TURKCELL ILETISIM HIZMETLERI A S
Form 6-K
July 26, 2012

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 July 26, 2012

Commission File Number: 001-15092

TURKCELL ILETISIM HIZMETLERI A.S.
(Translation of registrant's name in 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 of Form 20-F or Form 40-F.

Form 20-F x Form 40-F o

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 o No x

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 o No x

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 o No x

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 July 25, 2012 announcing Turkcell's Second Quarter 2012 results and Q2 2012 IFRS report.

TURKCELL ILETISIM HIZMETLERI

SECOND QUARTER 2012 RESULTS

"GROWTH MOMENTUM CONTINUES"

Content

Please note that all financial data is consolidated and comprises that of Turkcell IletisimHizmetleri A.S., (the "Company", or "Turkcell") and its subsidiaries and associates (together referred to as the "Group"). All non-financial data is unconsolidated and comprises Turkcell only figures. The terms "we", "us", and "our" in this press release refer only to the Company, except in discussions of financial data, where such terms refer to the Group, and where context otherwise requires.
In this press release, a year-on-year comparison of our key indicators is provided and figures in parentheses following the operational and financial results for June 30, 2012 refer to the same item as at June 30, 2011. For further details, please refer to our consolidated financial statements and notes as at and for June 30, 2012 which can be accessed via our web site in the investor relations section (www.turkcell.com.tr).

Please note that the Information and Communication Technologies Authority in Turkey is referred to as "the Telecommunications Authority" herein.

HIGLIGHTS OF THE SECOND QUARTER OF 2012

- Turkcell Group continued its growth momentum in the second quarter of 2012, posting double-digit growth for the third consecutive quarter, as well as high single-digit EBITDA growth

  - Group revenues rose by 12.5% to TRY2,565 million (TRY2,279 million) achieving the historically highest second quarter revenue

  - Group EBITDA1 increased by 8.0% to TRY779 million (TRY721 million), while the Group EBITDA margin was at 30.4% (31.6%)

- Turkcell Turkey's revenues grew by 9% to TRY2,149 million (TRY1,975 million)

  - Turkcell Turkey registered growth in voice revenues2 of 6%, maintaining growth trend for the third consecutive quarter

  - Mobile broadband & services revenues rose 18% to TRY546 million (TRY462 million)

    - In particular, mobile broadband revenues rose 44% to TRY240 million (TRY166 million)

    - Overall, the share of mobile broadband and service revenues rose 2pp to 25% (23%)

- Revenues of subsidiaries3 grew by 37% to TRY416 million (TRY304 million), while their contribution to the top line rose to 16% (13%)

- EBITDA of subsidiaries3 improved by 55% to TRY136 million (TRY88 million), while their contribution to Group EBITDA rose to 18% (12%)

- Group net income improved to TRY534 million from a net loss of TRY21 million in the second quarter of 2011 mainly due to one-off items, mostly due to fx loss and impairment charges in Belarus. (If we exclude one-off items, net income would be TRY472 million in Q211 while YoY growth would be 13%).

(1) EBITDA is a non-GAAP financial measure. See page 12 for the reconciliation of EBITDA to net cash from operating activities.
(2) Voice revenues include outgoing, incoming, roaming and other (comprising almost 2% of Turkcell Turkey) revenues.
(3)Including eliminations.

COMMENTS FROM CEO, SUREYYA CILIV

"Turkcell Group continued its double digit growth in the second quarter following a strong start to the year. Consolidated revenues rose by 13% year-on-year to TRY 2.6 billion, while EBITDA increased by 8% to TRY 779 million and net profit reached TRY 534 million. With this outstanding quarterly performance, Turkcell Group generated its historic highest second quarter and first half revenue.

Despite intense competition in the Turkish mobile communication market, our commitment to defending the subscriber base, plus successful initiatives to increase customer satisfaction led to net additions of 192 thousand subscribers in total to reach 34.7 million. In this quarter, our postpaid base increased by 536 thousand new subscribers. Meanwhile, Turkcell Turkey has increased the pace of overall growth, posting a year-on-year growth of 9%. This was driven by voice revenue growth of 6%, and by 44% rise in mobile broadband revenues.

Our investments for the quarter in our 3G and fiber broadband infrastructures paved the way for a higher-quality and enriched communication experience. And as part of our vision of spreading mobile broadband in Turkey, we continued to change the usage habits of our subscribers together with our Turkcell branded smartphones that form an important part of our rich smartphone portfolio. Recently, we have introduced the new Turkcell MaxiPLUS5 as part of the Turkcell branded smartphone portfolio, and will soon launch the Turkcell MaxiPro5, designed for professional use.

