



**TIM PARTICIPAÇÕES S.A.**

Publicly-Held Company

CNPJ/MF 02.558.115/0001-21

NIRE 33.300.276.963

**CALL NOTICE – ANNUAL AND EXTRAORDINARY SHAREHOLDERS’ MEETING**

The Shareholders of TIM Participações S.A. (“Company”) are called upon, as set forth in the Section 124 of the Brazilian Law Nr. 6,404/1976, to attend the Company’s Annual and Extraordinary Shareholders’ Meeting to be held on March 28<sup>th</sup>, 2019, at 11am, at Avenida João Cabral de Mello Neto, nº 850, South Tower, 13<sup>rd</sup> floor, Barra da Tijuca, in the City and State of Rio de Janeiro, in order to resolve on the following Agenda:

**On Annual Shareholders’ Meeting:**

**(1)** To resolve on the management’s report and the financial statements of the Company, dated as of December 31<sup>st</sup>, 2018; **(2)** To resolve on the management’s proposal for the allocation of the results related to the fiscal year of 2018 and the distribution of dividends by the Company; **(3)** To resolve on the composition of the Board of Directors of the Company; **(4)** To elect the Company’s Board Members; **(5)** To resolve on the composition of the Fiscal Council of the Company; **(6)** To elect the effective and alternate members of the Fiscal Council; and **(7)** To resolve on the Compensation Proposal for the Company’s Administrators, members of the Committees and the members of the Fiscal Council of the Company, for the year of 2019.

**On Extraordinary Shareholders’ Meeting:**

**(1)** To resolve on the proposal for the extension of the Cooperation and Support Agreement, through the execution of its 12<sup>th</sup> amendment, to be entered into between Telecom Italia S.p.A., on the one hand, and TIM S.A., on the other hand.



### General Instructions:

1. All the documents and information regarding the subjects to be analyzed and resolved on at the Shareholders' Meeting are at the Shareholders' disposal at the Company's head office, as well as on the websites [www.tim.com.br/ri](http://www.tim.com.br/ri), [www.cvm.gov.br](http://www.cvm.gov.br) and [www.bmfbovespa.com.br](http://www.bmfbovespa.com.br).

2. In accordance with Section 4 of CVM Instruction Nr. 481/09 and for the purposes of CVM Instruction Nr. 165/1991, we inform that the minimum percentage of participation in the Company's voting capital to request the adoption of the multiple voting process in the election of the Board of Directors is of five percent (5%). It shall be noted the legal period of 48 hours before the Shareholder's Meeting to request the adoption of the multiple voting process, in accordance with the first paragraph of Section 141 of Law Nr. 6,404/1976.

3. The Shareholders' may participate either in person or represented by a duly constituted proxy, as provided by Article 126 of Law Nr. 6,404/1976 and by the sole paragraph of Article 12 of the Company's By-laws, as well as by distance voting ballot, following the detailed guidelines below:

- a. **In person:** A Shareholder who chooses to participate in person must send a copy of the identity document and of the respective shareholding statement, issued at least five (5) business days prior to the Shareholders' Meeting, within two (2) business days prior to the Shareholders' Meeting;
- b. **By proxy:** The Shareholder to be represented at the Shareholders' Meeting must send to the Company's head office the respective supporting documentation of its representation, including the power of attorney and/or the articles of incorporation related to the appointment, as the case may be, and the identification documents of the representative, within two (2) business days prior to the Shareholders' Meeting;



c. **By distance voting ballot:** The Shareholder that, pursuant to CVM Instruction Nr. 481/2009, chooses to participate by distance voting ballot, must send the instructions for filing the form to its respective custodian agents or the depositary institution of the Company's shares, or must send the form directly to the Company, in any case, up to seven (7) days prior to the Shareholders' Meeting, as informed in the Management's Proposal.

4. The documents mentioned herein shall be forwarded as follows: TIM Participações S.A., Investor Relations Officer, Mr. Adrian Calaza, Avenida João Cabral de Mello Neto, 850, North Tower, 12<sup>nd</sup> floor, Barra da Tijuca, in the City and State of Rio de Janeiro.

Rio de Janeiro (RJ), February 25<sup>th</sup>, 2019.

**João Cox Neto**

Chairman of the Board of Directors