

A free translation from Portuguese into English of Quarterly Financial Information prepared in Brazilian currency and in accordance with the accounting practices adopted in Brazil.

FEDERAL GOVERNMENT SERVICE  
BRAZILIAN SECURITIES COMMISSION (CVM)  
QUARTERLY INFORMATION - ITR  
COMMERCIAL, INDUSTRIAL AND OTHER COMPANIES

Corporate Legislation  
June 30, 2008

REGISTRATION WITH THE CVM DOES NOT IMPLY ANY ANALYSIS OF THE COMPANY. COMPANY MANAGEMENT IS RESPONSIBLE FOR THE ACCURACY OF THE INFORMATION PROVIDED.

01.01 – IDENTIFICATION

1 - CVM CODE <b>01763-9</b>	2 – COMPANY NAME <b>TIM PARTICIPAÇÕES S.A.</b>	3 - National Corporate Taxpayers' Registration Number – CNPJ <b>02.558.115/0001-21</b>
4 – State Registration Number – NIRE <b>33.3.0027696-3</b>		

01.02 - HEAD OFFICE

1 - ADDRESS <b>Avenida das Américas, 3434, Bloco 1 7º andar - parte</b>		2 – SUBURB OR DISTRICT <b>Barra da Tijuca</b>		
3 – POSTAL CODE <b>22640-102</b>		4 – MUNICIPALITY <b>Rio de Janeiro</b>		5 – STATE <b>Rio de Janeiro</b>
6 - AREA CODE <b>21</b>	7 – TELEPHONE <b>4009-3742</b>	8 – TELEPHONE <b>4009-4017</b>	9 – TELEPHONE -	10 – TELEX -
11 - AREA CODE <b>21</b>	12 – FAX <b>4009-3314</b>	13 – FAX <b>4009-3990</b>	14 – FAX -	-
15 - E-MAIL <b>rtostes@timbrasil.com.br</b>				

01.03 - INVESTOR RELATIONS OFFICER (Company Mail Address)

1 – NAME <b>Mario Cesar Pereira de Araujo</b>				
2 – ADDRESS <b>Avenida das Américas, 3434, Bloco 1 7º andar - parte</b>		3 – SUBURB OR DISTRICT <b>Barra da Tijuca</b>		
3 – POSTAL CODE <b>22640-102</b>		4 – MUNICIPALITY <b>Rio de Janeiro</b>		5 – STATE <b>Rio de Janeiro</b>
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15 - E-MAIL <b>rtostes@timbrasil.com.br</b>				

01.04 - GENERAL INFORMATION/INDEPENDENT ACCOUNTANT

CURRENT YEAR		CURRENT QUARTER			PRIOR QUARTER		
1 - BEGINNING	2 – END	3 - QUARTER	4 – BEGINNING	5 – END	6 – QUARTER	7 – BEGINNING	8 – END
<b>01.01.2008</b>	<b>12.31.2008</b>	<b>2</b>	<b>04.01.2008</b>	<b>06.30.2008</b>	<b>1</b>	<b>01.01.2008</b>	<b>03.31.2008</b>
9 - INDEPENDENT ACCOUNTANT <b>Directa Auditores</b>						10 - CVM CODE <b>3670</b>	
11 – PARTNER RESPONSIBLE <b>Ernesto Rubens Gelbcke</b>					12 – INDIVIDUAL TAXPAYERS' REGISTRATION NUMBER OF THE PARTNER RESPONSIBLE <b>062.825.718-04</b>		

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01.05 - CAPITAL COMPOSITION

Number of shares (Thousand)	Current quarter <b>06.30.2008</b>	Prior quarter <b>03.31.2008</b>	Same quarter in prior year <b>06.30.2007</b>
<b>Paid-up capital</b>			
<b>1 – Common</b>	<b>798,351</b>	<b>794,992</b>	<b>793,544</b>
<b>2 – Preferred</b>	<b>1,545,476</b>	<b>1,538,972</b>	<b>1,536,171</b>
<b>3 – Total</b>	<b>2,343,827</b>	<b>2,333,964</b>	<b>2,329,715</b>
<b>Treasury stock</b>			
<b>4 – Common</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>5 – Preferred</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>6 – Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

01.06 – CHARACTERISTICS OF THE COMPANY

1 - TYPE OF COMPANY <b>Commercial, industrial and other</b>
2 – SITUATION <b>Operational</b>
3 – NATURE OF OWNERSHIP <b>Local Private</b>
4 – ACTIVITY CODE <b>1130 – Telecommunication</b>
5 - MAIN ACTIVITY <b>Cellular Telecommunication Services</b>
6 – TYPE OF CONSOLIDATION <b>Full</b>
7 - TYPE OF REPORT OF INDEPENDENT ACCOUNTANT <b>Unqualified</b>

01.07 - COMPANIES EXCLUDED FROM THE CONSOLIDATED FINANCIAL STATEMENTS

1 – ITEM	2 - CNPJ	3 – NAME
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01.08 - DIVIDENDS AND OR INTEREST ON CAPITAL APPROVED AND/OR PAID DURING AND AFTER THE QUARTER

1 – ITEM	2 – EVENT	3 - DATE APPROVED	4 – AMOUNT	5 - DATE OF PAYMENT	6 - TYPE OF SHARE	7 - AMOUNT PER SHARE
01	AGO/E	04/11/2008	Dividends	06/23/2008	PN	0.1377000000

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01.09 - SUBSCRIBED CAPITAL AND CHANGES IN THE CURRENT YEAR

1 – ITEM	2 – DATE OF CHANGE	3 – CAPITAL (IN THOUSANDS OF REAIS)	4 - TOTAL CHANGE (IN THOUSANDS OF REAIS)	5 – NATURE OF CHANGE	7 - NUMBER OF SHARES ISSUED (IN THOUSAND)	8 – SHARE PRICE ON ISSUE DATE (IN REAIS)
<b>01</b>	<b>04.11.2008</b>	<b>7,613,610</b>	<b>63,085</b>	<b>Capital reserves</b>	<b>9,862</b>	<b>6.3967755019</b>

01.10 - INVESTOR RELATIONS OFFICER

1 – DATE	2 – SIGNATURE
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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**Parent Company Balance Sheet - Assets (thousand of reais)**

Code	Heading	06/30/2008	03/31/2008
1	Total assets	7,669,035	7,908,156
1.01	Current assets	41,525	116,241
1.01.01	Cash and cash equivalents	40,989	36,531
1.01.01.01	Cash and Bank	8,721	3,940
1.01.01.02	Short-term investments in the money market	32,268	32,591
1.01.02	Credits	-	-
1.01.02.01	Accounts receivable	-	-
1.01.02.02	Others Credits	-	-
1.01.03	Inventories	-	-
1.01.04	Others	536	79,710
1.01.04.01	Recoverable taxes and contributions	302	268
1.01.04.02	Dividends	-	79,196
1.01.04.03	Others currents assets	234	246
1.02	Noncurrent assets	7,627,510	7,791,915
1.02.01	Noncurrent assets	11,041	9,840
1.02.01.01	Others Credits	6,037	6,007
1.02.01.01.01	Taxes and contributions recoverable	6,037	6,007
1.02.01.02	Related parties	-	-
1.02.01.02.01	Affiliates	-	-
1.02.01.02.02	Subsidiaries	-	-
1.02.01.02.03	Other related parties	-	-
1.02.01.03	others	5,004	3,833
1.02.01.03.01	Judicial deposits	4,710	3,543
1.02.01.03.02	Other assets	294	290
1.02.02	Permanent assets	7,616,469	7,782,075
1.02.02.01	Investments	7,616,469	7,782,075
1.02.02.01.01	Affiliates	-	-
1.02.02.01.02	Affiliates - Agio	-	-
1.02.02.01.03	Subsidiaries	7,612,132	7,777,343
1.02.02.01.04	Subsidiaries - Agio	-	-
1.02.02.01.05	Other investments	4,337	4,732
1.02.02.02	Property, plant and equipment	-	-
1.02.02.03	Intangible	-	-
1.02.02.04	Deferred charges	-	-

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**Parent Company Balance Sheet - Liabilities and shareholders' equity (thousands of reais)**

Code	Heading	06/30/2008	03/31/2008
2	Total liabilities and shareholders' equity	7,669,035	7,908,156
2.01	Current liabilities	29,649	236,236
2.01.01	Loans and financing	-	-
2.01.02	Debentures	-	-
2.01.03	Suppliers	858	1,175
2.01.04	Taxes, charges and contributions	6	9
2.01.05	Dividends payable	25,222	232,642
2.01.06	Provisions	-	-
2.01.07	Related parties	-	-
2.01.08	Other	3,563	2,410
2.01.08.01	Labor liabilities	32	81
2.01.08.02	Othes liabilities	3,531	2,329
2.02	Noncurrent liabilities	30,897	29,363
2.02.01	Noncurrent liabilities	30,897	29,363
2.02.01.01	Loans and financing	-	-
2.02.01.02	Debentures	-	-
2.02.01.03	Provisions	10,228	8,694
2.02.01.03.01	Provision for contingencies	5,102	3,568
2.02.01.03.02	Supplementary pension plan	5,126	5,126
2.02.01.04	Related parties	-	-
2.02.01.05	Advances for future capital increase	-	-
2.02.01.06	Other	20,669	20,669
2.02.02	Deferred income	-	-
2.04	Shareholders' equity	7,608,489	7,642,557
2.04.01	Capital	7,613,610	7,550,525
2.04.02	Capital reserves	34,330	97,415
2.04.03	Revaluation reserves	-	-
2.04.03.01	Own assets	-	-
2.04.03.02	Subsidiaries/affiliates	-	-
2.04.04	Income reserves	102,546	102,546
2.04.04.01	Legal reserve	102,546	102,546
2.04.04.02	Statutory reserve	-	-
2.04.04.03	Reserves for contingencies	-	-
2.04.04.04	Unearned income reserve	-	-
2.04.04.05	Retained earnings	-	-
2.04.04.06	Special reserve for undistributed dividends	-	-
2.04.04.07	Other income reserves	-	-
2.04.05	Retained earnings	(141,997)	(107,929)
2.04.06	Advances for future capital increase	-	-

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**Parent Company - Statements of operations (thousand of reais)**

Code	Heading	From 04/01/2008 to 06/30/2008	Acumulated From 01/01/2008 to 06/30/2008	From 04/01/2007 to 03/31/2007	Acumulated From 01/01/2007 to 06/30/2007
3.01	Gross revenues	-	-	-	-
3.02	Deductions from gross revenues	-	-	-	-
3.03	Net revenues	-	-	-	-
3.04	Cost of goods sold and services rendered	-	-	-	-
3.05	Gross profit	-	-	-	-
3.06	Operating income (expenses)	(34,068)	(141,997)	33,982	14,517
3.06.01	Selling	-	-	-	-
3.06.02	General and administrative	(883)	(2,717)	(3,220)	(5,862)
3.06.03	Financial income (expenses)	1,052	2,301	266	824
3.06.03.01	Financial income	1,169	2,303	622	1,195
3.06.03.02	Financial expenses	(117)	(2)	(356)	(371)
3.06.04	Other operating income	-	201	4	729
3.06.05	Other operating expenses	(1,819)	(2,218)	(504)	(1,140)
3.06.06	Equity pickup	(32,418)	(139,564)	37,436	19,966
3.07	Operating income	(34,068)	(141,997)	33,982	14,517
3.08	Nonoperating result	-	-	-	-
3.08.01	Income	-	-	-	-
3.08.02	Expenses	-	-	-	-
3.09	Income before taxation and participations	(34,068)	(141,997)	33,982	14,517
3.10	Provision for income and social contribution taxes	-	-	-	-
3.11	Deferred income tax	-	-	-	-
3.12	Participations/statutory contributions	-	-	-	-
3.12.01	Participations	-	-	-	-
3.12.02	Contributions	-	-	-	-
3.13	Reversal of interest on shareholders' equity	-	-	-	-
3.15	Net income for the period	(34,068)	(141,997)	33,982	14,517

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**TIM PARTICIPAÇÕES S.A.**

**NOTES TO THE FINANCIAL STATEMENTS**

**As of June 30, 2008**

**(In thousands of Reais unless otherwise stated)**

**1 Operations**

TIM Participações S.A. (“TIM Participações” or the “Company”), is a publicly-held company controlled by TIM Brasil Serviços e Participações S.A., a Telecom Italia Group’s company, who holds interests of 81.32% of its voting capital and 69.85% of its total capital.

The Company’s main operations comprise, among other things, the control of companies exploring telecommunications services, including cellular telephones, in its concession and/or authorization areas.

Through its wholly owned subsidiary TIM Celular S.A. (“TIM Celular”), the Company holds all the capital of TIM Nordeste S.A. (“TIM Nordeste”). TIM Celular operates as a provider of Commuted Fixed Telephone Service (STFC) of the following types: Local, Domestic Long Distance and International Long Distance, and Multimedia Communication Service (SCM) in every Brazilian state. Also, together with its subsidiary, it operates as a provider of Personal Mobile Service in every Brazilian State.

The services provided by the subsidiaries are regulated by ANATEL – Brazilian Telecommunications Agency – in charge of regulating all Brazilian telecommunications. The exploration of the Personal Mobile Service (SMP and the Commuted Fixed Telephone Service (STFC) is for an indefinite period.