Group companies continued to significantly support overall growth with their successful results. Turkcell Superonline, which introduced fiber broadband to Turkey, grew by 55% year-on-year. Meanwhile, our Ukraine operation managed to increase its EBITDA margin to over 30%, growing 13% in USD terms, while recording its first positive EBIT.

3

As Turkcell, we strive to offer the best experience, to sustain the highest overall level of satisfaction and be ever closer to our subscribers. With this vision, we will continue our efforts to carry Turkey and other markets that we operate in forward. We would like to thank all of our customers, employees, business partners and shareholders for sharing our success story with us."

OVERVIEW OF TURKCELL TURKEY

During the quarter, the total number of subscribers in the market rose by 0.4 million to 66.1 million, while mobile line penetration remained almost stable at around 88%.

The market share focused competitive environment dominated the Turkish mobile market in the second quarter of 2012, with increased all direction minutes and bundled offers. This environment triggered record high minutes of usage, due to increasing offnet usage, which in turn led to higher interconnect costs. Meanwhile, price per minute figures continued to decline. Consequently, profitability levels in the market remained under pressure.

In this environment, as Turkcell Turkey, we increased our subscriber base by 192 thousand during the quarter to 34.7 million. We achieved this through our tariff structure, simplified in the first quarter of the year, plus attractive offers and our continued focus on customer satisfaction. Meanwhile, as a result of our contracting and customer retention efforts, we registered 536 thousand net postpaid subscribers in the second quarter. In addition, we grew our blended ARPU by 5.6% with the 4.9pp rise in the share of postpaid in our subscriber mix, and the 44% rise in mobile broadband revenues on a year-on-year basis.

On the terminal front, momentum in the market has continued with the increasing share of smartphones in total handset sales, up from 34% in December 2011 to 39% in the second quarter. As Turkcell Turkey, we continued to lead the smartphone market in accordance with our vision of promoting mobile broadband usage. Accordingly, the number of smartphones in our network grew by 2 million to 4.8 million with the contribution of our wide device portfolio. In consequence, our smartphone penetration rate reached 15%, indicating the considerable potential in our subscriber base. As part of our focus on maximizing this potential, we launched our Turkcell branded T-series smartphones in November 2010, which have sold approximately half a million units since then. Recently, we added a new smartphone, Turkcell MaxiPLUS5, to our T-series, and will continue to introduce new models, including Turkcell MaxiPro5, which is designed for professionals. Overall, we expect a continued rise in the smartphone penetration of our base up to around 20% by year-end 2012.

As Turkcell Group, wesaw a solid performance in the first half. For the full year, with the success of Turkcell Turkey and subsidiaries, we believe that we may deliver better results for the Group compared to our initial guidance. Thus, we revise our guidance for the full year 2012. Assuming that market conditions do not change significantly, we now expect Group revenues in the range of TRY10,100 -10,300 million with Group EBITDA in the range of TRY3,050-3,200 million. Meanwhile, with a higher revenue expectation, we revise our guidance for operational Group capex as a percentage of revenues from 17% to around 16%.

FINANCIAL AND OPERATIONAL REVIEW OF THE SECOND QUARTER 2012

The following discussion focuses principally on the developments and trends in our business in the second quarter of 2012 in TRY terms. Selected financial information for the second quarter of 2011, and the first and second quarters of 2012, both in TRY and US$ prepared in accordance with IFRS, and in TRY prepared in accordance with the Capital Markets Board of Turkey's standards are also included at the end of this press release.

