



TIM PARTICIPAÇÕES S.A.
Publicly Held Company
CNPJ/MF 02.558.115/0001-21
NIRE 33.300.276.963

MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON FEBRUARY 22ND, 2017

DATE, TIME AND PLACE: February 22nd 2017, at 10:00 a.m., in the City and State of Rio de Janeiro.

PRESENCE: The Board of Directors' Meeting of TIM Participações S.A. ("Company"), was held at the date, time and place above mentioned, with the presence of Messrs. Adhemar Gabriel Bahadian, Alberto Emmanuel Carvalho Whitaker, Franco Bertone, Herculano Aníbal Alves, Manoel Horacio Francisco da Silva, Mario Di Mauro, and Stefano De Angelis either in person or by means of videoconference, as provided in paragraph 2, Article 25 of the Company's By-laws. The meeting was also attended by Mr. Jaques Horn, Legal Officer and Secretary. Justified the absence of Messrs. Francesca Petralia, Piergiorgio Peluso and Oscar Cicchetti.

BOARD: Mr. Franco Bertone – Chairman; and Mr. Jaques Horn – Secretary.

AGENDA: **(1)** To acknowledge on the activities carried out by the Control and Risks Committee; **(2)** To acknowledge on the activities carried out by the Statutory Audit Committee; **(3)** Update on the amendments to the General Telecommunications Law (LGT); and **(4)** To analyze the results of the Self-Assessment Questionnaire of the Board of Directors for the year 2016.

RESOLUTIONS: Upon review and discussion of the subjects included on the Agenda, the Board Members, unanimously by those present at the meeting and with the expressed abstention of the legally restricted, decided to register the discussions as follows:

(1) Acknowledged on the activities carried out by the Control and Risks Committee ("CCR"), at its meeting held on February 21st, 2017, in accordance with the report presented by Mr. Franco Bertone, President of the CCR.

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(2) Acknowledged on the activities carried out by the Statutory Audit Committee (“CAE”), at its meeting held on February 21st, 2017, in accordance with the report presented by Mr. Alberto Whitaker, Coordinator of the CAE.

(3) Mr. Mario Girasole, Regulatory and Institutional Affairs Officer, presented the main changes proposed by the Bill No. 79/2016 (Bill 3.453/2015), which amends the Law No. 9.472/1997, known as the General Telecommunications Law, with emphasis on the impacts incurred on the Company's operations, in accordance to the material filed at the Company's head offices.

(4) Acknowledged on the results of the Self-Assessment Questionnaire, answered by the Board of Directors Members, for the year 2016, and discussed their results.

CLARIFICATIONS AND CLOSING: With no further issues to discuss, the meeting was adjourned and these minutes drafted as summary, read, approved and signed by all attendees Board Members: Messrs. Adhemar Gabriel Bahadrian, Alberto Emmanuel Carvalho Whitaker, Franco Bertone, Herculano Aníbal Alves, Manoel Horacio Francisco da Silva, Mario Di Mauro, and Stefano De Angelis.

I herein certify that these minutes are the faithful copy of the original version duly recorded in the respective corporate book.

Rio de Janeiro (RJ), February 22nd, 2017.

JAQUES HORN

Secretary