The authorization for use of radio-frequency granted to the subsidiaries mature as follows:

TIM Nordeste	Expiry Date	
	Radio-frequencies 800MHz, 900 MHz and 1.800 MHz	Radio-frequencies 3G
<i>Region 1</i>		
Pernambuco	May, 2009	April, 2023
Ceará	November, 2008	April, 2023
Paraíba, Rio Grande do Norte e Alagoas	December, 2008	April, 2023
Piauí	March, 2009	April, 2023
<i>Region 2</i>		
Minas Gerais (except for the “Triângulo Mineiro“(*) municipalities for Radio-frequencies 3G)	April, 2013	April, 2023
<i>Region 3</i>		
Bahia and Sergipe	August, 2012	April, 2023

(\*) **The Far Western region of the state of Minas Gerais.**

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

TIM Celular	Expiry Date	
	Radio-frequencies 800MHz, 900 MHz and 1.800 MHz	Radio- frequencies 3G
<i>Region 1</i> Amapá, Roraima, Pará, Amazonas, Maranhão, Rio de Janeiro and Espírito Santo	March, 2016	April, 2023
<i>Region 2</i> Acre, Rondônia, Mato Grosso, Mato Grosso do Sul, Tocantins, Distrito Federal, Goiás, Rio Grande do Sul (except for Pelotas and the respective region) and Londrina and Tamarana in Paraná.	March, 2016	April, 2023
<i>Region 3</i> São Paulo	March, 2016	April, 2023
<i>Region 4</i> Paraná (except for Londrina and Tamarana) Santa Catarina Pelotas and the respective region in the state of Rio Grande do Sul	September, 2022 September, 2008 April, 2009	April, 2023 April, 2023 April, 2023

Renewal of authorizations

The radio-frequency licensing authorizations for the 800 MHz, 900 MHz and 1800 MHz bands referring to SMP service provision begin to expire in September 2007 (under the Term of Authorization for the State of Paraná except for Londrina and Tamarana) and are renewable for one more 15-year period, requiring payment, at every two-year period, of the equivalent to 2% (two percent) of the prior year's revenue net of taxes, by way of investment under the Basic and Alternative Service Plans. The first payment is scheduled for April 30, 2009.

The authorizations maturing in 2008 are already being renewed at the competent regulatory agency.

**2 Quarterly Information Preparation and Presentation Basis**

a. Preparation and disclosure criteria

The quarterly information was prepared in accordance with accounting practices applicable in Brazil (BR GAAP), based on the Corporate Law; the rules applicable to public telecommunications service concessionaires/authorized companies; CVM – Brazilian Securities Commission standards and procedures; and Ibracon – Brazilian Institute of Independent Auditors' pronouncements.



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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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Because it still holds American Depositary Receipts traded on the New York Stock Exchange – USA, the Company is subject to the rules of the Securities and Exchange Commission (SEC). In order to meet its market needs, it is the Company's principle to disclose information prepared in accordance with the BR GAAP, simultaneously to both markets in Brazilian Reais, in Portuguese and in English.

Assets and liabilities are classified as current when their realization or settlement is estimated to occur in the next twelve months. Otherwise, they are shown as non-current. Monetary assets and liabilities denominated in foreign currencies were converted into Reais at the exchange rate in effect at the balance sheet date. The translation differences were recognized in the statement of income.

b. Changes in preparation and disclosure of the financial statements

The Law 11.638/07, promulgated on December 28, 2007 changes and revokes provisions of the Law 6.404 of December 15, 1976 and Law 6.385 of December 7, 1976. The main objective of this new law, which came into effect on January 1, 2008, was to update Brazilian accounting regulations and consolidate the harmonization thereof with international pronouncements, in particular those issued by the International Accounting Standards Board (IASB) through the International Financial Reporting Standards (IFRS).

The provisions of this Law, which apply to the financial statements for the fiscal years beginning on January 1, 2008, are not deemed as changes in circumstances or estimates. Accordingly, as a rule, the new practices introduced by Law 11,638/07 should be retroactive, as though they were used in the periods under examination. To this end, the standard dealing with "Accounting Practices, Changes in Accounting Estimates and Correction of Errors", approved by the Brazilian Securities Commission (CVM) Deliberation no. 506 must be observed. In the specific case of the Company, whose financial statements for the year ending December 31, 2008 are presented comparatively with those of 2007, the opening balances of adjustments will be shown (as of January 1, 2007), so that the two years are presented in accordance with the same accounting practices.

On May 2, 2008, the Brazilian Securities Commission (CVM) issued Instruction 469/08, which partially standardized Law 11.638/07, establishing minimum requirements for quarterly information (ITR) presentation throughout 2008. This instruction, under certain conditions, allows companies to fully adopt the provisions of the above mentioned Law. Because it did not opt for this alternative, in presenting its ITR in the year 2008, the Company's Management applied Law 11,638/07 to the minimum extent required by CVM Instruction 469.

The Company's assessment of the impact of Law 11.638/07 showed that among the items mandatory applicable in accordance with the Instruction 460/08 are:

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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- Adjustment to present value of any long-term and current assets and liabilities deemed relevant. After evaluating the impact of this change, the Company's Management concluded that the amounts payable in connection with exploration of the 3G network would have relevant effects on the quarterly information. As a consequence, they were adjusted to present value, as disclosed in Note 12. On the other current and long-term assets and liabilities no relevant effects of adjustment to present value were identified, which might be reflected in the consolidated quarterly information.
- Investments in affiliates on whose management a company has significant influence or in which it holds 20% of the voting capital (rather than the total capital, as before), and in subsidiaries and other companies pertaining to a single group or who are under common control at the moment must be valued on the equity method.
- Revocation of the permission to record premium received on debenture issuance. The Company has not performed transactions involving this kind of premium.

Revocation of the permission to directly record donations and subventions for investment (including fiscal incentives) as capital reserves in a "Shareholders' Equity" account. This means that donations and subventions for investment will begin to be recorded as "Income for the Year". However, any government-related amounts may be appropriated to a "Fiscal Incentive Reserve", after being reclassified as shareholders' equity. In preparing its consolidated financial statements, the Company has complied with these requirements.

- The revaluation reserve under the shareholders' equity was replaced by an adjustment account under the heading "Assets Evaluation Adjustments". While not recorded as income for the year, on the accrual basis, the counter entries to increases and decreases in assets and liabilities valued at market will be classified as assets evaluation adjustments. The Company and its subsidiaries do not have revaluation reserves.
- Stock-based yield: Should the Company have any stock-based yield with the characteristics of expenses, its effect should be recognized as income for the year. The Company does not have this kind of yield.

The Company Management's assessed the other changes introduced by Law 11.638/07 in its financial statements for the year ending December 31, 2008. The main effects of these changes can be described as follows:

- Creation of a new group of accounts under the heading "Intangibles", for balance sheet presentation purposes. In this group of accounts are intangible assets intendeds for maintenance of the Company's operations, including the goodwill acquired. The Company has adopted this practice since June 30, 2008, and accordingly, a reclassification as "Intangibles" is required as of March 31, 2008 of R\$2,023,556 referring to software licensing, constructions in progress and others, originally recorded as "Property, Plant and Equipment".

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

- The financial assets including derivative instruments, intended for trading or sale, should be valued and recorded at market. The other assets are to be valued at the acquisition cost or issuance value, restated as legally required or contracted and adjusted to their probable realizable value, if this is lower. The effects of determination of market value of financial instruments, including the effects shown comparatively to March 31, 2008 are shown in Note 31.
- The preparation of cash flow and value-added statements, in the place of the statement of changes in financial position becomes mandatory. The Company is already complying with this requirement.

c. Consolidated Quarterly Information

The consolidated quarterly information includes assets, liabilities and the consolidated results of operations of the Company and its subsidiaries TIM Celular e TIM Nordeste, respectively, as follows:

	% Participation			
	06/2008		03/2008	
	Direct	Indirect	Direct	Indirect
TIM Participações				
TIM Celular	100.00	-	100.00	-
TIM Nordeste	-	100.00	-	100.00

The quarterly information on subsidiaries included in consolidation coincides with those of the parent company and the accounting policies were consistently applied by the consolidated companies in relation to the previous year.

The main consolidation procedures are as follows:

- Elimination of intercompany consolidated assets and liabilities accounts;
- Elimination of participation in capital, reserves and retained earnings of the subsidiaries;
- Elimination of consolidated intercompany revenues and expenses;

d. Comparability of the Quarterly Information

In order to continuously improve their corporate governance level and presentation of the quarterly information, and especially ensure compliance with CVM's and international accounting practices applicable to their field of activity, the Company and its subsidiaries have analyzed the best accounting practices used in their industry. The results are changes with the effects described below and other effects on the financial statements adjusted in relation to those previously published and made available to the shareholders.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### 04.01 – EXPLANATORY NOTES

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The Company reclassified related-party receivables and payables amounting to R\$11,272 and R\$47,536, respectively, as of June 30, 2007, according to their nature, i.e., accounts and loans receivable (under the heading “Other Assets”) and accounts payable, in accordance with the respective realization periods. In this context, the amounts referred to above, originally presented as non-current assets and liabilities, were reclassified as current.

Under “Permanent Assets” was R\$1,980,485 referring to software licensing, constructions in progress and others, originally recorded as “Property, Plant and Equipment” and reclassified as “Intangibles” as of June 30, 2007.

e. Statements of cash flow and value added

The Company includes in Note 36 the statements of cash flow and value added. These statements were prepared in accordance with IBRACON NPC no. 20 (Accounting Standards and Procedures) and CFC (Federal Accounting Council) Resolution 1.010, respectively.

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### 3 Summary of the main accounting practices

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a. Cash and cash equivalents

These comprise movement account balances and short-term investments in the money market realizable in up to 90 days as from the balance sheet date.

b. Short-term investments in the money market

These comprise investments in the money market maturing in over 90 days as from the balance sheet date, which are shown at cost plus the related earnings up to the balance sheet date, and limited to market value, where applicable.

c. Accounts receivable

Accounts receivable from the telecommunications service costumers are calculated at the tariff rate ruling on the date of service-rendering, including credits for services rendered but not billed until the balance sheet date, receivables from network use and receivables from sales of cell phone sets and accessories.

d. Allowance for doubtful accounts

The allowance for doubtful accounts shown as reduction of accounts receivable is recorded based on the customer base profile, the aging of past due accounts, the economic scenario and the risks involved in each case. The allowance amount is considered sufficient to cover possible losses on receivables.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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e. Inventories

Inventories are stated at the average acquisition cost, which does not exceed the market value or net realizable value.

f. Prepaid expenses

The prepaid expenses are shown at the amount actually disbursed and not yet incurred.

The subsidized sales of phone sets and mini modems under the post-paid system are deferred and amortized over at least the duration of the service contract signed by clients (12 and 18 months, respectively) in 2007 and 12 months as from 2008. The contractual fine for clients who cancel their subscriptions or migrate to the prepaid system before the end of their contracts is invariably higher than the subsidy granted for sales of phone sets and mini modems.

g. Investments

The investments in subsidiaries are valued by the equity method. The other investments are shown at cost, net of the provision for devaluation, where applicable.

The economic basis for TIM Celular goodwill was its expected profitability. It is amortized on a straight-line basis in ten years through 2010.

h. Property, plant and equipment

The property, plant and equipment items are shown at the acquisition and/or construction cost net of accumulated depreciation, which is calculated on the straight-line method over the useful life of assets involved. Any repair and maintenance costs incurred representing improvement, higher capacity or longer useful life is capitalized, whereas the others are recorded as income.

Interest and other financial charges on financing taken for funding construction work in progress (assets and facilities under construction) are capitalized up to the startup date.

The estimated costs to be incurred on disassembly of towers and equipment in property rented are capitalized and depreciated over the useful lives of these assets.

The long-term assets, especially property, plant and equipment, are periodically reviewed to determine the need for recording a provision for losses on any such items and recovery thereof.

The estimated useful lives of all property, plant and equipment items are regularly reviewed considering technological advances.

i. Intangibles

Intangibles are stated at the acquisition cost, net of accumulated amortization. Amortization expenses are calculated on the straight-line method over the useful life of assets.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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The estimates of useful lives of property, plant and equipment are regularly reviewed in order to reflect technological changes.

j. Deferred charges

The deferred charges comprise pre-operating expenses and financial costs of the required working capital at the subsidiaries' pre-operating stage, which are amortized on the straight-line basis in ten years from the date the subsidiaries become operative.

k. Liabilities

These are recognized in the balance sheet when the Company has a legal obligation or one arising from past events, the settlement of which may require disbursement of economic resources. Some liabilities involve uncertainties concerning the term and value, being estimated as incurred and recorded by means of a provision. The provisions are recorded based on the best estimates of related risks.

l. Income tax and social contribution

The provision for income tax and social contribution was calculated in accordance with pertinent legislation in force at the balance sheet date. Income tax is calculated at 15% on taxable income, plus 10% surtax on portions exceeding R\$240 in a 12-month period. Social contribution is calculated at 9% on taxable income recognized on the accrual basis. As a consequence, temporarily non-deductible expenses included in the book value of income or temporarily non-deductible revenues excluded from taxable income give rise to deferred tax credits and debits.

Prepaid amounts or those which can be offset are shown as current or non-current assets, depending on the prospects of realization.

The deferred income tax and social contribution on accumulated tax losses and negative social contribution basis and on temporary differences are calculated based on the expected taxable income generation in the future, net of the provision for adjustment to the recovery value, set up in accordance with CVM Instruction 371/02.

