



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 NOVEMBER 29th, 2017

DATE, TIME AND PLACE: November 29th, 2017, at 10.00 a.m., at TIM Participações S.A.'s head offices, 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. Alberto Emmanuel Carvalho Whitaker, Enrico Barsotti, Enrico Zampone, Herculano Aníbal Alves, Manoel Horacio Francisco da Silva, Mario Cesar Pereira de Araujo, Nicoletta Montella, Sabrina Valenza and Stefano De Angelis, either in person or by means of videoconference, as provided in paragraph 2, Section 25 of the Company's By-laws. The meeting was also attended by Mr. Jaques Horn, Legal Officer and Secretary. It is recorded that Mr. Mario Di Mauro attended in the meeting from item (3) of the Agenda, after his election.

BOARD: Mr. Mario Cesar Pereira de Araujo – Chairman; and Mr. Jaques Horn – Secretary.

AGENDA: **(1)** To resolve on the composition of the Board of Directors; **(2)** To resolve on the composition of the Compensation Committee; **(3)** To acknowledge on the activities carried out by the Statutory Audit Committee; **(4)** To acknowledge on the activities carried out by the Control and Risks Committee; and **(5)** To resolve on agreement(s) for the supply of goods and/or services between, on one side, the subsidiaries of the Company, TIM Celular S.A. ("TCEL") e/ou TIM S.A., and related parties, on the other side.

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) Resolved, unanimously, to elect Mr. **Mario Di Mauro**, Italian, married, Bachelor in Economics, bearer of the Italian Passport Nr. AA2248135, valid through June 26th, 2018, domiciled at Corso d'Italia, 41 – 00198, Rome, Italy, for the position of Board of Directors' Member, by co-optation, to be ratified on the next Shareholders Annual Meeting pursuant to the Article 150 of the Brazilian Law

CONT. MINUTES OF THE BOARD OF DIRECTORS' MEETING OF TIM PARTICIPAÇÕES S.A.

November 29th, 2017

Nr. 6,404/1976. In view of the above, the Company's Board of Directors shall be composed by Messrs: Alberto Emmanuel Carvalho Whitaker, Enrico Barsotti, Enrico Zampone, Herculano Aníbal Alves, Manoel Horacio Francisco da Silva, Mario Di Mauro, Mario Cesar Pereira de Araujo, Nicoletta Montella, Sabrina Valenza e Stefano De Angelis, all members with term of office until the Annual Shareholders' Meeting of the year 2019. The elected hereby declares, under penalty of law, that he is not involved in any of the crimes provided for by law that prevents him from performing business activities, in accordance with Article 147 of Law 6,404/ 1976. The instrument of investiture, the statement provided by the CVM Instruction Nr. 367/2002, the statements provided in Sections 18 and 19 of the Company's By-laws and other statements were duly signed and presented to the Board of Directors.

(2) The Board of Directors **indicated and elected** Mr. Mario Di Mauro to compose the Compensation Committee ("CR"). The member hereby elected will have term of office until the Annual Shareholders' Meeting of the Company to be held in the year of 2019.

(3) **Acknowledged** on the activities carried out by the Statutory Audit Committee ("CAE"), at its meeting held on November 28th, 2017, in accordance with the report presented by Mr. Alberto Emmanuel Carvalho Whitaker, Coordinator of the CAE.

(4) **Acknowledged** on the activities carried out by the Control and Risks Committee ("CCR"), at its meeting held on November 28th, 2017, in accordance with the report presented by Mr. Herculano Aníbal Alves, Chairman of the CCR.

(5.1) **Approved** the agreements for the supply of services between TCEL and Telecom Italia Sparkle S.p.A, all based on the Statutory Audit Committee's favorable opinion at its meeting held on November 28th, 2017, and according to the material presented, which is filed at the Company's head offices.

(5.2) **Approved** the agreement for the supply of services between TIM S.A. and Telecom Italia Sparkle S.p.A, all based on the Statutory Audit Committee's favorable opinion at its meeting held on November 28th, 2017, and according to the material presented, which is filed at the Company's head offices.

(5.3) **Approved** the agreement for the supply of services between TIM S.A. and Zmais Agência de Publicidade Ltda., all based on the Statutory Audit Committee's favorable opinion at its meeting held



CONT. MINUTES OF THE BOARD OF DIRECTORS' MEETING OF TIM PARTICIPAÇÕES S.A.

November 29th, 2017

on November 28th, 2017, and according to the material presented, which is filed at the Company's head offices

The Company's Board of Executive Officers is hereby authorized to perform all the acts necessary to carry out the deliberations hereby approved.

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: Alberto Emmanuel Carvalho Whitaker, Enrico Barsotti, Enrico Zampone, Herculano Aníbal Alves, Manoel Horacio Francisco da Silva, Mario Cesar Pereira de Araujo, Mario Di Mauro, Nicoletta Montella, Sabrina Valenza 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), November 29th, 2017.

JAQUES HORN

Secretary