



TIM PARTICIPAÇÕES S.A
Publicly-held Company
Corporate Taxpayer's ID (CNPJ/MF): 02.558.115/0001-21
Corporate Registry (NIRE): 33.300.276.963

NOTICE TO THE MARKET

TIM Participações S.A. ("Company") (BM&FBOVESPA: TIMP3; NYSE: TSU), pursuant to Article 3 of CVM instruction 358/02, informs its shareholders and the market in general that its indirect controlling shareholder, Telecom Italia S.p.A., issued a notice to the market on which informs, among other topics, the receiving by the Board of Directors, of a preliminary material, resulting from studies conducted by its management on January 16 of this year, concerning the procedures to be adopted for managing any extraordinary transaction concerning its stake on TIM Brazil group.

Following free translation of the statement in the section that addresses the aforementioned material below.

Rio de Janeiro, February 06th, 2014.

TIM Participações
Rogerio Tostes
Investor Relations Officer

"TELECOM ITALIA - PRESS RELEASE

The Board of Directors received the results of the analysis and drafting work entrusted to the management on 16 January 2014 for the purpose of establishing a procedure to manage any extraordinary transaction relating to Telecom Italia shareholdings in Tim Brazil group companies.

The document was unanimously adopted, and is being published on the company's website. The procedure meets the highest standards of governance and regulates the investigation and decision-making process for any transaction that may result in the transfer to any entity other than Telecom Italia of its holdings in the Tim Brasil Group. The procedure will also apply to possible transactions involving assets or branches of business for a value, even cumulative, exceeding 2 billion euros.



As decided in the meeting of 16 January, the Board of Directors then obtained the results of the governance benchmarking analysis, conducted on a panel including the largest listed companies on Borsa Italiana, as well as European peers. The purpose of the exercise was to gather information, rather than to make decisions.”

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