Pursuant to the Northeast Development Agency ADENE's Constitutive Reports 0144/2003 and 0232/2003 of March 31, 2003, TIM Nordeste became a beneficiary of a fiscal incentive consisting of: i) 75% reduction of income tax and non-reimbursable surtaxes, for a 10-year period from fiscal 2002 through 2011, calculated based on the exploration profit deriving from implementation of its installed capacity for digital mobile cell telephony services; and (ii) 37.5%, 25% and 12.5% reduction of income tax and non-reimbursable surtaxes for the fiscal years 2003, 2004-2008 and 2009-2013, respectively, calculated based on the exploration profit deriving from implementation of its installed capacity for analogical mobile cell telephony services.

m. Provision for contingencies

This provision is set up based on the opinion of the Companies' internal and external lawyers and management, in an amount deemed sufficient to cover probable losses and risks. Possible losses and risks are disclosed, while remote losses are not.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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n. Assets retirement obligations

Pursuant to the Circular Communication CVM/SNC/SEP no. 01/2007, the subsidiaries record provisions for asset retirement obligations and estimated costs brought to present value, which will be incurred on disassembly of towers and equipment in rented properties.

o. Revenue recognition

Service revenues are recognized as services are provided. Billings are monthly recorded. Unbilled revenues from the billing date to the month end are measured and recognized during the month in which services are provided. Revenues from prepaid telecommunications services are recognized on the accrual basis in the period of utilization. Revenues from the sale of cell phone sets and accessories are recognized as these products are delivered to, and accepted by, end-consumers or distributors. No revenue is recognized if realization is rather uncertain.

p. Derivative instruments

The subsidiaries enter into swap derivative contracts, accounted for on the accrual basis, in order to control exposure to the risk of exchange variation and interest rate fluctuation. Derivative instruments are recorded based on the average curve against financial revenues, and expenses and variations incurred are recognized as adjustments to exchange variations.

These contracts are signed with big, highly experienced financial institutions. The subsidiaries do not sign derivative contracts for commercial or speculative purposes.

q. Pension plans and other post-employment benefits

The Company and its subsidiaries record the adjustments connected with the employees' pension plan obligations according to the rules established by NPC 26 of IBRACON, approved by CVM Deliberation n°. 371, which defines the characteristics of the plan, obligations and events described in Note 32.

r. Employees' profit-sharing

The Company and its subsidiaries monthly record a provision for employees' profit-sharing, based on the targets disclosed to its employees and approved by the Administrative Council. These amounts are recorded as personnel expenses and allocated to profit and loss accounts considering each employee's cost center.

s. Use of estimates

The preparation of the financial statements in conformity with accounting practices adopted in Brazil requires management to make estimates and assumptions concerning the amounts of assets and liabilities recorded, and the disclosure of contingent assets and liabilities at the balance sheet date, as well as the estimation of revenues and expenses for the year. The actual results may differ from those estimates.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**4 Short-term investments in the money market**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>	<b>06/2008</b>	<b>03/2008</b>
Current				
CDB	32,268	32,591	50,227	50,444
Debentures	-	-	7	-
	<u>32,268</u>	<u>32,591</u>	<u>50,234</u>	<u>50,444</u>
Non-current				
CDB	10	10	6,712	3,624
Federal public securities	284	280	284	280
Debentures	-	-	126	13
	<u>294</u>	<u>290</u>	<u>7,122</u>	<u>3,917</u>
	<u>32,562</u>	<u>32,881</u>	<u>57,356</u>	<u>54,361</u>

The company's average yield on TIM Participações' consolidated investments is 103.06 % of the CDI – Interbank Deposit Certificate variation.

These investments are redeemable at any time, with no significant loss on recorded yield, except in the case of long-term investments earmarked for use in connection with legal suits.

**5 Accounts receivable**

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Billed services	1,026,616	1,226,199
Unbilled services	613,257	521,097
Network use	884,110	888,298
Goods sold	640,290	626,520
Other receivables	15,647	9,043
	<u>3,179,920</u>	<u>3,271,157</u>
Allowance for doubtful accounts	(492,429)	(569,378)
	<u>2,687,491</u>	<u>2,701,779</u>



01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

The changes in the allowance for doubtful accounts can be summarized as follows:

	<b>Consolidated</b>	
	<b>06/2008</b> <b>(6 months)</b>	<b>03/2008</b> <b>(3 months)</b>
Opening balance	455,939	455,939
Provision set up	475,028	271,701
Provision written off	(438,538)	(158,262)
Closing balance	<u>492,429</u>	<u>569,378</u>

**6 Inventories**

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Cell phone sets	225,528	210,372
Accessories and prepaid cards	29,313	29,835
TIM chips	22,839	23,785
	<u>268,680</u>	<u>263,992</u>
Provision for adjustment to realizable value	(11,659)	(12,109)
	<u>257,021</u>	<u>251,883</u>

**7 Taxes and contributions recoverable**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>	<b>06/2008</b>	<b>03/2008</b>
Income tax	6,040	6,022	46,516	44,533
Social contribution	-	-	7,418	7,015
ICMS	-	-	499,035	497,499
PIS / COFINS	-	-	164,114	153,050
IRRF recoverable	298	252	4,846	956
Other	1	1	5,437	3,443
	<u>6,339</u>	<u>6,275</u>	<u>727,366</u>	<u>706,496</u>
Current portion	(302)	(268)	(507,182)	(478,285)
Long-term portion	<u>6,037</u>	<u>6,007</u>	<u>220,184</u>	<u>228,211</u>

The parent company's long-term portion basically refers to income tax and social contribution recoverable, whereas the consolidated figure also includes ICMS on the subsidiaries' permanent assets.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

#### 04.01 – EXPLANATORY NOTES

The Company and TIM Celular have filed suits against the alleged unconstitutionality of Law 9.718 for expanding the basis of calculation of taxes dealt with therein, and preventing collection of PIS and COFINS on revenues other than those arising from the Company's sales. However, as they have not had a final favorable sentence, no PIS and COFINS credits have been recorded. According to the Management, there is the probability of a favorable outcome to these companies. The amounts involved are respectively R\$16,924 and R\$39,201, monetarily adjustment.

### 8 Deferred income tax and social contribution

Below, the composition of deferred income tax and social contribution:

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Goodwill paid upon privatization	12,364	49,460
Provision for maintenance of shareholders' equity integrity	(8,160)	(32,643)
Merger-generated tax credit	4,204	16,187

#### *Merger-generated tax credit*

The deferred tax asset relating to the merger-generated tax credit refers to future tax benefit under the restructuring plan started in 2000. As a counter entry to said tax is a special reserve composed of goodwill on shareholders' equity. The tax is realized ratably to estimated future income, over the duration of the authorization granted, which is due to end by July 2008. The amortization of goodwill which reflects the tax benefit is recorded as "Provision for income tax and social contribution".

In the six-month period ended June 30, 2008, R\$25,225 was amortized in connection with the above mentioned goodwill (in the same period of 2007 – R\$25,225).

Also, under the terms of the restructuring plan, the actual tax benefit for each fiscal year will be subsequently capitalized in the name of the controlling shareholder (Note 20-b).

### 9 Prepaid expenses

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Fistel fee	214,126	321,190
Subsidized sale of phone sets and mini-modems	144,798	165,925
Rentals	7,306	8,170
Unpublicized advertising	28,927	47,642
Financial charges on loans	4,364	5,291
Other	8,118	4,776
	407,639	552,994
Current portion	(398,554)	(545,144)
Long-term portion	9,085	7,850

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**10 Investments**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>	<b>06/2008</b>	<b>03/2008</b>
Investments				
Subsidiaries	7,612,132	7,777,343	-	-
Goodwill	4,337	4,732	4,337	4,732
Other	-	-	20	20
	<u>7,616,469</u>	<u>7,782,075</u>	<u>4,357</u>	<u>4,752</u>

(a) Shareholding in subsidiary:

	<b>06/2008</b>	<b>03/2008</b>
	<b>TIM Celular</b>	
<b>- Subsidiary</b>		
Number of shares held	31.506.833.561	31.506.833.561
Participation in total capital	100%	100%
Shareholders' equity	<u>7,612,132</u>	<u>7,777,343</u>
Income (loss) for the year	<u>(139,564)</u>	<u>(107,145)</u>
Equity pickup	<u>(139,564)</u>	<u>(107,145)</u>
Investment amount	7,596,251	7,723,558
Special goodwill reserve (*)	<u>15,881</u>	<u>53,785</u>
Investment amount	<u>7,612,132</u>	<u>7,777,343</u>

(\*) The special goodwill reserve recorded at TIM Nordeste and TIM Celular represents the parent company's rights in future capitalizations. These tax benefits are connected with goodwill paid upon privatization of Tele Nordeste Celular Participações S.A (merged into TIM Participações in August 2004) and Tele Celular Sul Participações S.A. (formerly TIM Participações). This goodwill was recorded against the special goodwill reserve, under "Shareholders' equity". Based on the projected income and the concession duration, in the first two years amortization was at 4% p.a., the remainder, under amortization on the straight-line basis, being due to mature by July 2008.

(b) Changes in investments in subsidiaries:

	<b>06/2008</b>	<b>03/2008</b>
Opening balance	7,884,488	7,884,488
Equity pickup	(139,564)	(107,145)
Capital reduction (i)	(132,792)	-
Closing balance	<u>7,612,132</u>	<u>7,777,343</u>

(i) Capital reduction to stimulate the flow of resources to the parent company.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

(c) Goodwill:

	<b>Parent Company and Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Goodwill on acquisition of TIM Celular's minority shareholding	16,918	16,918
Accumulated amortization	(12,581)	(12,186)
	<u>4,337</u>	<u>4,732</u>

**11 Property, plant and equipment**

	<b>Annual depreciation rate %</b>	<b>Consolidated</b>			
		<b>06/2008</b>			<b>03/2008</b>
		<b>Cost</b>	<b>Accumulated depreciation</b>	<b>Net</b>	<b>Net (adjusted)</b>
Switching / transmission equipment	14,29	7,454,010	(4,680,302)	2,773,708	2,730,639
Loan-for-use handsets	50	897,018	(561,308)	335,710	263,563
Infrastructure	33,33	1,720,335	(823,206)	897,129	876,990
Leasehold improvements	33,33	115,432	(77,132)	38,300	39,351
Computer assets	20	1,055,926	(747,054)	308,872	340,820
General use assets	10	332,382	(125,966)	206,416	207,221
Assets and facilities in use		<u>11,575,103</u>	<u>(7,014,968)</u>	<u>4,560,135</u>	<u>4,458,584</u>
Plots of land		27,213	-	27,213	25,663
Construction in progress		118,928		118,928	283,229
		<u>11,721,244</u>	<u>(7,014,968)</u>	<u>4,706,276</u>	<u>4,767,476</u>

The construction in progress basically refers to the construction of new transmission units (Base Radio Broadcast Station - ERB) for network expansion.

In the six-month period ended June 30, 2008, R\$1,383 of property, plant and equipment was capitalized by the subsidiaries, (March 31, 2008 – R\$948) relating to financial charges on loans taken to finance the construction.

GSM technology implementation

The subsidiaries' operate their service network using TDMA, GSM and 3G technologies. At June 30, 2008, no provision for loss on recovery of property, plant and equipment was deemed necessary. The assets related to TDMA technology are fully depreciated as of June 30, 2008.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**12 Intangibles**

The authorizations for SMP exploitation rights and radio-frequency licensing, Softwares and others, can be thus shown:

	Annual average depreciation rate %	Consolidated			Net (adjusted)	
		06/2008				03/2008
		Cost	Accumulated Amortized	Net		
Software licensing	20	4,384,439	(2,360,611)	2,023,828	1,937,707	
Concession licenses	7 - 20	4,491,097	(1,686,583)	2,804,514	1,641,643	
Assets and facilities in process		15,506	-	15,506	85,463	
Other assets	20	3,039	(2,682)	357	386	
		<u>8,894,081</u>	<u>(4,049,876)</u>	<u>4,844,205</u>	<u>3,665,199</u>	

Acquisition of authorizations – 3G technology

In December 2007, under the ANATEL Invitation to Bid no. 002/2007/SPV, TIM Celular and TIM Nordeste jointly purchased authorizations to use Radio-frequencies at the F, G, and I radio-frequency sub-bands referring to the 3G (UMTS) pattern and corresponding to all the Brazilian states, except the “Triângulo Mineiro” municipalities in the state of Minas Gerais. In April 2008, the terms of authorization to use the 3G Radio-frequencies in the amount of R\$1,324,672 were signed, of which 10% was paid at that time, the remainder – R\$1,192,204 - being payable in a lump sum by December 10, 2008. The balance payable and the corresponding intangibles were recognized at their present value: R\$1,106,527. The discount to present value was based on basic interest rates prevailing in the Brazilian market, taking into consideration based on maturity period of each operation. These authorizations are valid for 15 years and renewable for a further equal period.

As a consequence of this purchase, the subsidiaries assumed coverage commitments to be met using the acquired frequencies (1.9GHz/2.1GHz) in several municipalities, including those with less than 30,000 inhabitants and not covered by the SMP.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**13 Deferred charges**

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Pre-operating expenses:		
Third parties' services	228,665	228,665
Personnel expenses	79,367	79,367
Rentals	48,914	48,914
Materials	3,439	3,439
Depreciation	10,202	10,202
Financial charges, net	46,774	46,774
Other expenses	5,990	5,990
	<u>423,351</u>	<u>423,351</u>
Accumulated amortization	<u>(254,264)</u>	<u>(243,680)</u>
	<u>169,087</u>	<u>179,671</u>

**14 Suppliers – Trade payables**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>	<b>06/2008</b>	<b>03/2008</b>
<b>Local currency</b>				
Suppliers of materials e services	858	1,175	1,299,350	1,253,212
Interconnection (a)	-	-	324,853	312,732
Roaming (b)	-	-	945	868
Co-billing (c)	-	-	198,119	210,582
	<u>858</u>	<u>1,175</u>	<u>1,823,267</u>	<u>1,777,394</u>
<b>Foreign currency</b>				
Suppliers of materials e services	-	-	39,149	42,395
Roaming (b)	-	-	59,915	60,130
	<u>-</u>	<u>-</u>	<u>99,064</u>	<u>102,525</u>
	<u>858</u>	<u>1,175</u>	<u>1,922,331</u>	<u>1,879,919</u>

(a) This refers to the use of network of other fixed and mobile cell telephone operators, with calls being initiated at TIM network and ended in the network of other operators.

