

OI S.A.  
Form 6-K  
September 12, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 6-K**

**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a-16 or 15d-16**  
**of the Securities Exchange Act of 1934**  
**For the month of September 2014**  
**Commission File Number: 1-15256**

**OI S.A.**

**(Exact Name as Specified in its Charter)**

**N/A**

**(Translation of registrant's name into English)**

**Rua General Polidoro, No. 99, 5th floor/part Botafogo**

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**22280-001 Rio de Janeiro, RJ**

**Federative Republic of Brazil**

**(Address of principal executive offices)**

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

**Form 20-F:**  **Form 40-F:**

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1)):

Yes:  **No:**

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7)):

Yes:  **No:**

(Indicate by check mark whether the registrant by furnishing the information contained in this Form, the Registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes:  **No:**

If **Yes** is marked, indicate below the file number assigned to the  
registrant in connection with Rule 12g3-2(b):

**Oi remains in the DJSI**

***Oi is included in the New York Stock Exchange's Dow Jones Sustainability Index for the 2nd consecutive year***

Oi has been included in the portfolio of the New York Stock Exchange's ( NYSE ) Dow Jones Sustainability Index (the DJSI or Index ), which recognizes companies around the world with sustainability best practices, for the second consecutive year. This index is revised annually, based on questionnaires answered by companies and public information available in the companies' annual reports and investor relations websites. Oi remains the only Brazilian telecommunications company to be listed in the Emerging Markets category of the Index.

Oi's continued inclusion in the Index reflects its commitment to corporate governance and sustainability actions and strengthens the Company's responsibility to improve its performance and results. The DJSI is one of the most important benchmarks for asset management institutions that rely on the Index when making investment decisions.

Oi has also been included in the São Paulo Stock Exchange's (BM&FBOVESPA S.A. *Bolsa de Valores, Mercadorias e Futuros* BM&FBOVESPA) Corporate Sustainability Index (ISE) since 2008, which demonstrates its commitment to social responsibility and the adoption of sustainable management practices. The Company has also been included in the BM&FBOVESPA's Carbon Efficiency Index (ICO2) for the fourth consecutive year.

Rio de Janeiro, September 11, 2014

**Oi S.A.**

Bayard De Paoli Gontijo

Chief Finance Officer and Investor Relations Officer

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: September 11, 2014

OI S.A.

By: /s/ Bayard De Paoli Gontijo  
Name: Bayard De Paoli Gontijo

Title: Chief Financial Officer

efore, transactions involving those shares are party-in-interest transactions. Additionally, the trustee of the Plan is NBT Bank, N.A. which is a subsidiary of the Sponsor. 8

----- SCHEDULE 1 NBT  
BANCORP INC. ----- 401(K)  
AND EMPLOYEE STOCK -----  
OWNERSHIP PLAN -----

Schedule H, Line 4i - Schedule of Assets Held at End of Year

----- December 31, 2003  
----- (c) DESCRIPTION OF  
INVESTMENT (b) IDENTITY OF ISSUER INCLUDING MATURITY DATE, BORROWER, LESSOR, RATE OF  
INTEREST, COLLATERAL, (e) CURRENT (a) OR SIMILAR PARTY PAR, OR MATURITY VALUE (d) COST  
VALUE --- ----- Federated Capital  
Preservation Fund Money market fund \$ \*\* \$ 3,303,719 Dodge & Cox Income Bond mutual fund, 16,928.137 shares  
\*\* 218,711 Vanguard Intermediate US Treasury Bond mutual fund, 91,025.058 shares \*\* 1,037,686 American Funds  
Growth Fund of America Equity mutual fund, 125,853.14 shares \*\* 3,063,266 Vanguard Capital Opportunity Equity  
mutual fund, 5,184.320 shares \*\* 131,734 Federated Capital Appreciation Fund Equity mutual fund, 119,356.252  
shares \*\* 2,849,034 FPA Capital Equity mutual fund, 10,450.984 shares \*\* 385,120 T-Rowe Price Mid Cap Growth  
Equity mutual fund, 12,977.462 shares \*\* 556,733 Dodge & Cox Stock Fund Equity mutual fund, 7,567.282 shares \*\*  
861,005 Dodge & Cox Balance Fund Equity mutual fund, 29,652.719 shares \*\* 2,165,836 Vanguard 500 Index Fund  
Equity mutual fund, 16,001.249 shares \*\* 1,642,845 Liberty Acorn Equity mutual fund, 22,410.856 shares \*\* 474,886  
American Funds New Perspective Foreign equity mutual fund, 66,216.201 Fund shares \*\* 1,611,041 NBT Bancorp  
Inc. Common stock, 1,347,641.198 shares \*\*\* 28,893,427 Participant loans receivable Interest rates - 5.25% - 12.14%  
\*\* 625,413 ----- \$ 47,820,456 ===== \* Party-in-interest. \*\* Cost omitted for these participant directed  
investments. \*\*\*Represents cost of NBT Bancorp Inc. common stock for which there is no participant direction as  
well as NBT Bancorp Inc. common stock for which participants have direction. See accompanying report of  
independent registered public accounting firm. 9 SCHEDULE 2 NBT BANCORP INC. 401(K) AND EMPLOYEE  
STOCK OWNERSHIP PLAN Schedule H, Line 4j - Schedule of Reportable Transactions Year ended December 31,  
2003 (b) DESCRIPTION OF (h) CURRENT ASSET (INCLUDING (f) EXPENSE VALUE OF INTEREST RATE  
(c) (d) (e) INCURRED ASSET ON (i) NET (a) IDENTITY OF PARTY AND MATURITY PURCHASE SELLING  
LEASE WITH (g) COST OF TRANSACTION GAIN INVOLVED IN CASE OF A LOAN) PRICE PRICE RENTAL  
TRANSACTION ASSET DATE (LOSS) -----  
----- Series of transactions: ----- NBT Bancorp Inc. (series of 105 transactions)  
Common stock \$ 4,785,584 - - - 4,785,584 4,785,584 - NBT Bancorp Inc. (series of 281 transactions) Common stock  
- 4,236,969 - - 3,135,519 4,236,969 1,101,450 Reportable transactions, for purposes of this schedule are: (1) A single  
transaction within the plan year in excess of 5% of the current value of the plan assets at the beginning of the plan

year; (2) Any series of transactions with, or in conjunction with, the same person, involving property other than securities, which amount in the aggregate within the plan year (regardless of the category of asset and the gain or loss on any transaction) to more than 5% of the current value of plan assets at the beginning of the Plan year; (3) Any transaction within the plan year involving securities of the same issue if within the plan year any series of transactions with respect to such securities amount in the aggregate to more than 5% of the current value of the plan assets at the beginning of the Plan year; and (4) Any transaction within the plan year with respect to securities with, or in conjunction with, a person if any prior or subsequent single transaction within the plan year with such person, with respect to securities, exceeds 5% of the current value of plan assets at the beginning of the Plan year. See accompanying report of independent registered public accounting firm. 10 Exhibits: 23 Consent of Independent Registered Public Accounting Firm dated June 25, 2004. SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized. Dated: June 25, 2004 NBT BANCORP INC. 401 (k) AND EMPLOYEE STOCK OWNERSHIP PLAN By: /s/ Thomas R. Delduchetto Thomas R. Delduchetto Executive Vice President and Director of Human Resources and Member of the 401 (k) Plan Administrative Committee of the NBT Bancorp Inc. 401 (k) and Employee Stock Ownership Plan 11 EXHIBIT INDEX Exhibit Document ----- 23 Consent of Independent Registered Public Accounting Firm dated June 25, 2004. 12