Financial Review of Turkcell Group

Profit & Loss Statement (million TRY)	Q211	Q112	Q212	y/y %	q/q %
Total Revenue	2,279.2	2,381.8	2,565.1	12.5%	7.7%
Direct cost of revenues1	(1,436.3)	(1,491.3)	(1,572.3)	9.5%	5.4%
Depreciation and amortization	(381.1)	(333.1)	(343.1)	(10.0%)	3.0%
Gross Margin	37.0%	37.4%	38.7%	1.7pp	1.3pp
Administrative expenses	(102.0)	(118.1)	(122.6)	20.2%	3.8%
Selling and marketing expenses	(400.9)	(402.8)	(434.3)	8.3%	7.8%
EBITDA2	721.1	702.7	779.0	8.0%	10.9%
EBITDA Margin	31.6%	29.5%	30.4%	(1.2pp)	0.9pp
Net finance income / (expense)	(128.7)	161.8	105.0	-	(35.1%)
Finance expense	(283.9)	(58.3)	(44.5)	(84.3%)	(23.7%)
Finance income	155.2	220.1	149.5	(3.7%)	(32.1%)
Share of profit of associates	55.8	49.5	65.6	17.6%	32.5%
Other income / (expense)	(195.1)	(6.5)	3.9	-	-
Monetary gains / (losses)	-	40.5	39.3	-	(3.0%)
Non-controlling interests	12.0	4.7	7.4	(38.3%)	57.4%
Income tax expense	(105.5)	(104.8)	(122.9)	16.5%	17.3%
Net Income	(21.4)	514.8	534.2	-	3.8%

(1) Including depreciation and amortization expenses.
(2) EBITDA is a non-GAAP financial measure. See page 12 for the reconciliation of EBITDA to net cash from operating activities.

Revenue rose by 12.5% year-on-year to TRY2,565.1 million (TRY2,279.2 million) on the back of 9% growth in Turkcell Turkey's revenues and the 37% increased contribution of group companies:

- The increase in Turkcell Turkey's revenues was driven by 18% growth in mobile broadband & services revenues, mainly on the 44% growth in broadband revenues, together with the 6% rise in voice revenues.

- The contribution of Group companies to the top line rose to 16% (13%). Turkcell Superonline revenues climbed 54.9% to TRY162.2 million (TRY104.7 million), while Astelit's revenues grew by 13.4% to US$100.1 million (US$88.3 million).

Compared to the previous quarter, revenues grew by 7.7%, mainly due to the 10% increase in voice revenues of Turkcell Turkey together with 5% growth in the contribution of subsidiaries.

Direct cost of revenues increased by 9.5% to TRY1,572.3 million (TRY1,436.3 million), while as a percentage of revenues dropping to 61.3% (63.0%). This mainly stemmed from the decrease in depreciation and amortization

(3.4pp) as opposed to the increase in interconnection costs (1.4pp), and other cost items (0.3pp) as a percentage of revenues.

5

Please note that the decrease in depreciation and amortization expenses mainly relates to the one-time impact of a TRY188.1 million impairment charge relating to BeST, of which TRY 95.5 million was recorded under depreciation and amortization expenses in Q211.

Quarter-on-quarter, direct costs as a percentage of revenue declined 1.3pp to 61.3% (62.6%). This was mainly driven by decreased wages & salaries (0.8pp), depreciation and amortization (0.6pp), network related costs (0.4pp) and other cost items (0.1pp) as opposed to the increase in interconnect costs (0.6pp) as a percentage of revenues.

In Q212, Turkcell Turkey's interconnection costs rose to TRY273.5 million (TRY215.2 million) YoY increasing Turkcell Turkey's interconnection costs as a percentage of revenue by 1.8pp to 12.7% (10.9%). In the meantime, Turkcell Turkey's interconnection revenues rose 30.6% to TRY254.6 million (TRY194.9 million), driven mostly by higher incentives including all direction minutes in the market. This led to an increased share of interconnection revenues in Turkcell Turkey's revenues to 11.8% (9.9%).

Administrative expenses as a percentage of revenues increased 0.3pp to 4.8% (4.5%) in Q212, mainly due to higher bad debt expenses (0.4pp) as a percentage of revenues. Compared to the previous quarter, administrative expenses as a percentage of revenues decreased 0.2pp to 4.8% mainly driven by the decrease in bad debt expenses (0.2pp) as a percentage of revenues.

Selling and marketing expenses as a percentage of revenues fell by 0.7pp to 16.9% (17.6%) in Q212 due to the decrease in marketing expenses (0.6pp), prepaid frequency fees (0.5pp) and other items (0.1pp) as opposed to the increase in selling expenses (0.5pp). On a quarter-on-quarter basis, selling and marketing expenses as a percentage of revenues remained unchanged at 16.9%. The increase in selling expenses (0.3pp) was offset by the decrease in wages&salaries (0.2pp) and marketing expenses (0.1pp) as a percentage of revenues.

EBITDA increased 8.0% to TRY779.0 million in Q212 from TRY721.1 million in Q211, while the EBITDA margin was at 30.4% (31.6%). This mainly arose from the increase in direct cost of revenues (excluding depreciation and amortization) of 1.6pp and administrative expenses of 0.3pp as opposed to the decrease in selling and marketing expenses of 0.7pp as a percentage of revenues.