(b) This refers to calls made by customers outside their registration area, who are therefore considered visitors in the other network.

(c) This refers to calls made by customers when they choose another long-distance call operator.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

04.01 – EXPLANATORY NOTES

15 Loans and Financing

	Consolidated		
	Guarantees	06/2008	03/2008
<b>Local currency</b>			
<b>Banco do Nordeste:</b> financing subject to pre-fixed interest of 10% p.a. and a 15% and 25% bonus on charges, for payment upon maturity. This financing is the subject matter of a swap operation which changes the cost into % of the CDI daily rate varying between 75.75% and 76.90%.	Bank surety	79,939	84,954
<b>Banco do Nordeste:</b> financing subject to pre-fixed interest of 10% p.a. and a 15% and 25% bonus on charges, for payment upon maturity. This financing is the subject matter of a swap operation which changes the cost into % of the CDI daily rate beginning with 69.80%.	Bank surety and TIM Brasil Serviços e Participações's surety	68,744	72,316
<b>Banco do Nordeste:</b> financing subject to pre-fixed interest of 10% p.a. and a 15% and 25% bonus on charges, for payment upon maturity.	Bank surety and TIM Brasil Serviços e Participações's surety	45,224	-
<b>BNDES (Banco Nacional do Desenvolvimento Econômico e Social):</b> this financing bears interest at 4.20% p.a. plus variation of the TJLP (long-term interest rate) as disclosed by the Brazilian Central Bank 39% of the financing at the TJLP was the object of a swap to 91.43% of the daily CDI rate.	TIM Brasil Serviços e Participações's surety, with part of the service collection blocked up to the amount of the loan debit balance	1,077,066	1,082,597
<b>BNDES (Banco Nacional de Desenvolvimento Econômico e social):</b> this financing bears interest at 3.00% p.a. plus variation of the TJLP (long-term interest rate) as disclosed by the Brazilian Central Bank. The financing at the "TJLP" was the object of a "swap" to 81.80% of the daily CDI rate.	Bank surety	42,155	45,289
<b>Syndicated Loan (a)</b> –the debit balance is restated based on the CDI rate variation plus a 0.90% p.a. This margin is established in accordance with the Consolidated Net Debt / Consolidated EBITDA ratio, calculated based on the quarterly information on the Company.	TIM Brasil Serviços Participações'surety	624,591	606,567
<b>Resolution 2770 (Compror):</b> Bank financing for payment of suppliers of goods and services, linked to foreign currency variations. 28% of the agreements denominated in US dollars (average coupon of 6.35% p.a.) and 72% of the agreements denominated in Yen (average coupon of 1.83% p.a.) These agreements are the object of swap operations which result in cost of some 112.8% of the CDI daily rate.	N.A	204,197	256,885
<b>Resolution 2770 (Working Capital):</b> Bank financing for meeting working capital requirements, linked to the variation of foreign currencies. 36% of the agreements denominated in US dollars (average coupon of 2.65% p.a.) and 64% of the agreements denominated in Yen (average coupon of 1% p.a.). These agreements are the object of swap operations which result in cost of some 112.5% of the CDI daily rate.	NA	576,200	650,561

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

	<b>Consolidated</b>		
	<b>Guarantees</b>	<b>06/2008</b>	<b>03/2008</b>
<b>CCB – Working Capital:</b> Bank financing in local currency for meeting working capital requirements. At the restated cost at 110% of the CDI daily rate.	N.A.	204,412	-
Swap contracts relating to the above financing.		63,778	(43,905)
		<u>2,986,306</u>	<u>2,755,264</u>
Current portion		<u>(1,262,823)</u>	<u>(1,423,510)</u>
Long-term portion		<u>1,723,483</u>	<u>1,331,754</u>

The syndicated loan taken by TIM Celular has restrictive clauses concerning certain financial indices calculated on a half-yearly basis. The subsidiary are fully complied by the borrower. The following Financial Institutions are party to this loan agreement: HSBC Bank Brasil S.A. – Banco Múltiplo, Banco ABN AMRO Real S.A., Banco BNP Paribas Brasil S.A., Banco Bradesco S.A., Banco do Brasil S.A., Banco Itaú BBA S.A., Banco Santander Brasil S.A., Banco Soci  t   G  n  rale Brasil S.A., Banco Votorantim S.A., Unibanco – Uni  o de Bancos Brasileiros S.A.

The CCB (Bank Credit Schedules) for Working Capital also have the same restrictive clauses as the syndicated loan, all of which have been complied with by the subsidiary. These loans have been taken from ABN AMRO Real S.A.

The BNDES loan to TIM Celular S.A. for financing the mobile telephone network has restrictive clauses concerning certain financial indices, calculated on a half-yearly basis. As the subsidiary has observed four (4) of the five (5) requirements, it is in compliance with the contractual provisions.

The subsidiaries entered into swap operations as a safeguard against devaluation of the Brazilian currency (“Real”) in relation to foreign currencies and changes in the fair value of financing bearing prefixed interest rates and TJLP. The terms of these swap operations are the same as those of the respective loans.

The long-term portions of loans and financing at June 30, 2008 mature as follows:

	<b>Consolidated</b>
2009	426,602
2010	433,693
2011	458,789
2012	238,591
From 2013 on	<u>165,808</u>
	<u>1,723,483</u>



01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**16 Labor obligations**

	Parent Company		Consolidated	
	06/2008	03/2008	06/2008	03/2008
Salaries and fees	-	-	87	38
Payroll taxes	24	18	29,324	26,118
Vacation and bonuses payable	-	63	78,120	89,758
Employees' withholding	8	-	8,344	8,779
	<u>32</u>	<u>81</u>	<u>115,875</u>	<u>124,693</u>

**17 Taxes, rates and contributions**

	Parent Company		Consolidated	
	06/2008	03/2008	06/2008	03/2008
IRPJ and CSLL	-	-	4,093	-
ICMS	-	-	363,683	307,831
COFINS	-	-	42,153	38,972
PIS	-	-	9,133	8,444
ANATEL (FISTEL, FUST/FUNTTTEL etc)	-	-	23,752	14,487
IRRF	1	4	3,241	2,179
ISS	5	5	21,268	19,740
Other	-	-	18,036	14,415
	<u>6</u>	<u>9</u>	<u>485,359</u>	<u>406,068</u>

**18 Provision for contingencies**

The Company and its subsidiaries are parties to certain lawsuits (labor, tax, regulatory and civil) arising in the normal course of their business, and have recorded provisions when management understands that the risk of loss is deemed probable, based on the opinion of their legal advisors.

The provision for contingencies and the escrow deposits made are thus composed:

	Parent Company			
	Contingencies		Escrow Deposits	
	06/2008	03/2008	06/2008	03/2008
Civil	44	43	-	-
Labor	5,058	3,525	4,279	3,120
Tax	-	-	431	423
	<u>5,102</u>	<u>3,568</u>	<u>4,710</u>	<u>3,543</u>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

	<b>Consolidated</b>			
	<b>Contingencies</b>		<b>Escrow deposits</b>	
	<b>06/2008</b>	<b>03/2008</b>	<b>06/2008</b>	<b>03/2008</b>
Civil	103,894	89,976	28,296	26,328
Labor	53,049	50,055	41,519	37,168
Tax	73,536	76,697	53,328	51,602
Regulatory	21,404	19,467	-	-
	<u>251,883</u>	<u>236,195</u>	<u>123,143</u>	<u>115,098</u>

The changes in the provision for contingencies can be summarized as follows:

	<b>12/2007</b>	<b>Additions, net of reversals</b>	<b>Payments</b>	<b>Monetary adjustment</b>	<b>06/2008</b>
Civil	79,639	41,432	(20,629)	3,452	103,894
Labor	50,008	4,843	(1,897)	96	53,049
Tax	76,159	(531)	(2,803)	710	73,536
Regulatory	9,934	9,664	-	1,806	21,404
	<u>215,740</u>	<u>55,408</u>	<u>(25,329)</u>	<u>6,064</u>	<u>251,883</u>

Civil contingencies

Several legal and administrative processes have been filed against the Company by consumers, suppliers, service providers and consumer protection agencies, dealing with various issues arising in the regular course of business. The Management analyzes each legal or administrative process to determine whether it involves probable, possible or remote risk of contingencies. In doing so, the Company always takes into account the opinion of lawyers engaged to conduct the processes. The evaluation is periodically reviewed, with the possibility of being modified over the processes due to facts of events such as case law changes.

*Consumer lawsuits*

Approximately 56,300 individual lawsuits (March 31, 2008 – 38,600) have been filed against the subsidiaries, mostly by consumers claiming for settlement of matters arising from their relationship with the Company. Among these, the allegedly undue collection, contract cancellation, defects of equipment, non-compliance with delivery deadlines and undue restriction credit stand out.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### **04.01 – EXPLANATORY NOTES**

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##### *Collective actions*

There are three collective actions against subsidiaries involving the risk of probable loss, which can be summarized as follows: (i) a suit against TIM Celular claiming for the installation of a service unit for personal assistance in Rio Branco, AC.; (ii) a suit against TIM Nordeste in the state of Bahia claiming for prohibition of collection of long-distance calls originated and received between Petrolina/PE and Juazeiro/BA, because of the existing state line areas; and (iii) a suit against TIM Celular in the state of Rio de Janeiro, involving the impossibility of collecting a fidelization fine in the event of phone set thefts. No provisions have been recorded for these contingencies, given the obligations involved therein and the impossibility of accurately quantifying possible losses at the current stage of the processes.

##### Labor contingencies

These refer to claims filed by both former employees, in connection with salaries, salary differences and equalization, overtime, variable compensation/commissions, and former employees of service providers who, based on pertinent legislation, claim for the Company's and/or its subsidiaries' accountability for labor obligations defaulted on by their outsourced employers.

##### *Labor claims*

Of the 2,720 labor suits filed against the Company and its subsidiaries (March 31, 2008 – 2,528) over 65% involve claims against service providers, concentrated on certain companies from São Paulo, Rio de Janeiro, Curitiba and Recife.

Still on third parties' claims, part of these relate to specific projects of service agreement review, often ended in rescission in 2007, winding up of the companies and termination of employees involved. A further significant portion of contingencies refers to organizational restructuring, among which the discontinuance of the Client Relationship Centers in Fortaleza, Salvador and Belo Horizonte, and the termination of 800 own employees and outsourced personnel stand out.

The probability of winning these actions and the amount of contingencies are subject to periodical reviews, taking into account the legal decisions made thereon, some regulatory changes or amendments to Case Law and Abridgement of Law issued by Superior Courts.

##### Tax Contingencies

##### *IR and CSLL*

In 2005, TIM Nordeste S.A. was assessed by the Internal Revenue Secretariat of the State of Minas Gerais for R\$126,933, for the following reasons: (i) taxation of monetary variations on swap operations and exchange variation on unsettled loans; (ii) a separate fine for default on payment of social contribution on an estimated monthly basis for the year 2002 and part of 2001; (iii) default on payment of corporate income tax on an estimated monthly basis for the year 2002; and (iv) remittance of interest (IRRF) – a voluntary denunciation without payment of arrears charges.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### **04.01 – EXPLANATORY NOTES**

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The subsidiary is currently discussing these assessments with the taxing authorities. Based on its internal and external advisors' opinion, the Management estimates probable losses on these processes at R\$32,750, an amount duly provided for under "Provision for income tax and social contribution" in 2006.

In September 2003 TIM Nordeste S.A. was assessed by the Internal Revenue Secretariat of the State of Ceará for R\$12,721 referring to: (i) disallowance of R\$8,402 expenses included in the IRPJ determination for the period from 1999 through 2001; (ii) differences of R\$3,208 in CSLL payments for the years from 1998 through 2001; (iii) differences of R\$334 and R\$777, respectively, in the payment of PIS and COFINS for the years from 1998 through 2002. The subsidiary unsuccessfully filed an impugnation and a voluntary appeal against this assessment, at the administrative level. As a consequence, based on its internal and external lawyers' opinion that there is the probability of losses thereon, in September 2007 the Management set up two provisions: one in the amount of R\$11,610 for IRPJ and CSLL, under the heading "Provision for Income Tax and Social Contribution, and one in the amount of R\$1,111, for PIS and COFINS, under the heading "Other Operating Expenses".

#### *ICMS*

In 2003 and 2004 TIM Celular was assessed by the Internal Revenue Secretariat of the State of Santa Catarina for R\$39,048 (current value), mainly relating to dispute on the levying of ICMS on certain services provided. This amount is the result of several favorable sentences in administrative processes initially involving assessments of R\$95,449. The Company is currently discussing these assessments with the taxing authorities. Based on the internal and external lawyers, the Management concluded that there is still the possibility of loss on the processes under discussion.

In April 2008 TIM Celular adhered to the "Programa Catarinense Revigorar" which provides for remission of 50% of pending tax debt with the State of Santa Catarina. This decision led to the voidance of two tax assessment notices issued for the following : (i) misappropriation of ICMS credit in connection with acquisition of unused third party services totaling R\$1,802; and (ii): default on ICMS due on services rendered to users who had been blocked or disconnected from the network, totaling R\$3,300. The total amount due – R\$5,102 – was reduced by 50% under the "Programa Catarinense Revigorar", with what only R\$2,551 was paid. As a provision of R\$4,284 had been recorded for these cases, the R\$1,773 difference between the provision and the amount actually paid was reversed to the subsidiary.

