



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 APRIL 26th, 2017

DATE, TIME AND PLACE: April 26th, 2017, at 9:00 a.m., 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; Elisabetta Colacchia; Enrico Barsotti; Enrico Zamponi; 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.

BOARD: Mr. Stefano De Angelis – Chairman; and Mr. Jaques Horn – Secretary.

AGENDA: **(1)** To resolve on the election of the Chairman of the Board of Directors; **(2)** To resolve on the election of the Secretary of the Board of Directors; **(3)** To resolve on the composition of the Statutory Audit Committee; **(4)** To resolve on the composition of the Control and Risks Committee; and **(5)** To resolve on the composition of the Compensation Committee.

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) The Board of Directors **indicated and elected** Mr. **Mario Cesar Pereira de Araujo** for the position of Chairman of the Board of Directors of the Company, with mandate until the Annual Shareholders' Meeting of the Company to be held in the year of 2019;

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(2) The Board of Directors, pursuant to its Internal Rules, **indicated and elected** Mr. **Jaques Horn**, Company's Legal Officer, to exercise the duties of the Secretary of the Board of Directors of the Company until the first Board Meeting to be held after the Annual Shareholders' Meeting of the Company to be held in the year of 2019;

(3) The Board of Directors **indicated and elected** Messrs. **Alberto Emmanuel Carvalho Whitaker**, **Herculano Aníbal Alves** and **Mario Cesar Pereira de Araujo** to compose the Statutory Audit Committee ("CAE"). All Board Members hereby elected to compose the CAE are qualified as Independent Directors, under the provision of the Listing Rules of the Novo Mercado of BM&FBOVESPA S/A – Bolsa de Valores, Mercadorias e Futuros, and pursuant to the Company's By-laws, with mandate until the Annual Shareholders' Meeting of the Company to be held in the year of 2019;

(4) The Board of Directors **indicated and elected** Messrs. **Herculano Aníbal Alves**, **Enrico Zampone**, **Mario Cesar Pereira de Araujo**, and Mses. **Nicoletta Montella** and **Sabrina Valenza** to compose the Control and Risks Committee ("CCR"). All Board Members hereby elected will have mandate until the Annual Shareholders' Meeting of the Company to be held in the year of 2019; and

(5) The Board of Directors **indicated and elected** Messrs. **Mario Cesar Pereira de Araujo** and **Enrico Barsotti**, and Ms. **Elisabetta Colacchia** to compose the Compensation Committee ("CR"). All Board Members hereby elected will have mandate until the Annual Shareholders' Meeting of the Company to be held in the year of 2019.

In addition to the ordinary items discussed in this meeting, it shall be registered that Mses. **Elisabetta Colacchia**, **Nicoletta Montella** and **Sabrina Valenza**, and Messrs. **Enrico Barsotti**, **Enrico Zampone** and **Stefano De Angelis** resigned from their compensation as members of the Board of Directors of the Company, during the period of their mandates.



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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: Messrs. Alberto Emmanuel Carvalho Whitaker; Elisabetta Colacchia; 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.

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), April 26th, 2017.

JAQUES HORN

Secretary