The EBITDA margin improved by 0.9pp to 30.4% compared to the previous quarter due to the decline in direct cost of revenues (excluding depreciation and amortization) of 0.7pp and administrative expenses of 0.2pp as a percentage of revenues.

Net finance income amounted to TRY105.0 million in Q212 as opposed to the net finance expense of TRY128.7 million in Q211. This was mainly due to a translation loss of TRY298 million in Q211 recorded by Group companies, of which TRY255 million was related to BeST due to the devaluation in Belarus.

Compared to the previous quarter, net finance income decreased from TRY161.8 million to TRY105.0 million. This was mainly due to a net translation loss of TRY17.5 million in Q212, as opposed to the net translation gain of TRY36.5 million in Q112.

Share of profit of equity accounted investees, comprising our share in the net income of unconsolidated investees Fintur and A-Tel, grew by 17.6% YoY to TRY65.6 million (TRY55.8 million) mainly due to the depreciation of TRY against US$ by 14.4% on average.

Compared to the previous quarter, our share in the net income of unconsolidated investees increased 32.5% to TRY65.6 million (TRY49.5 million) mainly driven by increase in profitability in Kazakhstan operation and improving revenue trend in Georgia operation.

Income tax expense amounted to TRY122.9 million in Q212 compared to the TRY105.5 million of Q211. The taxation charge rose by 17.3% compared to Q112. TRY138.1 million of the total tax charge comprised current tax charges, while deferred tax income of TRY15.2 million was recorded.

6

Million TRY	Q211	Q112	Q212	y/y %	q/q %
Current Tax expense	(126.8)	(119.1)	(138.1)	8.9%	16.0%
Deferred Tax Income/expense	21.3	14.3	15.2	(28.6%)	6.3%
Income Tax expense	(105.5)	(104.8)	(122.9)	16.5%	17.3%

Net income amounted to TRY534.2 million as opposed to the net loss of TRY 21.4 million. This was mainly due to one off items below the EBITDA line, mostly arising from the impact of devaluation in Belarus (TRY255.0 million) and goodwill impairment recorded for BeST (TRY188.1 million), as well as a provision regarding the Competition Board fine (TRY68.2 million) in Q211. If we exclude one-off items in Q211, net income would be TRY472 million in Q211 while YoY growth would be 13%. Please also note that TRY68.2 million provisions in Q211 concerning the Competition Board fine were reversed in Q311 as a result of the management opinion together with the assessment of legal counsels.

Quarter-on-quarter, net income increased by 3.8% to TRY534.2 million (TRY 514.8 million), mainly driven by higher EBITDA QoQ, partially netted off with the decrease in net finance income.

Total debt as of June 30, 2012 in consolidated terms amounted to TRY3,129 million (US$1,732 million). TRY588.0 million (US$325.5 million) of this was related to Turkcell's Ukraine operations. In addition, debt related to operations in Belarus amounted to TRY745.6 million (US$ 412.7 million), and outstanding debt amount related to Turkcell Superonline was TRY608.3 million (US$ 336.7 million) as of June 30, 2012. With respect to financial statements of Euroasia (which owns 100% of Turkcell's Ukraine operations, Astelit), total outstanding debt amount was US$651.5 million which included its guaranteed loan amounting to US$150 million that Turkcell Turkey paid in Q212. TRY2,313 million (US$1,280 million) of our consolidated debt is at a floating rate, while TRY2,433 million (US$1,347 million) will mature within less than a year. Our debt/annual EBITDA ratio in TRY terms decreased to 103% in Q212. (Please note that the figures in parentheses refer to the US$ equivalents).

Cash flow analysis: Capital expenditures amounted to TRY326.9 million in Q212, of which TRY166.5 million was related to Turkcell Turkey, TRY15.4 million to Astelit, TRY109.0 million to Turkcell Superonline and TRY8.9 million to BeST. The other cash flow item mainly includes corporate tax payment. Please also note that Turkcell Turkey paid the guaranteed loan of Euroasia (55% owned subsidiary) in the amount of US$150 million in Q212.