#### Regulatory Contingencies

Due to an alleged default on some SMP's provisions and quality targets defined under the PGMQ-SMP – General SMP Quality Goals Plan – ANATEL started some procedures for determining Default on Obligations – PADO, involving the subsidiaries.

The subsidiaries have endeavored to avoid being assessed, with arguments, mostly of technical and legal nature, that may contribute to reduce significantly the initial fine charged or definitively close the PADO, without sanctions. The related provision was set up based on the amount of fines charged, the risk of loss involved being classified as probable (Note 34).

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

Contingencies involving possible losses

Civil, Labor, Regulatory and Tax-related actions have been filed against the Company and its subsidiaries involving a risk of loss that is classified as possible or remote by the management and the Company's lawyers. No provision has been set up for these contingencies.

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>03/2008</b>
Civil	106,374	93,066
Labor	86,995	83,969
Tax	1,011,233	947,662
Regulatory	23,596	24,592
	<u>1,228,198</u>	<u>1,149,289</u>

Below, the main actions involving possible risk of loss:

Civil

*Collective Actions*

Two collective actions have been brought to Court against subsidiaries, which involve the risk of probable loss and can be summarized as follows: (i) a suit against TIM Nordeste in the state of Pernambuco, questioning the Company's policy of defective phone replacement, allegedly in disagreement with the manufacturer's warranty terms; (ii) a suit against TIM Nordeste S.A. in the state of Ceará, claiming for the Company's obligation to replace cell phone sets which have been the subject of fraud in that state.

*Other Actions and Proceedings*

TIM Nordeste is the defendant in an action filed by the legal services providers, the law firm Mattos & Callumby Lisboa Advogados, in Rio de Janeiro's 29<sup>th</sup> Civil Court. They claim for success fees allegedly due under a service agreement for filing court injunctions against interest and monetary restatement on purchase prices of the subsidiary's "Band B".

TIM Celular, together with other telecommunications companies, has also been sued by GVT at the 4<sup>th</sup> Federal Audit Court. The plaintiff claims for declaration of nullity of a contractual clause dealing the VU-M amount used by the defendants by way of interconnection, which is deemed illegal and abusive and as such requiring refunding of all amounts allegedly charged in excess since July 2004. A preliminary order was granted determining the payment of VU-M on the basis of R\$0.2899 per minute, and escrow deposits to be made by GVT in the amount of the difference between this and the value claimed by the defendants.

Labor

*Labor claims*

A substantial portion of contingencies refers to organizational restructuring, among which the discontinuance of the Client Relationship Centers (call centers) in Fortaleza, Salvador and Belo Horizonte, and the termination of 800 own employees and outsourced personnel stand out.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### 04.01 – EXPLANATORY NOTES

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The process 01102-2006.024.03.00.0 refers to a civil public action filed by the State of Minas Gerais's Public Labor 3<sup>rd</sup> Region, on the charge of irregular outsourcing practices and collective damages. In the respective sentence published on April 16, 2008, the first degree substitute judge found the Public Prosecution Service's request partly founded, having judged the outsourcing irregular and the damages collective and determined. An ordinary appeal filed against this decision is now awaiting judgment. Prior to this appeal, TIM filed a writ of mandamus requesting a preliminary order to stop the coercive acts imposed by the sentence.

Also worth noting are the processes filed in the state of Paraná, involving claims for indemnity in connection with labor registration cards. According to an internal rule, TELEPAR undertook to supplement retirement benefits of employees hired until 1982, having proposed to comply with this obligation through payment of a certain amount in cash, before the privatization process. Some of its former employees, however, have questioned this transaction, and were granted their claims, in certain cases.

#### *Social Security*

TIM Celular received in São Paulo a Debit Assessment Notice referring to an alleged irregularity in the payment of contributions to social security levied on Employees' Profit-Sharing plan in the amount of R\$2,131. After filing its administrative defense, the subsidiary awaits the outcome of the process.

#### Taxes

#### *IR and CSLL*

On October 30, 2006, TIM Nordeste was assessed under a single administrative process referring to IRPJ, CSLL totaling R\$331,171, subsequently reduced to R\$258,144, and a separate fine, for different reasons. Most of the assessment refers to amortization of goodwill determined at a Telebrás System privatization auction and the related tax deductions. Under Law 9.532/97, art. 7, the proceeds of goodwill amortization can be included in the taxable income of a company resulting from merger or split, whereby one company holds investment in the other, and pays for it using the goodwill determined based on the investee's expected profitability. Also, this is a usual operation performed in accordance with CVM Instruction 319/99.

After timely challenging these assessment notices TIM Nordeste now awaits the taxing authorities' decision on the matter. In March 2007, by means of a Fiscal Information Report, the Recife/PE's Internal Revenue Secretariat informed TIM that the amounts of IRPJ, CSLL and a separate fine totaling R\$73,027 (principal and separate fine) had been excluded from the assessment notice. So, part of the infractions contained in the assessment notice were transferred to 160 specific compensation processes totaling R\$85,562, all of which are deemed capable of resulting in possible loss for the subsidiary.

In May and June 2008, TIM Nordeste received 45 communications of assessment issued by the "Secretaria da Receita Federal do Brasil" in connection with Income Tax and Social Contribution offset by the subsidiary in the years 2002, 2003 and 2004, totaling R\$10,413. After it timely impugned all these assessments, the subsidiary now awaits a decision at administrative level.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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*PIS and COFINS*

In 2004, TIM Nordeste was assessed in connection with PIS and COFINS due on exchange variation arising from revenue generated in 1999. Both assessment notices amounted to R\$30,913. Because this is a controversial matter involving interpretation of applicable legislation, a provision was set up, in 2004, for the same amount. On March 13, 2006, a decision not subject to further appeal was issued on the action filed by the company against Law 9718 of November 27, 1998. The company alleged that this law was unconstitutional concerning the expansion of the tax basis of calculation, preventing the collection of PIS and COFINS on non-operating revenue.

In view of the legal decision recognizing the unconstitutionality of PIS and COFINS levying on exchange variation, which was the reason for the above mentioned assessments, the Management of TIM Nordeste requested the extinction thereof and reversed the provision set up in 2004.

In April 2007, the amount of PIS on exchange variation claimed was reduced by R\$5,293, after the declaration of unconstitutionality obtained with the sentence was recognized administratively. The remainder – R\$25,620 – which refers to COFINS, is now under discussion. The subsidiary awaits the recognition, at administrative level, of the impossibility of collecting the remaining of COFINS infraction, after the sentence was issued.

*ICMS*

In 2006, TIM Nordeste was assessed by the taxing authorities from the State of Piauí for R\$7,308, in connection with the payment of a difference between intrastate and interstate ICMS rate on fixed assets items for use and consumption and the determination of ICMS basis of calculation for acquisition of goods intended for sale. The subsidiary is impugning these assessments at administrative level.

In November 2007, TIM Celular was assessed by the State of Rio de Janeiro's taxing authorities for R\$38,274, for allegedly having taken undue ICMS credit from acquisition of fixed assets without application to monthly installments of a coefficient calculated ratably to the goods dispatched subjected to tax and the total goods dispatched. This assessment is being impugned by the Company at administrative level.

In November 2007, TIM Celular was assessed by the State of Rio de Janeiro's taxing authorities for R\$17,241 for defaulting on payment of ICMS and Contribution to the "Fundo Estadual de Combate à Pobreza e Desigualdades Sociais" (State Fund for Fighting Poverty and Social Inequalities) allegedly due on international roaming services. This assessment is being impugned by the subsidiary at administrative level.

In November 2007 TIM Celular was assessed by the State of São Paulo taxing authorities for R\$151,017, for allegedly having failed to include conditional discounts granted to clients in the ICMS basis of calculation. Also, this subsidiary was fined for delivery of digital files allegedly containing incomplete information on operations and services rendered in the January-December 2003 period. This assessment is being impugned by the subsidiary at administrative level.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### 04.01 – EXPLANATORY NOTES

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In June 2008, TIM Nordeste was assessed by the State of Bahia taxing authorities for R\$16,444, for an allegedly defaulting on payment of an additional 2% ICMS rate referring to the Contribution to the “Fundo Estadual de Combate à Pobreza e Desigualdades Sociais” (State Fund for Fighting Poverty and Social Inequalities) due on prepaid reloading revenues. The amounts in question are being discussed after a writ of mandamus obtained by the subsidiary with the respective escrow deposits being duly made. Anyhow, the assessment is being impugned at administrative level.

#### ISS

Also, on December 20, 2007, TIM Celular was assessed by the State of Rio de Janeiro’s taxing authorities for R\$66,634 for allegedly failing to pay ISS on the following services: technical programming; administrative plan cancellation services; telephone directory aid service and provision of data and information; and network infrastructure sharing. This assessment is being impugned by the Company at administrative level.

#### FUST – Telecommunications Service Universalization Fund

On December 15, 2005, ANATEL issued its Summary no. 07 aimed at collecting contributions to the FUST out of interconnection revenues earned by providers of telecommunications services, as from the date of enactment of Law 9998. The subsidiaries still believe that based on applicable legislation (including the sole paragraph of article 6 of Law 9998/00), the above revenues are not subject to the FUST charges, and accordingly, the Management has taken the necessary measures to protect their interests. In October and November 2006, ANATEL assessed the Company’s subsidiaries for R\$31,338 referring to FUST on interconnection revenues arrears fine allegedly due (in 2001), all because of “Súmula” 07/05.

From September to December 2007, ANATEL issued several assessment notices against the Company’s subsidiaries totaling R\$18,623, in connection with FUST allegedly due on interconnection revenues for the year 2002. ANATEL claims for FUST collection on interconnection revenues is currently suspended, due to a sentence that is favorable to the subsidiaries.

In June 2008, new assessment notices amounting to R\$6,335 were issued by ANATEL in connection with FUST levied on interconnection revenues allegedly due for the year 2003. ANATEL claims for FUST collection on interconnection revenues is currently suspended, due to a sentence that is favorable to the subsidiaries.

#### FUNTTEL – Telecommunications Technological Development Fund

The Ministry of Communications assessed TIM Celular and TIM Nordeste for R\$10,662 claiming for FUNTTEL amounts allegedly due on interconnection revenues for the years 2001 and 2002. At the same time an arrears fine was imposed on these subsidiaries. In these companies’ opinions, the above mentioned revenues are not subject to FUNTTEL. A writ of mandamus was filed to safeguard the Company’s interests in this case of default on FUNTTEL fees allegedly due on interconnection revenues, based on the same arguments used for the FUST process. The claims for FUNTTEL collection on interconnection revenues are currently suspended, due to a writ of mandamus favorable to the subsidiaries.



01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

#### 04.01 – EXPLANATORY NOTES

##### Regulatory Proceedings

The subsidiary TIM Celular holds the PCS authorization to operate in Paraná state (except for the cities of Londrina and Tamarana). During 2006 the authorization was renewed for an additional period the Authorization Term n° 002/2006/PVCP/SPV issued by ANATEL, for the period of 15 years, starting at the primarily effective date of this authorization, and, therefore, extended until September 3, 2022. As a consequence of the renewal of this authorization, as a consequence of Act n° 57,551, issued on April 13, 2006, ANATEL charged the company with a Facilities Fiscalization Tax (“TFI”) related to its mobile stations operating in the service area, although these stations are already licensed, at the amount of R\$80,066.

The obligation of a new TFI’s collection results of the ANATEL’s understanding of the applicability of Resolution n° 255, article 9, that foresees the issuance of new licenses for stations as a consequence of authorization renewal. Management does not believe that this charge is appropriate and will file an administrative claim, which will cease the obligation until ANATEL comes to a final decision.

## 19 Assets retirement obligation

The changes in the asset retirement obligation can be thus shown:

	Consolidated	
	06/2008 (6 months)	03/2008 (3 months)
Opening balance	192,137	192,137
Balance throughout the period, net of write offs	2,021	1,077
Monetary adjustment in the period	8,100	3,981
Closing balance	202,258	197,195

The assets retirement obligations were brought to present value, the result being financial expenses of R\$8,100 reflected in the statement of income for the six-month period ended June 30, 2008 (same period in 2007 – R\$11,740).

## 20 Shareholders’ equity

### a. Capital

As deliberated upon by the Administrative Council, regardless of the statutory reform, the Company is authorized to increase its capital by up to 2,500,000,000 (two billion and five hundred million) common or preferred shares.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

At the Shareholders' Meeting held on April 11, 2008, an R\$63,085 capital increase was approved through issuance of 3,359,308 common shares and 6,503,066 preferred shares without nominal value, in the name of TIM Brasil. This capital increase was made possible by a tax benefit granted on amortization of goodwill and the Company's split off. In order to be able to maintain their stake in the capital, the minority shareholders are entitled to capitalization under the same conditions granted to majority shareholders.

The share subscription price per share was R\$7.59 for common shares and R\$5.78 for preferred shares.

