



**TIM PARTICIPAÇÕES S.A.**

Publicly-Held Company

CNPJ/MF 02.558.115/0001-21

NIRE 33.300.276.963

**CALL NOTICE –EXTRAORDINARY SHAREHOLDERS’ MEETING**

The Shareholders of TIM Participações S.A. (“Company”) are called upon, as set forth in Section 124 of Brazilian Law No. 6,404/1976, to attend the Company’s Extraordinary Shareholders’ Meeting to be held on December 12<sup>th</sup>, 2013, at 11 a.m., at the Company’s head office, located at Avenida das Américas, No. 3,434, 1<sup>st</sup> Building, 6<sup>th</sup> floor, Barra da Tijuca, in the City and State of Rio de Janeiro, for resolution on the **Company’s By-laws reform and consolidation** specially for the purpose of: (1) approving the establishment of the Statutory Audit Committee and, consequently, adjusting the provisions addressing the competence of the Fiscal Council, the Shareholders’ Meeting, the Board of Directors and the Board of Statutory Officers; and (2) adjusting the wording of the provisions concerning the corporate purpose of the Company.

**General Instructions:**

1. All documents and information pertinent to the subjects to be analyzed and resolved 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. Any Shareholder interested in exercising its voting right in this Shareholder’s Meeting may do so through the website [www.tim.com.br/ri](http://www.tim.com.br/ri).
3. Any shareholders or their qualified representatives shall observe the provisions set forth in Section 126 of the Brazilian Law No. 6,404/1976 and the sole paragraph of Section 12 of the Company’s By-Laws for participation in the Shareholders’ Meeting called herein. Accordingly, shareholders to be represented at the Shareholders’ Meeting shall deposit at the Company’s headquarter the respective documentation which support such shareholders’ representation, including any power of attorney and/or articles of incorporation and corporate acts related to the appointment, as the case may be, and the representative’s identification document, at least two (02) business days prior to the Shareholders’ Meeting. Within the same time limit, the holders of book entry shares or shares held in custody shall deposit copies of the identity card and the respective share statement issued at least five (05) business

days prior to the Shareholders' Meeting. The documentation mentioned herein shall be forwarded to the following address: TIM Participações S.A., Investor Relations Officer, Mr. Rogério Tostes Lima, Avenida das Américas, No. 3,434, 1<sup>st</sup> Building, 6<sup>th</sup> floor, Zip Code: 22.640-102, Barra da Tijuca, in the City and State of Rio de Janeiro.

Rio de Janeiro (RJ), October 31<sup>st</sup>, 2013.

**Franco Bertone**

Chairman of the Board of Directors