Consolidated Cash Flow (million TRY)	Q211	Q112	Q212
EBITDA1	721.1	702.7	779.0
LESS:			
Capex and License	(336.3)	(252.9)	(326.9)
Turkcell	(200.1)	(160.0)	(166.5)
Ukraine2	(19.7)	(9.3)	(15.4)
Investment & Marketable Securities	-	1,585.8	10.3
Net interest Income/ (expense)	117.2	125.3	122.4
Other	(88.3)	(905.6)	(307.0)
Net Change in Debt	116.1	53.8	(284.0)
Cash generated / (used)	529.8	1,309.1	(6.2)
Cash balance	5,445.8	6,047.5	6,041.3

(1) EBITDA is a non-GAAP financial measurement. See page 12 for the reconciliation of EBITDA to net cash from operating activities.
(2)The appreciation of reporting currency (TRY) against US$ is included in this line.
(*) Capex includes both operational and non-operational capex.

Operational Review in Turkey

Summary of Operational data	Q211	Q112	Q212	y/y %	q/q %
Number of total subscribers (million)	34.1	34.5	34.7	1.8%	0.6%
Postpaid	10.7	12.0	12.6	17.8%	5.0%
Prepaid	23.3	22.5	22.2	(4.7%)	(1.3%)
ARPU, blended (TRY)	19.6	19.2	20.7	5.6%	7.8%
Postpaid	38.2	36.5	37.7	(1.3%)	3.3%
Prepaid	11.2	10.1	11.3	0.9%	11.9%
ARPU (Average Monthly Revenue per User), blended (US$)	12.5	10.7	11.5	(8.0%)	7.5%
Postpaid	24.4	20.4	21.0	(13.9%)	2.9%
Prepaid	7.1	5.7	6.3	(11.3%)	10.5%
Churn (%)	6.1%	7.8%	8.2%	2.1pp	0.4pp
MOU (Average Monthly Minutes of usage per subscriber), blended	219.9	221.5	250.4	13.9%	13.0%

Subscribers of Turkcell Turkey rose 192 thousand to 34.7 million during the quarter. Despite intensified competition, we registered 536 thousand net postpaid subscribers in second quarter, through our simplified and attractive tariff structure, customer loyalty focus, segmented offers, plus switches from prepaid to postpaid. As a result, the subscriber base composition improved in favor of the postpaid to 36.3% (31.4%). In the meantime, we improved our prepaid acquisitions quarter-on-quarter mainly through our attractive offers and seasonality. At the same time, we reinforced their loyalty with packages that meet customer needs, segmented offers and additional benefits.

Churn Rate refers to voluntarily and involuntarily disconnected subscribers. During the quarter, our churn rate was at 8.2% (6.1%). Please note that there was a one-time impact of the new "active subscriber" definition of the Telecommunications Authority on prepaid subscribers in Q211. Excluding this impact, our net additions rose to 192 thousand in Q212 from 165 thousand in Q211, while the churn rate excluding this impact decreased from 8.6% in Q211 to 8.2% in Q212.

MoU increased to 250.4 minutes on a rise of 13.9% year-on-year. Higher all direction minute offers due to intensified competition and higher package utilizations due to seasonality led to an increase in MOU.

ARPU in TRY terms climbed 5.6% to TRY20.7 compared to Q211, with the rise in the share of postpaid subscribers to 36.3% (31.4%). Despite the rise in incoming and mobile broadband & services revenues, postpaid ARPU fell by 1.3% to TRY37.7 (TRY38.2) as a result of intense competition as well as the dilutive impact of switches from the prepaid segment. Meanwhile, prepaid ARPU increased to TRY11.3 (TRY11.2) in Q212, mainly due to increased incoming and mobile broadband revenues.

OTHER DOMESTIC AND INTERNATIONAL OPERATIONS

Astelit sustained its strong execution with another quarter of double-digit revenue growth of 13.4%, registering revenues of US$100.1 million in Q212 (US$88.3 million). This was mainly due to a 1.4 million increase in the registered subscriber base on a year-on-year basis as a result of Astelit's regional focus, as well as increased international calls and mobile broadband&services revenues.

With a focus on business efficiency and operational profitability, Astelit continued its operational success during the quarter, recording its all time highest EBITDA margin of 30.3% (26.8%), registering a positive EBIT for the first time, while continuing to generate positive free cash flow margin of 21.9%.

Astelit's registered subscribers rose by 1.4 million to 10.1 million (8.7 million), while three month active subscribers rose by 1.0 million to 7.4 million (6.4 million) year-on-year. This was achieved through the regional growth strategy aimed at new acquisitions.

