

TURKCELL ILETISIM HIZMETLERI A S  
Form 6-K  
April 01, 2009

**FORM 6-K**

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**Report of Foreign Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

For the month of **April 2009**

Commission File Number **001-15092**

**TURKCELL ILETISIM HIZMETLERI A.S.**

(Translation of registrant's name into English)

**Turkcell Plaza  
Mesrutiyet Caddesi No. 153  
34430 Tepebasi  
Istanbul, Turkey**  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover 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): \_\_\_\_\_

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

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): \_\_\_\_\_

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant 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 —



**EXHIBIT INDEX**

99.1 Press Release dated April 1, 2009 ("Announcement Regarding Our Bid to Cosmofon")

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**EXHIBIT 99.1**

**ANNOUNCEMENT REGARDING OUR BID TO COSMOFON**

Subject: Statement made pursuant to Circular VIII, No: 54 of the Capital Markets Board.

Istanbul Stock Exchange

ISTANBUL

**Special Subjects:**

On March 13, 2009, we announced that our Company had made a binding offer to purchase 100% of Cosmofon and Germanos shares from the main shareholder, operator OTE.

In this respect, Turkcell has submitted a binding offer as per the evaluation based on its business plans; however we have been informed that the highest offer has been submitted by another company.

**TURKCELL ILETISIM HIZMETLERI A.S.**

Nihat Narin  
Investor&Int. Media Relations  
Division Head  
01.04.2009, 09:30

Filiz Karagul Tuzun  
Corporate Communicaiton  
Division Head  
01.04.2009, 09:30

**For further information please e-mail to [investor.relations@turkcell.com.tr](mailto:investor.relations@turkcell.com.tr)**

**or call Turkcell Investor Relations (+ 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: April 1, 2009

By: /s/ Nihat Narin

Name: Nihat Narin

Title: Investor & Int. Media Relations - Division Head

**TURKCELL ILETISIM HIZMETLERI A.S.**

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Date: April 1, 2009

By: /s/ Filiz Karagul Tuzun

Name: Filiz Karagul Tuzun

Title: Corporate Communication - Division Head

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