



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 6th, 2019

DATE, TIME AND PLACE: February 6th, 2019, at 9.00 am, at the head office of TIM Participações S.A. ("Company"), domiciled at Avenida João Cabral de Mello Neto, nº 850 - Torre Norte, 12^o andar, Sala 1212, Barra da Tijuca, in the City and State of Rio de Janeiro.

PRESENCE: The Board of Directors' Meeting of the Company was held at the date, time and place mentioned above, with the presence of Messrs. João Cox Neto; Alberto Emmanuel Carvalho Whitaker; Celso Luis Loducca; Herculano Anibal Alves; Mario Di Mauro; Raimondo Zizza and Stefano De Angelis, either in person or by means of videoconference, as provided in paragraph 2, Article 25 of the Company's Bylaws. Justified absence of Messrs. Agostino Nuzzolo and Piergiorgio Peluso.

BOARD: Mr. João Cox Neto - Chairman; and Mr. Jaques Horn - Secretary.

AGENDA: **(1)** To resolve on the composition of the Company's Board of Directors; **(2)** To acknowledge on the activities carried out by the Statutory Audit Committee; **(3)** To resolve on the Company's Budget for the year of 2019.

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

(1) Acknowledged on the resignation letter presented by Mr. Giovanni Ferigo on January 11th, 2019, effective immediately, to his position as Board Member of the Company. The Board members thanked Mr. Ferigo for his commitment and dedication in the performance of his duties throughout his mandate.

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(1.1) Due to the resignation presented and the vacancy of the position of member of this Board, the Board Members resolved, unanimously, pursuant to Section 22, XXI of the Company's By-laws, to elect, for the referred position, Mr. **Pietro Labriola**, Italian, under stable union, bachelor in Business Administration, bearer of the Italian passport Nr. YB2380184, valid through March 23rd, 2028, enrolled in the taxpayers' roll (CPF/MF) Nr. 074.053.501.35, domiciled at Via Marco Ulpio Trainano, Nr. 33-A, 20149, in the City of Milan, Italy, pursuant to Article 150 of Law No. 6.404/76 and to paragraph 2, Article 20 of the Company's By-laws, with mandate until the Annual Shareholders' Meeting to be held in the year of 2019. The investiture and position as administrator of the Company are subject to the visa authorization to be granted by the *Coordenação Geral de Imigração do Ministério do Trabalho e Emprego*, as provided by the laws in force, at which occasion all the powers needed will be granted. Once the visa authorization has been granted, Mr. Pietro Labriola will present the term of investiture and required documents, duly signed, within the legal term.

(2) Acknowledged on the activities carried out by the Statutory Audit Committee ("CAE") at its meeting held on January 22nd, 2019, as per Mr. Alberto Emmanuel Carvalho Whitaker's report, Coordinator of the CAE.

(3) Upon the presentation made by Messrs. Sami Foguel, Chief Executive Officer of the Company, and Adrian Calaza, Chief Financial Officer and Investor Relations Officer of the Company, the Board Members **approved** the Company's and its subsidiary annual budget for the year of 2019.

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: João Cox Neto; Alberto Emmanuel Carvalho Whitaker; Celso Luis Loducca; Herculano Anibal Alves; Mario Di Mauro; Raimondo Zizza 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.



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FEBRUARY 6th, 2018**

Rio de Janeiro (RJ), February 6th, 2019.

JAQUES HORN

Secretary