Capital subscribed and paid-in comprises shares without par value, thus distributed:

	<u>06/2008</u>	<u>03/2008</u>
Number of common shares	798,350,977	794,991,669
Number of preferred shares	<u>1,545,475,560</u>	<u>1,538,972,494</u>
	<u>2,343,826,537</u>	<u>2,333,964,163</u>

b. Capital reserves

*Special Goodwill Reserve*

This reserve was set up during the corporate reorganization process in 2000. The portion of the special reserve corresponding to the tax benefit obtained may be capitalized at the end of each fiscal year for the benefit of the controlling shareholder, through issuance of new shares. The respective capital increase will be subject to preemptive rights of the minority shareholders, in proportion to their shareholdings, by type and class upon the new issuance, and the amounts payable during the year in connection with this right must be delivered directly to the controlling shareholder, in accordance with Instruction No. 319/99 of the Brazilian Securities Commission (CVM).

c. Revenue Reserves

*Legal Reserve*

This refers to the 5% (five percent) of net income for every year ended December 31 to be appropriated to the legal reserve, which should not exceed 20% (twenty percent) of capital. Also, the Company is not authorized to set up a legal reserve when it exceeds 30% (thirty percent) of capital plus capital reserves. This reserve can be used only for capital increase or compensation of accumulated losses.

*Reserve for Expansion*

This reserve, which is set up based on paragraph 2, article 40 of the by-laws and article 194 of Law 6.404/76, is intended to fund investment and network expansion projects.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

d. Dividends

Dividends are calculated in accordance with the Company's by-laws and the Brazilian Corporate Law ("*Lei das Sociedades por Ações*").

As stipulated in its by-laws, the Company shall distribute an amount equivalent to 25% of adjusted net income as minimum dividend every year ended December 31, provided there are funds available for distribution.

Preferred shares are nonvoting but take priority on (i) the payment of capital at no premium, and (ii) payment of a minimum non cumulative dividend of 6% p.a. on the total obtained from dividing the capital stock representing this type of shares by the total number of the same class of shares issued by the Company.

In order to comply with Law 10.303/01, the Company's bylaws were amended, including the First Paragraph of Section 10, which ensures the holders of preferred shares, every year, the right to receive stock dividends corresponding to 3% (three percent) of net earnings per share, based on the balance sheet most recently approved, whenever the dividend established according to this criterion exceeds the dividend calculated according to the criteria previously established, described in the preceding paragraph.

**21 Net operating revenue**

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>
Telecommunications service revenue – Mobile		
Subscription	206,697	217,952
Utilization	3,798,566	3,366,477
Network use	2,188,823	2,208,464
Long distance	972,140	906,471
VAS – Additional services	724,122	519,763
Other	58,646	42,757
	<u>7,948,994</u>	<u>7,261,884</u>
Telecommunications service revenue – Fixed	1,418	-
Telecommunications service revenue – Mobile and Fixed	<u>7,950,412</u>	<u>7,261,884</u>
Goods sold	722,962	848,961
Gross operating revenue	<u>8,673,374</u>	<u>8,110,845</u>
Deductions from gross revenue		
Taxes	(1,843,674)	(1,705,628)
Discounts given	(606,313)	(423,027)
Returns and other	(44,354)	(79,449)
	<u>(2,494,341)</u>	<u>(2,208,104)</u>
	<u>6,179,033</u>	<u>5,902,741</u>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**22 Cost of services rendered and goods sold**

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>
Personnel	(50,045)	(50,100)
Third parties' services	(110,083)	(114,579)
Interconnection charges	(1,915,971)	(1,630,442)
Depreciation and amortization	(645,543)	(654,575)
Telecommunications supervision fund (FISTEL)	(4,365)	(3,476)
Other	(86,698)	(59,998)
Cost of services rendered	<u>(2,812,705)</u>	<u>(2,513,170)</u>
Cost of goods sold	<u>(588,066)</u>	<u>(640,028)</u>
Total cost of services rendered and goods sold	<u><u>(3,400,771)</u></u>	<u><u>(3,153,198)</u></u>

**23 Selling expenses**

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>
Personnel	(177,933)	(163,220)
Third parties' services	(794,236)	(754,431)
Advertising and publicity expenses	(146,055)	(161,527)
Loss and allowance for doubtful accounts	(475,028)	(341,373)
Telecommunications supervision fund	(280,413)	(230,376)
Depreciation and amortization	(145,096)	(173,276)
Other	(43,058)	(44,089)
	<u>(2,061,819)</u>	<u>(1,868,292)</u>

**24 General and administrative expenses**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>	<b>06/2008</b>	<b>06/2007</b>
Personnel	(706)	(1,178)	(103,344)	(95,484)
Third parties' services	(1,583)	(4,311)	(201,201)	(187,271)
Depreciation and amortization	-	-	(238,405)	(199,427)
Other	(428)	(373)	(30,562)	(33,302)
	<u>(2,717)</u>	<u>(5,862)</u>	<u>(573,512)</u>	<u>(515,484)</u>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**25 Other operating revenues (expenses) – net**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>	<b>06/2008</b>	<b>06/2007</b>
Revenues				
Fines – Telecommunications services	-	-	62,703	37,880
Reversal of the provision for contingencies	201	724	4,383	1,110
Other operating revenues	-	5	6,190	6,720
	<u>201</u>	<u>729</u>	<u>73,276</u>	<u>45,710</u>
Expenses				
Amortization of deferred charges	-	-	(59)	(65)
Amortization of concessions	-	-	(138,479)	(124,119)
Taxes, rates and contributions	-	-	(10,511)	(842)
Goodwill amortization	(790)	(790)	(790)	(790)
Provision for contingencies	(1,419)	(340)	(59,791)	(29,246)
Other operating expenses	(9)	(10)	(2,924)	(904)
	<u>(2,218)</u>	<u>(1,140)</u>	<u>(212,554)</u>	<u>(155,966)</u>
Other operating revenues (expenses) , net	<u>(2,017)</u>	<u>(411)</u>	<u>(139,278)</u>	<u>(110,256)</u>

**26 Financial revenues**

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>	<b>06/2008</b>	<b>06/2007</b>
Interest on short-term investments in the money market	2,027	757	24,286	13,494
Monetary adjustment	276	438	7,775	23,246
Interest received from clients	-	-	23,368	8,699
Exchange variation	-	-	195,477	20,219
Other revenues	-	-	4,962	4,268
	<u>2,303</u>	<u>1,195</u>	<u>255,868</u>	<u>69,926</u>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**27 Financial expenses**

	Parent Company		Consolidated	
	06/2008	06/2007	06/2008	06/2007
Interest on loans and financing	(2)	-	(106,379)	(105,152)
Interest paid to suppliers	-	-	(443)	(2,166)
Interest on taxes and rates	-	-	(688)	(2,870)
Monetary adjustment	4	(339)	(11)	(47,744)
CPMF	(1)	(29)	(1,194)	(28,366)
Discounts given	-	-	(21,838)	(4,151)
Exchange variation	-	-	(222,273)	(17,703)
Other expenses	(3)	(3)	(18,270)	(6,491)
	<u>(2)</u>	<u>(371)</u>	<u>(371,096)</u>	<u>(214,643)</u>

**28 Non-operating income**

	Consolidated	
	06/2008	06/2007
Revenues		
Property, plant and equipment disposed of	3,003	12,229
Expenses		
Cost of Property, plant and equipment disposed of	(5,070)	(15,939)
Non-operating income	<u>(2,067)</u>	<u>(3,710)</u>

**29 Income tax, social contribution expenses and tax losses**

	Consolidated	
	06/2008	06/2007
Income tax for the period	(10,483)	(49,330)
Social contribution for the period	(3,839)	(17,980)
Fiscal Incentive – ADENE	11,192	(32)
	<u>(3,130)</u>	<u>(67,342)</u>
Amortization of goodwill paid on privatization	<u>(25,225)</u>	<u>(25,225)</u>
	<u>(28,355)</u>	<u>(92,567)</u>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

Below, the reconciliation of income tax and social contribution expenses calculated at the applicable tax rates plus the amounts reflected in the income for the period:

	<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>
Pretax income (loss)	(113,642)	107,084
Combined tax rate	34%	34%
Income tax and social contribution at the combined tax rate	38,638	(36,409)
(Additions)/Exclusions:		
Unrecognized tax losses and temporary differences	(79,259)	(47,124)
Permanent (Additions)/Exclusions	(2,498)	(8,578)
ADENE	11,192	(32)
Other	3,572	(424)
	<u>(66,993)</u>	<u>(56,158)</u>
Income tax and social contribution charged to the income for the period	<u>(28,355)</u>	<u>(92,567)</u>
Tax rate in effect	<u>-24.95%</u>	<u>86.44%</u>

***Accumulated tax losses and negative basis***

The accumulated tax losses and negative bases give rise to tax credits which are recognized only when the prospects of realization are consistent; no statutes of limitation apply to these credits, which can be summarized as follows:

	<b>Consolidated</b>			
	<b>06/2008</b>		<b>06/2007</b>	
	<b>Basis</b>	<b>Tax Credit</b>	<b>Basis</b>	<b>Tax Credit</b>
Tax loss	6,122,579	1,530,645	6,367,796	1,591,949
Negative basis	6,122,223	551,000	6,367,618	573,086
Temporary differences	1,046,741	355,892	1,596,981	542,974
	<u>13,291,543</u>	<u>2,437,537</u>	<u>14,332,395</u>	<u>2,708,009</u>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**30 Transactions with Telecom Italy Group**

The transactions with Telecom Italy Group, which are performed under regular conditions, similarly to those with third parties, are thus composed:

**Consolidated**

	<b>Assets</b>	
	<b>06/2008</b>	<b>03/2008</b>
Telecom Personal Argentina (1)	491	1,962
Telecom Italia Sparkle (1)	2,510	2,802
Telecom Italia S.p.A. (2)	1,450	5,730
Other	1,674	1,909
<b>Total</b>	<b>6,125</b>	<b>12,403</b>

  

	<b>Liabilities</b>	
	<b>06/2008</b>	<b>03/2008</b>
Telecom Italia S.p.A. (2)	19,976	39,033
IT Telecom Italia (3)	-	278
Telecom Personal Argentina (1)	1,139	3,187
Telecom Italia Sparkle (1)	4,786	5,730
Italtel (3)	10,457	5,736
Other	867	941
<b>Total</b>	<b>37,225</b>	<b>54,905</b>

  

	<b>Revenue</b>	
	<b>06/2008</b>	<b>03/2008</b>
Telecom Italia S.p.A. (2)	5,919	2,178
Telecom Personal Argentina (1)	1,892	1,418
Telecom Italia Sparkle (1)	3,096	1,628
Other	1,059	832
<b>Total</b>	<b>11,966</b>	<b>6,056</b>

  

	<b>Cost/Expense</b>	
	<b>06/2008</b>	<b>03/2008</b>
Telecom Italia S.p.A. (2)	14,289	6,883
Telecom Italia Sparkle (1)	9,820	5,332
Telecom Personal Argentina (1)	4,428	2,424
Other	2,213	473
<b>Total</b>	<b>30,750</b>	<b>15,112</b>

(1) These refer to roaming, value-added services – VAS and media assignment.

(2) These amounts refer to international roaming, technical post-sales assistance and value-added services – VAS.



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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### 04.01 – EXPLANATORY NOTES

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On March 3, 2008, at the General Shareholders' Meeting of TIM Participações, the renewal for a further 12 months was approved, of a cooperation and support agreement with Telecom Italia S.p.A, which had been approved on May 3, 2007 by TIM Participações's Administrative Council. This amendment will not exceed approximately R\$22,000. Up until June 30, 2008, R\$10,000 had been provided for, of which R\$8,600 corresponds to property, plant and equipment, and R\$1,400 to costs/expenses. This agreement is intended to add value to the Company by making it benefit from Telecom Itália's experience in (i) improving effectiveness and efficiency by adopting in-house solutions; and (ii) sharing systems, services, processes and better practices widely used in the Italian market, which can be easily customized to the Company's requirements.

- (3) These refer to development and maintenance of software pieces used in telecommunications service billing.

### 31 Financial instruments and risk management

The following are the main risks to which the Company and its subsidiaries are exposed:

#### (i) Exchange rate risks

The exchange rate risks relate to the possibility of the subsidiaries to compute losses resulting from fluctuations in exchange rates, thus increasing debt balances of loans obtained in the market and the corresponding financial charges. In order to mitigate this kind of risk, the Company carries out hedge contracts with financial institutions.

As of June 30, 2008 the subsidiaries' loans indexed to the exchange variance of foreign currencies are fully covered by swap contracts. Earnings or losses resulting from these agreements are charged to the income.

There are no significant financial assets indexed to foreign currencies.

#### (ii) Interest rate risks

The interest rate risks relate to:

- Possible variation in the fair value of financing subject to pre-fixed interest rates, if such rates do not reflect current market conditions. In order to mitigate this type of risk, the Company and its subsidiaries enter into swap contracts with financial institutions. Gain or loss from these swap contracts is charged to operating income;
- Possible variation in the fair value of financing indexed to the TJLP, if such rates do not proportionately reflect changes of CDI – Interbank Deposit Certificates. Gains or losses arising from swap contracts are recorded under "Income".
- Unfavorable interest rate change, which would lead to an increase in financial expenses of the Company and its subsidiaries on debts and hedging operations entered into at variable interest rate. At June 30, 2008, financial resources of subsidiaries were mainly invested in Interbank Deposit Certificates (CDI), which significantly reduces this risk.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**(iii) Credit risk inherent in services rendered**

This risk relates to the possibility of the Company and its subsidiaries to incur losses arising from the difficulty in collecting accounts receivable billed to subscribers. In order to mitigate this risk, the Company and its subsidiaries perform credit rating analyses to support management of risk related to collection problems and also monitor accounts receivable from subscribers, disabling telephone lines of defaulting subscribers. The Company generally does not require collateral from its customers.

