynel Korhan Bilek  
Name: Zeynel Korhan Bilek  
Title: Investor Relations and  
Mergers & Acquisition  
Director

TURKCELL  
ILETISIM  
HIZMETLERI A.S.

Date: May 14, 2018 By: /s/Bulent Aksu  
Name: Bulent Aksu  
Title: Finance  
Executive Vice  
President

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