Astelit	Q211	Q112	Q212	y/y %	q/q %
Number of subscribers (million)1	8.7	9.9	10.1	16.1%	2.0%
Active (3 months)2	6.4	7.1	7.4	15.6%	4.2%
MOU (minutes)3	204.1	195.6	192.8	(5.5%)	(1.4%)
ARPU (Average Monthly Revenue per User), blended (US$)	3.4	3.1	3.4	-	9.7%
Active (3 months)	4.7	4.3	4.6	(2.1%)	7.0%
Revenue (million UAH)	703.9	729.9	799.5	13.6%	9.5%
Revenue (million US$)	88.3	91.4	100.1	13.4%	9.5%
EBITDA (million US$)4	23.7	24.9	30.3	27.8%	21.7%
EBITDA margin	26.8%	27.2%	30.3%	3.5pp	3.1pp
Net loss (million US$)	(19.8)	(15.7)	(10.6)	(46.5%)	(32.5%)
Capex (million US$)	11.7	5.3	8.4	(28.2%)	58.5%

(1) We may occasionally offer campaigns and tariff schemes that have an active subscriber life differing from the one that we normally use to deactivate subscribers and calculate churn.
(2) Active subscribers are those who in the past three months made a transaction which brought revenue to the Company.
(3) Astelit has changed its calculation methodology for minute of usage per customer starting from Q3 2011. The minutes are now calculated based on the actual call duration of subscribers. Previously, minutes were calculated on the basis of charging units consumed. This change will have the effect of decreasing Astelit's average minutes of usage (no impact on revenue). For purposes of comparability, figures published for recent periods will be restated to give effect to this change.
(4) EBITDA is a non-GAAP financial measurement. See page 12 for the reconciliation of Euroasia's EBITDA to net cash from operating activities. Euroasia holds a 100% stake in Astelit.
(*) Astelit, in which we hold a 55% stake through Euroasia, has operated in Ukraine since February 2005.

Turkcell Superonline continued to deliver strong results in all segments with year-on-year revenue growth of 54.9% to TRY162.2 million (TRY104.7 million) in the second quarter.

During the quarter, the residential segment grew by 92%YoY, mainly due to 80% growth in our FTTX subscribers, reaching approximately 342 thousand. Meanwhile, the corporate segment rose 87%, mainly on improving Group synergies for integrated solutions.

Turkcell Superonline continued to improve its operational profitability. EBITDA margin rose by 6.8pp to 20.1% (13.3%), mainly on the rising share of revenues generated from its infrastructure and growth in higher margin data revenues.

On the other hand, Turkcell's share in total Turkcell Superonline revenues declined, while the share of non-group revenues rose to 68% of total revenues in Q212 (around 60% in Q211).

Turkcell Superonline (million TRY)	Q211	Q112	Q212	y/y %	q/q %
Revenue	104.7	145.0	162.2	54.9%	11.9%
EBITDA 1	14.0	29.1	32.6	132.9%	12.0%
EBITDA Margin	13.3%	20.1%	20.1%	6.8pp	-
Capex	90.8	63.7	109.0	20.0%	71.1%

(1)EBITDA is a non-GAAP financial measure. See page 12 for the reconciliation of EBITDA to net cash from operating activities.
(*)Turkcell Superonline is our wholly-owned subsidiary, providing fiber broadband.

Fintur continued to improve its market position in Q212, adding approximately 0.5 million net subscribers, thereby increasing its total subscriber base to 19.1 million, driven by growth in Kazakhstan. Fintur's consolidated revenue increased by 4.1% YoY to US$505 million (US$485 million) in Q212.

We account for our investment in Fintur using the equity method. Fintur's contribution to net income increased from TRY68 million (US$44 million) in Q211 to TRY77 million (US$43 million) in Q212, mainly as a result of USD appreciation against TRY.

Fintur	Q211	Q112	Q212	y/y %	q/q %
Subscribers (million)	16.9	18.6	19.1	13.0%	2.7%
Kazakhstan	9.7	11.2	11.7	20.6%	4.5%
Azerbaijan	4.1	4.2	4.3	4.9%	2.4%
Moldova	1.0	1.1	1.1	10.0%	-
Georgia	2.1	2.1	2.0	(4.8%)	(4.8%)
Revenue (million US$)	485	467	505	4.1%	8.1%
Kazakhstan	300	280	299	(0.3%)	6.8%
Azerbaijan	134	137	149	11.2%	8.8%
Moldova	20	17	20	-	17.6%
Georgia	36	33	37	2.8%	12.1%
Other1	(5)	-	-	-	-
Fintur's contribution to Group's net income (million US$)	44	30	43	(2.3%)	43.3%

1) Includes intersegment eliminations
(*) We hold a 41.45% stake In Fintur which has interests in Kazakhstan, Azerbaijan, Moldova, and Georgia.