**(iv) Credit risk inherent in the sale of telephone sets and prepaid telephone cards**

The policy adopted by the subsidiaries for sale of telephone sets and distribution of prepaid telephone cards is directly related to credit risk levels accepted in the regular course of business. The choice of partners, the diversification of the accounts receivable portfolio, the monitoring of loan conditions, the positions and limits defined for orders placed by traders, and the adoption of guarantees are procedures adopted by the subsidiaries to minimize possible collection problems with their business partners. There are no single clients accounting for more than 10% of net receivables from sales of goods as of June 30, 2008 and 2007, or sales revenues earned during the six-month periods then ended;

**(v) Financial credit risk**

This risk relates to the possibility of the Company and its subsidiaries computing losses originating from the difficulty in realizing its short-term investments and swap contracts. The subsidiaries minimize the risk associated to these financial instruments by investing in well-reputed financial institutions, and adopting policies that establish maximum risk concentration levels by institution.

There is no concentration of available resources in connection with work; service, concessions or rights that have not been mentioned above that could, if eliminated suddenly, severely impact the operations of the subsidiaries.

Market value of financial instruments

The estimated market value of financial instruments, especially cash and cash equivalents, accounts receivable and short-term financial instruments approximates their book value, given their short duration. Below, the financial instruments with market value different from their book value:

	06/2008		03/2008	
	Book value	Market value	Book value	Market value
Loans and financing	2,922,528	2,912,909	2,799,169	2,800,685
Swap contracts	63,778	100,717	(43,905)	(32,808)
	<u>2,986,306</u>	<u>3,013,626</u>	<u>2,755,264</u>	<u>2,767,877</u>

The market value of loans and financing and swap contracts was determined based on future discounted cash flow, at interest rates applicable to similar instruments which involve the same risks and conditions or are based on their market quotations.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### **04.01 – EXPLANATORY NOTES**

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The market values were estimated at a specific time, using available information and the Company's own evaluation methods. Any change in the underlying assumptions may significantly affect the estimates.

### **32 Pension plans and other post-employment benefits**

#### ***Supplementary Pension Plan***

On August 7, 2006, the Company's administrative council approved the implementation by Itaú Vida e Previdência S.A, of PGBL and VGBL Supplementary Pension Plans for the Company, TIM Celular and TIM Nordeste. All employees not benefiting from pension plans sponsored by the Company and its subsidiaries are eligible for these supplementary plans.

#### ***Term of Atypical Contractual Relationship***

The Company is the succeeding sponsoring company arising from the partial spin-off of Telecomunicações do Paraná S,A – TELEPAR, of the private pension supplementation plans introduced in 1970 under a Collective Agreement, approved by the Atypical Contractual Agreement entered into by said company and the Unions representing the professional categories then existing.

This agreement covers 86 employees hired before December 31, 1982 to whom a supplementary pension is granted, on the condition that the retirement only occurs after a minimum service length of 30 years for men and 25 years for women.

As a result of Telebrás split in June 1998, the Company opted for extinguishment of this supplementary pension plan, and accordingly, the participants were entitled to payment in cash of accumulated benefits or transfer to the PBT-SISTEL plan of the obligations assumed under this plan. Most of the participants opted for payment in cash or adherence to the PBT-SISTEL plan, the remainder, duly provided for, will be used to cover benefits due to employees who have not made their option (4 employees as of June 30, 2008 and March 31, 2008).

#### ***SISTEL and TIMPREV***

The Company, TIM Nordeste and TIM Celular have sponsored a private defined benefits pension plan for a group of TELEBRÁS system's former employees, which is managed by Fundação Sistel de Seguridade Social – SISTEL, as a consequence of the legal provisions applicable to the privatization process of these companies in July 1998.

As in 1999 and 2000 the sponsors of the pension plans managed by SISTEL had already negotiated conditions for the creation of individual pension plans for each sponsoring company and maintenance of joint liability only in relation to the participants already assisted on January 31, 2000, the Companies and their subsidiaries, like other companies resulting from the former TELEBRÁS system, in 2002 started the creation of a pension plan for defined contributions meeting the most modern social security standards adopted by private companies, with the possibility of migration to this plan of the employee groups linked to SISTEL.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### 04.01 – EXPLANATORY NOTES

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On November 13, 2002, the Brazilian Secretariat for Supplementary Pension Plans, through official ruling No, 1917 CGAJ/SPC, approved the statutes of the new pension plan, denominated Statutes of TIMPREV Benefits Plan, defined contributions, which provide for new conditions for benefits granting and maintenance, as well as the rights and obligations of the Plan Managing Entity, the sponsoring companies, participants and the beneficiaries thereof. Over 90% of the previous plan's participants had migrated to the new plan by January 29, 2003.

Under this new plan, the sponsor's regular contribution will correspond to 100% of a participant's basic contribution, and TIMPREV's managing entity will ensure the benefits listed below, under the terms and conditions agreed upon, with no obligation to grant any other benefits, even if the government-sponsored social security entity starts granting them:

- Normal retirement pension
- Early retirement pension
- Disability pension
- Deferred proportional benefit
- Death pension

However, as not all of the Company's and its subsidiaries' employees have migrated to TIMPREV plan, the pension and health care plans deriving from the TELEBRÁS system briefly listed below remain:

**PBS:** benefits plan of SISTEL for defined benefits, which includes the employees paying contributions to the plan (active) who participated in the plans sponsored by the companies of the former TELEBRÁS system;

**“PBS Assistidos”:** a private, multi-sponsored pension plan for employees receiving benefits (inactive);

**“Convênio de Administração”:** for managing pension payment to retirees and pensioners of the predecessors of the subsidiary companies;

**PAMEC/Apólice de Ativos:** health care plan for pensioners of the predecessors of the subsidiary companies;

**PBT:** defined-benefit plan for pensioners of the predecessors of the company and its subsidiaries;

**PAMA:** health care plan for retired employees and their dependents, on a shared cost basis.

In accordance with the rules established by NPC-26 issued by the Institute of Independent Auditors of Brazil – IBRACON, and approved by CVM Deliberation No, 371, the actuarial position of these plans represents a surplus not recorded by the Company as it was impossible to recover these amounts, and also considering that the amount of contributions will not be reduced for the future sponsor.

On January 31, 2006, the Administrative Council approved the proposed migration from plans sponsored by the Company and its subsidiaries TIM Celular and TIM Nordeste at Sistel, to a new plan administered by the financial institution HSBC.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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#### 04.01 – EXPLANATORY NOTES

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On January 29, 2007 and April 9, 2007, through the Supplementary Social Security Secretariat, the Ministry of Social Security approved the transfer of the benefit plans management – “PBS–Tele Celular Sul”, “TIM Prev Sul”, “PBT–TIM”, Management Agreement, “PBS–Telenordeste Celular” and “TIM Prev Nordeste” (according to Communications SPC/DETEC/CGAT, nos, 169, 167, 168, 912, 171 and 170, respectively) from “Fundação Sistel de Seguridade Social- SISTEL”, to “HSBC – Fundo de Pensão”.

The other plans – “PAMA and PBS – Assistidos” – continue to be managed by “Fundação Social de Seguridade Social – SISTEL”. The only exception is “Plano PAMEC/Apólice de Ativos”, which was terminated, with the Company remaining responsible for coverage of the respective benefit, from now on called “PAMEC/Apólice de Ativos”.

In view of the approval of the proposed migration by the Administrative Council in January 2006, and those of the Ministry of Social Security, the transfer of the above mentioned Funds from “Fundação Sistel de Seguridade Social – SISTEL” to “HSBC – Fundo de Pensão” came into effect in April 2007.

In the six-month period ended June 30, 2008, the contributions to the pension funds and other post-employment benefits totaled R\$107 (in the same period in 2007 - R\$118).

### 33 Insurance

It is the Company’s and its subsidiaries’ policy to monitor risks inherent in their operations, which is why as of June 30, 2008, they have insurance coverage against operating risks, third party liability, and health, among others. The Management of the Company and its subsidiaries find the insurance coverage sufficient to cover possible losses. The table below shows the main assets, liabilities or interests insured and the respective amounts:

<b>Types</b>	<b>Amounts insured</b>
Operating Risks	R\$10,786,935
General Third Party Liability – RCG	R\$11,405
Cars (Executive and Operational Fleets)	100% Fipe Table, R\$1,000 for RC (DM and DC)

The scope of our audit work does not include the issuance of an opinion on the sufficiency of insurance coverage, which was determined and checked for adequacy by the Company’s Management.

### 34 Commitments

#### *ANATEL*

Under the terms of the Authorization for Mobile Personal Service (SMP) Exploitation, the subsidiaries have committed to implement and actually implemented; mobile personal telecommunications cover for the assigned area. Also under these Terms of Authorization, the subsidiaries are required to operate in accordance with the quality standards established by ANATEL, and comply with the related obligations. In the event these terms are not complied with, the subsidiaries are subject to PADO (Obligation Non-Compliance Determination Procedures) and any subsequently applicable penalties.

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01763-9 TIM PARTICIPAÇÕES S.A.

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02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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ANATEL has brought administrative proceedings against the subsidiaries for (i) noncompliance with certain quality service indicators; and (ii) default on certain other obligations assumed under the Terms of Authorization and pertinent regulations.

In their defense before ANATEL, the subsidiaries presented several reasons for defaulting, most of them involuntary and not related to their activities and actions. The provision for regulatory contingencies shown in the balance sheet reflects the amount of losses expected by the Management (Note 18).

*Rentals*

The equipment and property rental agreements signed by the Company and its subsidiaries have different maturity dates. Below, a list of minimum rental payments to be made under such agreements:

2009	217,684
2010	225,956
2011	234,542
2012	243,455
2013	252,706
	<hr/>
	1,174,343

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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**35 Transactions with Group Telefônica**

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On April 28, 2007, *Assicurazioni Generali S.p.A*, *Intesa San Paolo S.p.A*, *Mediobanca S.p.A.*, *Sintonia S.p.A* and *Telefónica S.A*, entered into an agreement to acquire the whole capital of *Olimpia S.p.A.*, a company which, in turn, held approximately 18% of the voting capital of *Telecom Italia S.p.A.*, the Company's indirect parent company. This acquisition was made through *Telco S.p.A.* ("Telco"), With the implementation of the operation in October 2007, *Telco* came to hold 23.6% of the voting capital of *Telecom Italia S.p.A.*, the indirect parent company of *TIM Participações*.

Through its Act no, 68.276/2007 published in the Federal Government Official Gazette of November 5, 2007 ANATEL approved the operation and imposed certain restrictions to guarantee absolute segregation of businesses and operations performed by the *Telefonica* and *TIM* group companies in Brazil, For purposes of ANATEL's requirements implementation, *TIM Brasil*, *TIM Celular* and *TIM Nordeste* submitted to ANATEL the necessary measures to ensure this segregation de facto and de jure in Brazil, so that *Telefónica's* participation in *Telco S.p.A*, cannot characterize influence on the financial, operational and strategic decisions made by Group *TIM's* Brazilian operators. Therefore, *TIM* continues to operate in the Brazilian market on the same independent and autonomous basis as before.

The agreements between the subsidiaries controlled by *TIM Participações* and the Group *Telefonica's* operators in Brazil, in force at June 30, 2008, refer solely to telecommunications services covering interconnection, roaming, site-sharing and co-billing procedures, as well contracts relating to CSP (provider operation code) at regular price and conditions, in accordance with pertinent legislation. As of June 30, 2008, the receivables and payables arising from these agreements amount to R\$151,769 and R\$155,269, respectively. Operating revenues and expenses recorded by the Company for the semester ended June 30, 2008 amount to R\$731,355 and R\$463,819, respectively.

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**36 Statements of Cash Flow and Value-added**

a. Statements of Cash Flow

	<b>Parent Company</b>		<b>Consolidated</b>	
	<b>06/2008</b>	<b>06/2007</b>	<b>06/2008</b>	<b>06/2007</b>
<b>Operating Activities</b>				
Net Income (Loss) for the period	(141,997)	14,517	(141,997)	14,517
Adjustments for reconciliation of income to cash generated by operating activities:				
Depreciation and amortization	790	790	1,168,372	1,152,252
Equity pickup	139,565	(19,966)	-	-
Deferred income tax and social contribution	-	-	25,225	25,225
Residual value of permanent assets written off	-	-	5,070	15,939
Monetary adjustment of asset retirement obligations	-	-	8,100	11,740
Monetary adjustment of escrow deposits	(31)	-	(2,448)	(13,043)
Monetary adjustment of contingencies	4	-	6,064	32,852
Interest, monetary adjustment and exchange variation on loans	-	-	121,424	109,621
Interest on short term in the money market	(2,027)	(757)	(24,286)	(13,494)
Allowance for doubtful accounts	-	-	475,028	341,373
Decrease(increase) in operating assets				
Trade receivables	-	-	(132,590)	(593,790)
Taxes and contributions recoverable	(153)	(371)	2,048	(32,758)
Inventories	-	-	21,105	(16,234)
Prepaid expenses	-	-	(159,746)	(122,706)
Dividends received	79,195	-	-	-
Other current assets	(77)	(75)	(11,597)	(11,487)
Other long-term assets	(1,148)	(2,331)	(18,286)	(17,417)
Increase (decrease) in operating liabilities				
Labor obligations	(133)	(169)	5,322	21,564
Suppliers – Trade Payables	(989)	(1,092)	(726,519)	(318,189)
Taxes, rates and contributions	1	(39)	(84,987)	78,331
Provision for contingencies	1,211	(45)	30,079	15,266
Other current liabilities	1,203	2,210	11,584	(7,100)
Net cash and cash equivalents generated (used) by operating activities	75,414	(7,328)	576,965	672,462
<b>Investment activities</b>				
Short-term investments in the money market	8,058	(19,034)	26,174	520,176
Additions to property, plant and equipment and intangibles	-	-	(2,469,998)	(1,077,399)
Net cash and cash equivalents generated (used) by investment activities	8,058	(19,034)	(2,443,824)	(557,223)
<b>Financing activities</b>				
Capital reduction	132,792	450,762	-	-
New loans	-	-	967,497	355,261
New authorizations	-	-	1,238,995	-
Amortization of loans	-	-	(263,035)	(389,930)
Amortization of authorizations	-	-	(132,467)	-
Dividends and interest on own capital paid	(207,600)	(439,749)	(207,629)	(439,857)
Net cash and cash equivalents generated (used) by financing activities	(74,808)	11,013	1,603,361	(474,526)
<b>Increase (decrease) in cash and cash equivalents</b>	<b>8,664</b>	<b>(15,349)</b>	<b>(263,498)</b>	<b>(359,287)</b>
<b>Cash and cash equivalents at the beginning of the period</b>	<b>57</b>	<b>16,370</b>	<b>1,117,410</b>	<b>592,564</b>
<b>Cash and cash equivalents at the end of the period</b>	<b>8,721</b>	<b>1,021</b>	<b>853,912</b>	<b>233,277</b>



