

TURKCELL ILETISIM HIZMETLERI A S
Form 6-K
December 17, 2018

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 December 17, 2018

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 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-

Enclosure: A press release dated December 17, 2018, regarding the share buy-back transactions.

Istanbul, December 17, 2018

Announcement Regarding the Share Buy-back Transactions

Within the scope of our Board of Directors' share buy-back decisions on July 27, 2016 and January 30, 2017, our company purchased a total of 1,403,000 shares at a price range of TRY 12.00 – 12.33 with an average of TRY 12.15 totaling TRY 17,049,805 on December 14, 2018. With this transaction, the ratio of our shares in company's capital have reached 0.640%.

The details of the transaction are listed below.

| Transaction Date | Type of Transaction | Nominal Value of Shares Subject to Transaction (TRY) | Transaction Price (TRY / Unit) | Transaction Value (TRY) | Nominal Value of Shares Owned Before Transaction (TRY) | Ratio of Shares Owned in Company Capital Before Transaction (TRY) | Nominal Value of Shares Owned After Transaction (TRY) | Ratio of Shares Owned in Company Capital After Transaction (TRY) |
|------------------|---------------------|--|--------------------------------|-------------------------|--|---|---|--|
| 14.12.2018 | Buy | 2,047 | 12.00 | 24,564 | 12,681,442 | 0.576% | 12,683,489 | 0.577% |
| 14.12.2018 | Buy | 15,000 | 12.01 | 180,150 | 12,683,489 | 0.577% | 12,698,489 | 0.577% |
| 14.12.2018 | Buy | 6,455 | 12.02 | 77,589 | 12,698,489 | 0.577% | 12,704,944 | 0.577% |
| 14.12.2018 | Buy | 15,000 | 12.03 | 180,450 | 12,704,944 | 0.577% | 12,719,944 | 0.578% |
| 14.12.2018 | Buy | 15,400 | 12.04 | 185,416 | 12,719,944 | 0.578% | 12,735,344 | 0.579% |
| 14.12.2018 | Buy | 44,600 | 12.05 | 537,430 | 12,735,344 | 0.579% | 12,779,944 | 0.581% |
| 14.12.2018 | Buy | 51,498 | 12.06 | 621,066 | 12,779,944 | 0.581% | 12,831,442 | 0.583% |
| 14.12.2018 | Buy | 57,500 | 12.07 | 694,025 | 12,831,442 | 0.583% | 12,888,942 | 0.586% |
| 14.12.2018 | Buy | 20,352 | 12.08 | 245,852 | 12,888,942 | 0.586% | 12,909,294 | 0.587% |
| 14.12.2018 | Buy | 53,710 | 12.09 | 649,354 | 12,909,294 | 0.587% | 12,963,004 | 0.589% |
| 14.12.2018 | Buy | 81,034 | 12.10 | 980,511 | 12,963,004 | 0.589% | 13,044,038 | 0.593% |
| 14.12.2018 | Buy | 215,296 | 12.11 | 2,607,235 | 13,044,038 | 0.593% | 13,259,334 | 0.603% |
| 14.12.2018 | Buy | 146,400 | 12.12 | 1,774,368 | 13,259,334 | 0.603% | 13,405,734 | 0.609% |
| 14.12.2018 | Buy | 100,833 | 12.13 | 1,223,104 | 13,405,734 | 0.609% | 13,506,567 | 0.614% |
| 14.12.2018 | Buy | 31,339 | 12.14 | 380,455 | 13,506,567 | 0.614% | 13,537,906 | 0.615% |
| 14.12.2018 | Buy | 49,817 | 12.15 | 605,277 | 13,537,906 | 0.615% | 13,587,723 | 0.618% |
| 14.12.2018 | Buy | 3,032 | 12.16 | 36,869 | 13,587,723 | 0.618% | 13,590,755 | 0.618% |
| 14.12.2018 | Buy | 10,000 | 12.17 | 121,700 | 13,590,755 | 0.618% | 13,600,755 | 0.618% |
| 14.12.2018 | Buy | 30,000 | 12.18 | 365,400 | 13,600,755 | 0.618% | 13,630,755 | 0.620% |

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|------------|-----|---------|-------|-----------|------------|--------|------------|--------|
| 14.12.2018 | Buy | 20,521 | 12.19 | 250,151 | 13,630,755 | 0.620% | 13,651,276 | 0.621% |
| 14.12.2018 | Buy | 100,434 | 12.20 | 1,225,295 | 13,651,276 | 0.621% | 13,751,710 | 0.625% |
| 14.12.2018 | Buy | 30,000 | 12.21 | 366,300 | 13,751,710 | 0.625% | 13,781,710 | 0.626% |
| 14.12.2018 | Buy | 28,251 | 12.22 | 345,227 | 13,781,710 | 0.626% | 13,809,961 | 0.628% |
| 14.12.2018 | Buy | 14,111 | 12.23 | 172,578 | 13,809,961 | 0.628% | 13,824,072 | 0.628% |
| 14.12.2018 | Buy | 15,293 | 12.24 | 187,186 | 13,824,072 | 0.628% | 13,839,365 | 0.629% |
| 14.12.2018 | Buy | 47,249 | 12.25 | 578,800 | 13,839,365 | 0.629% | 13,886,614 | 0.631% |
| 14.12.2018 | Buy | 10,868 | 12.26 | 133,242 | 13,886,614 | 0.631% | 13,897,482 | 0.632% |
| 14.12.2018 | Buy | 36,960 | 12.27 | 453,499 | 13,897,482 | 0.632% | 13,934,442 | 0.633% |
| 14.12.2018 | Buy | 25,000 | 12.28 | 307,000 | 13,934,442 | 0.633% | 13,959,442 | 0.635% |
| 14.12.2018 | Buy | 15,000 | 12.29 | 184,350 | 13,959,442 | 0.635% | 13,974,442 | 0.635% |
| 14.12.2018 | Buy | 10,012 | 12.30 | 123,148 | 13,974,442 | 0.635% | 13,984,454 | 0.636% |
| 14.12.2018 | Buy | 26,760 | 12.31 | 329,416 | 13,984,454 | 0.636% | 14,011,214 | 0.637% |
| 14.12.2018 | Buy | 10,315 | 12.32 | 127,081 | 14,011,214 | 0.637% | 14,021,529 | 0.637% |
| 14.12.2018 | Buy | 62,913 | 12.33 | 775,717 | 14,021,529 | 0.637% | 14,084,442 | 0.640% |

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: December 17, 2018 By: /s/ Zeynel Korhan Bilek
Name: Zeynel Korhan Bilek
Title: Investor Relations and Mergers & Acquisitions
 Director

TURKCELL ILETISIM
HIZMETLERI A.S.

Date: December 17, 2018 By: /s/ Osman Yılmaz
Name: Osman Yılmaz
Title: Chief Financial Officer