10

Turkcell Group Subscribers amounted to approximately 65.8 million as of June 30, 2012. This figure is calculated by taking the number of subscribers in Turkcell and each of our subsidiaries and unconsolidated investees. It includes the total number of mobile subscribers in Turkcell Turkey, Astelit and BeST, as well as in our operations in the Turkish Republic of Northern Cyprus ("Northern Cyprus"), Fintur and Turkcell Europe. Turkcell Group subscribers rose by 0.5 million during the quarter, thanks to the increased subscriber base of Fintur, Astelit and Turkcell Turkey, despite the decline in BeST's subscriber base to 1.2 million due to involuntary churn in line with BeST's churn policy and value focus approach.

Turkcell Group Subscribers (million)	Q211	Q112	Q212	y/y %	q/q %
Turkcell Turkey	34.1	34.5	34.7	1.8%	0.6%
Ukraine	8.7	9.9	10.1	16.1%	2.0%
Fintur	16.9	18.6	19.1	13.0%	2.7%
Northern Cyprus	0.4	0.4	0.4	-	-
Belarus	1.6	1.7	1.2	(25.0%)	(29.4%)
Turkcell Europe	-	0.2	0.3	-	50.0%
TURKCELL GROUP	61.7	65.3	65.8	6.6%	0.8%

OVERVIEW OF THE MACROECONOMIC ENVIRONMENT

The foreign exchange rates that have been used in our financial reporting, along with certain macroeconomic indicators, are set out below.

	Q211	Q112	Q212	y/y %	q/q %
TRY / US$ rate					
Closing Rate	1.6302	1.7729	1.8065	10.8%	1.9%
Average Rate	1.5658	1.7871	1.7913	14.4%	0.2%
Consumer Price Index	1.8%	1.5%	0.4%	-	-
GDP Growth	11.6%	3.2%	n.a.	-	-
UAH/ US$ rate					
Closing Rate	7.97	7.99	7.99	0.3%	-
Average Rate	7.94	7.99	7.99	0.6%	-
BYR/ US$ rate					
Closing Rate	4,964	8,020	8,320	67.6%	3.7%
Average Rate	3,998	8,208	8,190	104.9%	(0.2%)

RECONCILIATION OF NON-GAAP FINANCIAL MEASUREMENTS: We believe that EBITDA is a measurement commonly used by companies, analysts and investors in the telecommunications industry that enhances the understanding of our cash generation ability and liquidity position, and assists in the evaluation of our capacity to meet our financial obligations. We also use EBITDA as an internal measurement tool, and accordingly, we believe that its presentation provides useful and relevant information to analysts and investors. Our EBITDA definition includes Revenue, Direct Cost of Revenue excluding depreciation and amortization, Selling and Marketing expenses and Administrative expenses, but excludes translation gain/(loss), finance income, share of profit of equity accounted investees, gain on sale of investments, income/(loss) from related parties, minority interest and other income/(expense). EBITDA is not a measure of financial performance under IFRS, and should not be construed as a substitute for net earnings (loss) as a measure of performance, or cash flow from operations as a measure of liquidity. The following table provides a reconciliation of EBITDA, which is a non-GAAP financial measurement, to net cash from operating activities, which we believe is the most directly comparable financial measurement calculated and presented in accordance with IFRS.

Turkcell (million US$)	Q211	Q112	Q212	y/y %	q/q %
EBITDA	459.3	393.1	434.3	(5.4%)	10.5%
Income tax expense	(67.4)	(58.7)	(68.5)	1.6%	16.7%
Other operating income / (expense)	(48.5)	(4.9)	1.6	-	-
Financial income	18.4	3.8	0.4	(97.8%)	(89.5%)
Financial expense	(21.4)	(33.0)	(24.2)	13.1%	(26.7%)
Net increase / (decrease) in assets and liabilities	(55.4)	(404.5)	(111.3)	100.9%	(72.5%)
Net cash from operating activities	285.0	(104.2)	232.3	(18.5%)	-

