

TURKCELL ILETISIM HIZMETLERI A S
Form 6-K/A
August 26, 2009

FORM 6-K/A

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

For the month of **August 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 office)

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.

EXPLANATORY NOTE

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This Form 6-K/A amends the Form 6-K of Turkcell Iletisim Hizmetleri A.S. furnished to the Securities and Exchange Commission on August 12, 2009 (the "Original Form 6-K"). The Original Form 6-K inadvertently omitted the Consolidated Interim Financial Statements and Notes thereto as at and for the six and three months ended June 30, 2009 (the "June 30 Financials") . The sole purpose of this Form 6-K/A is to include the June 30 Financials.

EXHIBIT INDEX

99.1⁽¹⁾ Press Release dated August 5, 2009 ("TURKCELL ILETISIM HIZMETLERI A.S. SECOND QUARTER 2009 RESULTS")

99.2 TURKCELL ILETISIM HIZMETLERI A.S.'S CONSOLIDATED INTERIM FINANCIAL STATEMENTS AND NOTES THERE TO

(1) Previously filed as Exhibit 99.1 to our Report on Form 6-K furnished on August 12, 2009.

EXHIBIT 99.2

TURKCELL ILETISIM HIZMETLERI AS AND ITS SUBSIDIARIES

CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

As at 30 June 2009

(Amounts expressed in thousands of US Dollars unless otherwise indicated except share amounts)

	Note	30 June 2009	31 December 2008
Assets			
Property, plant and equipment	11	2,313,250	2,096,070
Intangible assets	12	1,923,083	1,452,895
Investments in equity accounted investees	13	392,848	313,723
Other investments	14	34,201	34,614
Due from related parties	32	33,733	45,349
Other non-current assets	15	59,205	54,007
Deferred tax assets	16	2,055	1,144
Total non-current assets		4,758,375	3,997,802
Inventories		19,383	19,457
Other investments	14	89,284	689

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Due from related parties	32	64,184	64,013
Trade receivables and accrued income	17	689,976	587,385
Other current assets	18	291,582	138,788
Cash and cash equivalents	19	1,963,470	3,259,792
Total current assets		3,117,879	4,070,124
Total assets		7,876,254	8,067,926
Equity			
Share capital	20	1,636,204	1,636,204
Share premium	20	434	434
Capital contributions	20	20,411	18,202
Reserves	20	(625,762)	(706,384)
Retained earnings	20	4,210,237	4,437,071
Total equity attributable to equity holders of Turkcell Iletisim Hizmetleri AS		5,241,524	5,385,527
Minority interest	20	31,008	58,116
Total equity		5,272,532	5,443,643
Liabilities			
Loans and borrowings	23	168,531	130,020
Employee benefits	24	26,800	26,717
Provisions	26	84,665	4,490
Other non-current liabilities	22	255,727	227,511
Deferred tax liabilities	16	128,374	130,491
Total non-current liabilities		664,097	519,229
Bank overdraft	19	4,547	4,372
Loans and borrowings	23	607,677	655,909
Income taxes payable	10	107,491	126,585
Trade and other payables	27	917,835	964,421
Due to related parties	32	7,773	21,032
Deferred income	25	223,734	250,386
Provisions	26	70,568	82,349
Total current liabilities		1,939,625	2,105,054
Total liabilities		2,603,722	2,624,283
Total equity and liabilities		7,876,254	8,067,926

The notes on page 7 to 88 are an integral part of these consolidated interim financial statements.

TURKCELL ILETISIM HIZMETLERI AS AND ITS SUBSIDIARIES

CONSOLIDATED INTERIM INCOME STATEMENT

For the six and three months ended 30 June 2009

(Amounts expressed in thousands of US Dollars unless otherwise indicated except share amounts)

	Note	Six months ended		Three months ended	
		30 June 2009	30 June 2008	30 June 2009	30 June 2008
Revenue	7	2,681,073	3,329,438	1,397,968	1,755,058
Direct cost of revenue		(1,372,045)	(1,672,115)	(741,390)	(847,013)
Gross profit		1,309,028	1,657,323	656,578	908,045
Other income		8,410	2,398	3,624	148
Selling and marketing expenses		(515,712)	(658,757)	(277,038)	(366,119)
Administrative expenses		(123,448)	(145,608)	(63,586)	(73,400)
Other expenses		(10,068)	(22,485)	(6,599)	(21,617)
Results from operating activities		668,210	832,871	312,979	447,057
Finance income	9	172,822	311,149	30,692	85,800
Finance expenses	9	(102,622)	(31,238)	(69,012)	(15,338)
Net finance income/(expense)		70,200	279,911	(38,320)	70,462
Share of profit of equity accounted investees	13	24,773	49,243	15,139	29,376
Profit before income tax		763,183	1,162,025	289,798	546,895
Income tax expense	10	(167,545)	(245,210)	(47,406)	(118,858)
Profit for the period		595,638	916,815	242,392	428,037
Attributable to:					
Equity holders of Turkcell Iletisim Hizmetleri AS		590,005	913,236	245,782	426,446
Minority interest		5,633	3,579	(3,390)	1,591
Profit for the period		595,638	916,815	242,392	428,037
Basic and diluted earnings per share (in full USD)	21	0.268184	0.415107	0.111719	0.193839

The notes on page 7 to 88 are an integral part of these consolidated interim financial statements.

TURKCELL ILETISIM HIZMETLERI AS AND ITS SUBSIDIARIES

CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE

INCOME AND EXPENSE

For the six and three months ended 30 June 2009

(Amounts expressed in thousands of US Dollars unless otherwise indicated except share amounts)

	Six months ended		Three months ended	
	30 June 2009	30 June 2008	30 June 2009	30 June 2008
Profit for the period	595,638	916,815	242,392	428,037
Other comprehensive (expense)/income:				
Foreign currency translation differences	(26,874)	(256,291)	511,516	212,159
Net change in fair value of available-for-sale securities	1,753	(11,844)	1,096	(9,908)
Income tax on other comprehensive income	2,625	2,330	3,111	1,117
Other comprehensive (expense)/income for the period, net of income tax	(22,496)	(265,805)	515,723	203,368
Total comprehensive income for the period	573,142	651,010	758,115	631,405
Attributable to:				
Equity holders of Turkcell Iletisim Hizmetleri AS	567,086	643,811	760,846	629,759
Minority interest	6,056	7,199	(2,731)	1,646
Total comprehensive income for the period	573,142	651,010	758,115	631,405

The notes on page 7 to 88 are an integral part of these consolidated interim financial statements.

TURKCELL ILETISIM HIZMETLERI AS AND ITS SUBSIDIARIES

CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2009

(Amounts expressed in thousands of US Dollars unless otherwise indicated except share amounts)

	Attributable to equity holders of the Company										
	Share Capital	Capital Contribution	Share Premium	Legal Reserves	Fair Value Reserve	Reserve for Minority Put Option	Translation Reserve	Retained Earnings	Total	Minority Interest	Total Equity
Balance at 1 January 2008	1,636,204	-	434	256,834	5,481	-	669,598	3,224,526	5,793,077	138,128	5,931,205
Total comprehensive income and expense											
Profit or loss	-	-	-								