01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

	Parent Company		Consolidated	
	06/2008	06/2007	06/2008	06/2007
Supplementary cash flow information	-	-		
Income tax and social contribution paid	-	-	36,397	25,523
Interest paid	-	-	98,678	114,992
Capitalized interest	-	-	1,383	5,616
Payables from expenses incurred on addition to property, plant and equipment	-	-	549,695	432,655

**b. Value-added statements**

	Parent Company		Consolidated	
	06/2008	06/2007	06/2008	06/2007
<b>Revenues</b>				
Gross operating revenue	-	-	8,673,374	8,110,845
Allowance for doubtful accounts	-	-	(475,028)	(341,373)
Discounts given, returns and other	-	-	(650,668)	(502,476)
Non-operating revenues (expenses) - net	-	-	(2,067)	(3,710)
	-	-	7,545,611	7,263,286
<b>Input acquired from third parties</b>				
Costs of services rendered and goods sold	-	-	(2,620,271)	(2,389,462)
Materials, energy, third parties' services and other	(2,821)	(3,946)	(1,582,996)	(1,131,432)
	(2,821)	(3,946)	(4,203,267)	(3,520,894)
<b>Withholding</b>				
Depreciation and amortization	(790)	(790)	(1,168,372)	(1,152,252)
<b>Value-added produced – net</b>	(3,611)	(4,736)	2,173,972	2,590,140
<b>Value added received through reclassification</b>				
Equity pickup	(139,564)	19,966	-	-
Financial revenues	2,303	1,195	255,869	69,926
	(137,261)	21,161	255,869	69,926
<b>Total value added undistributed</b>	<b>(140,872)</b>	<b>16,425</b>	<b>2,429,841</b>	<b>2,660,066</b>
<b>Value added distribution</b>				
Personnel and related charges	609	1,017	103,798	263,498
Taxes, rates and contributions	462	500	2,009,062	2,103,368
Interest and rentals	54	391	458,978	278,683
Retained earnings (Accumulated losses)	(141,997)	14,517	(141,997)	14,517
	<b>(140,872)</b>	<b>16,425</b>	<b>2,429,841</b>	<b>2,660,066</b>

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**Consolidated Balance Sheet - Assets (thousand of reais)**

Code	Heading	06/30/2008	03/31/2008
1	Total assets	14,887,678	13,663,346
1.01	Current assets	4,796,951	4,683,905
1.01.01	Cash and cash equivalents	904,146	659,737
1.01.01.01	Cash and Banks	853,912	609,293
1.01.01.02	Short-term investments in the money market	50,234	50,444
1.01.02	Accounts receivable	2,687,491	2,701,779
1.01.02.01	Accounts receivable	-	-
1.01.02.02	Accounts receivable	2,687,491	2,701,779
1.01.02.02.01	Accounts receivable	2,687,491	2,701,779
1.01.03	Inventories	257,021	251,883
1.01.04	Others	948,293	1,070,506
1.01.04.01	Recoverable taxes and contributions	507,182	478,285
1.01.04.02	Deferred income and social contribution taxes	4,204	16,817
1.01.04.03	Prepaid expenses	398,554	545,144
1.01.04.04	Other	38,353	30,260
1.02	Noncurrent assets	10,090,727	8,979,441
1.02.01	Noncurrent assets	366,802	362,343
1.02.01.01	Sundry receivables	220,184	228,211
1.02.01.01.01	Taxes and contributions recoverable	220,184	228,211
1.02.01.02	Related parties	-	-
1.02.01.02.01	Affiliates	-	-
1.02.01.02.02	Subsidiaries	-	-
1.02.01.02.03	Other related parties	-	-
1.02.01.03	Other	146,618	134,132
1.02.01.03.01	Judicial deposits	123,143	115,098
1.02.01.03.02	Prepaid expenses	9,085	7,850
1.02.01.03.03	Other assets	14,390	11,184
1.02.02	Permanent assets	9,723,925	8,617,098
1.02.02.01	Investments	4,357	4,752
1.02.02.01.01	Affiliates	-	-
1.02.02.01.02	Affiliates - Agio	-	-
1.02.02.01.03	Subsidiaries	-	-
1.02.02.01.04	Subsidiaries - Agio	-	-
1.02.02.01.05	Others Investments	4,357	4,752
1.02.02.02	Property, plant and equipment	4,706,276	4,767,476
1.02.02.03	Intangible	4,844,205	3,665,199
1.02.02.04	Deferred charges	169,087	179,671

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**Consolidated Balance Sheet - Liabilities and shareholders' equity (thousand of reais)**

Code	Heading	06/30/2008	03/31/2008
2	Total liabilities and shareholders' equity	14,887,678	13,663,346
2.01	Current liabilities	5,073,519	4,227,599
2.01.01	Loans and financing	1,262,823	1,423,510
2.01.02	Debentures	-	-
2.01.03	Suppliers	1,922,331	1,879,919
2.01.04	Taxes, charges and contributions	485,359	406,068
2.01.05	Dividends payable	31,880	239,312
2.01.06	Provisions	-	-
2.01.07	Related parties	-	-
2.01.08	Other	1,371,126	278,790
2.01.08.01	Labor liabilities	115,875	124,693
2.01.08.02	Authorizations payable	1,128,150	34,791
2.01.08.03	Other liabilities	127,101	119,306
2.02	Noncurrent liabilities	2,205,670	1,793,190
2.02.01	Noncurrent liabilities	2,205,670	1,793,190
2.02.01.01	Loans and financing	1,723,483	1,331,754
2.02.01.02	Debentures	-	-
2.02.01.03	Provisions	259,260	243,572
2.02.01.03.01	Provision for contingency	251,883	236,195
2.02.01.03.02	Supplementary pension plan	7,377	7,377
2.02.01.04	Related parties	-	-
2.02.01.05	Advances for future capital increase	-	-
2.02.01.06	Others	222,927	217,864
2.02.01.06.01	Asset retirement obligation	202,258	197,195
2.02.01.06.02	Others Liabilities	20,669	20,669
2.02.02	Deferred income	-	-
2.03	Minority interests	-	-
2.04	Shareholders' equity	7,608,489	7,642,557
2.04.01	Capital	7,613,610	7,550,525
2.04.02	Capital reserves	34,330	97,415
2.04.03	Revaluation reserves	-	-
2.04.03.01	Own assets	-	-
2.04.03.02	Subsidiaries/affiliates	-	-
2.04.04	Income reserves	102,546	102,546
2.04.04.01	Legal reserve	102,546	102,546
2.04.04.02	Statutory reserve	-	-
2.04.04.03	Reserve for contingencies	-	-
2.04.04.04	Unearned income reserve	-	-
2.04.04.05	Retained earnings	-	-
2.04.04.06	Special reserve for undistributed dividends	-	-
2.04.04.07	Other income reserves	-	-
2.04.05	Retained earnings	(141,997)	(107,929)
2.04.06	Advances for future capital increase	-	-

01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

**04.01 – EXPLANATORY NOTES**

**Consolidated Statements of operations (thousands of reais)**

Code	Heading	From 04/01/2008 to 06/30/2008	Acumulated From 01/01/2008 to 06/30/2008	From 04/01/2007 to 03/31/2007	Acumulated From 01/01/2007 to 06/30/2007
3.01	Gross revenues	4,454,459	8,673,374	4,215,510	8,110,845
3.02	Deductions from gross revenues	(1,268,384)	(2,494,341)	(1,155,942)	(2,208,104)
3.03	Net revenues	3,186,075	6,179,033	3,059,568	5,902,741
3.04	Cost of goods sold and services rendered	(1,749,214)	(3,400,771)	(1,625,095)	(3,153,198)
3.05	Gross profit	1,436,861	2,778,262	1,434,473	2,749,543
3.06	Operating income (expenses)	(1,455,695)	(2,889,837)	(1,342,210)	(2,638,749)
3.06.01	Selling	(1,032,650)	(2,061,819)	(953,964)	(1,868,292)
3.06.02	General and administrative	(280,957)	(573,512)	(256,335)	(515,484)
3.06.03	Financial income (expenses)	(59,157)	(115,228)	(81,463)	(144,717)
3.06.03.01	Financial income	153,746	255,868	35,303	69,926
3.06.03.02	Financial expenses	(212,903)	(371,096)	(116,766)	(214,643)
3.06.04	Other operating income	32,493	73,276	22,607	45,710
3.06.05	Other operating expenses	(115,424)	(212,554)	(73,055)	(155,966)
3.06.06	Equity pickup	-	-	-	-
3.07	Operating income	(18,834)	(111,575)	92,263	110,794
3.08	Nonoperating income	508	(2,067)	(2,554)	(3,710)
3.08.01	Income	847	3,003	7,498	12,229
3.08.02	Expenses	(339)	(5,070)	(10,052)	(15,939)
3.09	Income before taxation and participations	(18,326)	(113,642)	89,709	107,084
3.10	Provision for income and social contribution taxes	(15,742)	(28,355)	(55,727)	(92,567)
3.11	Deferred income tax	-	-	-	-
3.12	Participations/statutory contributions	-	-	-	-
3.12.01	Participations	-	-	-	-
3.12.02	Contributions	-	-	-	-
3.13	Reversal of interest on shareholders' equity	-	-	-	-
3.14	Minority interests	-	-	-	-
3.15	Net income for the period	(34,068)	(141,997)	33,982	14,517

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01763-9 TIM PARTICIPAÇÕES S.A.

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02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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**INDEPENDENT AUDITORS' SPECIAL REVIEW REPORT**

The  
Management and Shareholders  
**TIM PARTICIPAÇÕES S.A.**

1. We have performed a special review of the Quarterly Information (ITR) of **TIM PARTICIPAÇÕES S.A.**, for the quarter ended June 30, 2008, comprising the individual and consolidated balance sheet, and the statements of income, of cash flow and of value added, the performance report and explanatory notes prepared under the responsibility of the management. Our responsibility is to issue an opinion on this information. **TIM PARTICIPAÇÕES S.A.** has full control of TIM CELULAR S.A., who, in turn, fully controls TIM NORDESTE S.A. The financial statements of these subsidiaries for the quarter ended June 30, 2008, which serve as a basis for investment evaluation on the equity method and consolidation, were examined by Ernst & Young Auditores Independentes S.S.. Our report, with respect to the book value of these investments and their effects on the income for the quarter and consolidated figures, is based solely on those auditors' examination, and given the size of the subsidiaries' amounts involved, required a coordinated monitoring work and review of auditing procedures performed by that firm.
2. Our review was conducted in accordance with specific standards jointly set by IBRACON – Brazilian Independent Auditors' Institute and the Federal Accounting Council, mainly consisting of: (a) inquiry of, and discussion with, the heads of the Company's accounting, financial and operational departments about the criteria used in preparing Quarterly Information; and (b) review of subsequent information and events that may significantly affect the Company's financial condition and operations.
3. Based on our special review and the other independent auditors' review of the subsidiary TIM CELULAR S.A. and the indirect subsidiary TIM NORDESTE S.A., we are not aware of any relevant change required for the Quarterly Information referred to above to comply with accounting practices stipulated by the Brazilian Securities Commission – CVM's standards, applicable to Quarterly Information preparation, including CVM Instruction 469/08.

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01763-9 TIM PARTICIPAÇÕES S.A.

02.558.115/0001-21

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**04.01 – EXPLANATORY NOTES**

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4. As mentioned in Note “2.b”, the Law 11.648, promulgated on December 28, 2007 and effective as from January 1, 2008, amended, revoked and introduced new provisions in Law 6.404 (the Corporate Law) which imply changes in accounting practices adopted in Brazil until then. Although this new law is already in effect, several changes applicable to the financial statements as of December 31, 2008 which it introduced, depend on regulation before being applicable by the companies. Accordingly, at this transition stage, through its Instruction 469/08, CVM authorizes non-compliance with all the provisions of Law 11,638/07 for preparation of Quarterly Information relating to the year 2008. So, the financial statements contained in the ITR for the quarter ended June 30, 2008, prepared in accordance with specific CVM instructions, do not take into account the changes in accounting practices introduced by Law 11.638/07. The information referring to the previous quarter and presented for comparative purposes were adjusted to include the changes in accounting practices introduced in 2008, specifically the reclassification of property, plant and equipment as intangibles (Note 2.b).

Rio de Janeiro, July 21, 2008

Original report in Portuguese was signed by



**CRC SP-013002/O-3F-RJ**

**Ernesto Rubens Gelbcke**

**Accountant CTCRC SP-071189/O-6S-RJ**