

TURKCELL ILETISIM HIZMETLERI A S

Form 6-K

October 15, 2015

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 October 15, 2015

Commission File Number: 001-15092

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

Turkcell Plaza
Mesrutiyet Caddesi No. 71
34430 Tepebasi
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 ☐ E

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 ☐ E

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 ☐ E

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 October 14, 2015 announcing the approval of the order issuance certificate and signing of subscription agreement.

Istanbul, October 14, 2015

Announcement Regarding Approval of the Order Issuance Certificate and Signing of Subscription Agreement

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

Debt Instrument ISIN Code	: US900111AA39 / XS1298711729
Debt Instrument Type	: Eurobond
Debt Instrument Maturity	: 10 years
Debt Instrument Issuance Amount	: USD 500 million

“The Order Issuance Certificate” for the bond issuance of an aggregate principal amount of USD 500 million with a 10 year maturity was approved by the Capital Markets Board of Turkey. The book building process of the aforementioned bond to be issued abroad was completed.

Further, the subscription agreement of the bond issuance was signed on October 13th, 2015.

This announcement appears for information purposes only and does not constitute an offer with respect to the securities described herein, in the United States of America or elsewhere. Such securities may not be offered or sold in the United States absent registration or an exemption from registration. Any public offering of securities in the United States will only be made by means of a duly registered prospectus.

For inquiries:

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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: October 15, 2015

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

TURKCELL ILETISIM HIZMETLERI A.S.

Date: October 15, 2015

By: /s/ Nihat Narin
Name: Nihat Narin
Title: Investor Relations Director