Turkcell Superonline (million TRY)	Q211	Q112	Q212	y/y %	q/q %
EBITDA	14.0	29.1	32.6	132.9%	12.0%
Other operating income / (expense)	0.2	0.1	0.9	350.0%	800.0%
Financial income	6.2	40.1	(31.5)	-	-
Financial expense	(8.7)	(41.0)	28.8	-	-
Net increase / (decrease) in assets and liabilities	(2.0)	(35.4)	(30.7)	-	(13.3%)
Net cash from operating activities	9.7	(7.1)	0.1	(99.0%)	-

Euroasia (million US$)	Q211	Q112	Q212	y/y %	q/q %
EBITDA	22.5	24.9	30.3	34.7%	21.7%
Other operating income / (expense)	0.3	0.2	(0.1)	-	-
Financial income	0.1	0.2	0.3	200.0%	50.0%
Financial expense	(12.6)	(12.1)	(13.4)	6.3%	10.7%
Net increase / (decrease) in assets and liabilities	(0.5)	15.8	1.7	-	(89.2%)
Net cash from operating activities	9.8	29.0	18.8	91.8%	(35.2%)

FORWARD-LOOKING STATEMENTS: This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934 and the Safe Harbor provisions of the US Private Securities Litigation Reform Act of 1995. All statements other than statements of historical facts included in this press release, including, without limitation, certain statements regarding our operations, financial position and business strategy may constitute forward-looking statements. In addition, forward-looking statements generally can be identified by the use of forward-looking terminology such as, among others, “will,” “expect,” “intend,” “estimate,” “believe” or “continue.”

Although Turkcell believes that the expectations reflected in such forward-looking statements are reasonable at this time, it can give no assurance that such expectations will prove to be correct. All subsequent written and oral forward-looking statements attributable to us are expressly qualified in their entirety by reference to these cautionary statements. For a discussion of certain factors that may affect the outcome of such forward looking statements, see our Annual Report on Form 20-F for 2011 filed with the U.S. Securities and Exchange Commission, and in particular the risk factor section therein. We undertake no duty to update or revise any forward looking statements, whether as a result of new information, future events or otherwise.

ABOUT TURKCELL: Turkcell is the leading communications and technology company in Turkey, with 34.7 million subscribers and a market share of approximately 53% based on June 30, 2012 results. Turkcell is a leading regional player, with market leadership in five of the nine countries in which it operates with its approximately 65.8 million subscribers as of June 30, 2012. It has become one of the first among the global operators to have implemented HSPA+. It has achieved up to 43.2 Mbps speed using the Dual Carrier technology, and is continuously working to provide the latest technology to its customers, e.g. 84 Mbps in the near future. Turkcell reported a TRY2.6 billion (US$1.4 billion) net revenue with total assets of TRY17.4 billion (US$9.6 billion) as of June 30, 2012. It has been listed on the NYSE and the ISE since July 2000, and is the only NYSE-listed company in Turkey. Read more at www.turkcell.com.tr

For further information please contact Turkcell

Corporate Affairs:	Investors:	Media:
Koray Ozturkler, Chief Corporate Affairs Officer	Nihat Narin, Investor and International Media Relations	Filiz Karagul Tuzun, Corporate Communications
Tel: +90-212-313-1500	Tel: + 90-212-313-1244	Tel: + 90-212-313-2304
Email: koray.ozturkler@turkcell.com.tr	Email: nihat.narin@turkcell.com.tr investor.relations@turkcell.com.tr	Email: filiz.karagul@turkcell.com.tr Turkcell-Kurumsal-Iletisim@turkcell.com.tr

TURKCELL ILETISIM HIZMETLERI A.S.
CMB SELECTED FINANCIALS (TRY Million)

	Quarter Ended June 30, 2011	Quarter Ended March 31, 2012	Quarter Ended June 30, 2012	Half Ended June 30, 2011	Half Ended June 30, 2012
Consolidated Statement of Operations Data					
Revenues					
Communication fees	2,128.5	2,180.9	2,366.5	4,099.3	4,547.4
Commission fees on betting business	18.9	35.2	32.2	37.3	67.4
Monthly fixed fees	25.8	24.5	22.7	53.7	47.2
Simcard sales	8.4	6.1	9.1	15.7	15.2
Call center revenues and other revenues	97.6	135.1	134.6	191.6	269.7
Total revenues	2,279.2	2,381.8	2,565.1	4,397.6	4,946.9
Direct cost of revenues	(1,432.6)	(1,489.8)	(1,570.3)	(2,681.8)	(3,060.1)
Gross profit	846.6	892.0			