

TIM PARTICIPACOES SA  
Form 6-K  
March 29, 2018

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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 March, 2018**  
**Commission File Number 001-14491**

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**TIM PARTICIPAÇÕES S.A.**

(Exact name of registrant as specified in its charter)

**TIM PARTICIPAÇÕES S.A.**

(Translation of Registrant's name into English)

**Avenida João Cabral de Melo Neto, nº 850, Torre Norte, 12º andar – Sala 1212,  
Barra da Tijuca - Rio de Janeiro, RJ, Brazil**

(Address of principal executive office)

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

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

Yes  No

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**TIM PARTICIPAÇÕES S.A.**

**Publicly Held Company**

**CNPJ/MF 02.558.115/0001-21**

**NIRE 33.300.276.963**

**MINUTES OF THE BOARD OF DIRECTORS' MEETING  
HELD ON MARCH 28TH, 2018**

**DATE, TIME AND PLACE:** March 28th, 2018, at 10 a.m., at TIM Participações S.A.'s ("Company") head offices, in the City and State of Rio de Janeiro.

**PRESENCE:** The Board of Directors' Meeting of TIM Participações S.A. ("Company") was held at the date, time and place above mentioned, with the presence of Messrs. João Cox Neto, Alberto Emmanuel Carvalho Whitaker, Celso Luis Loducca, Enrico Barsotti, Herculano Aníbal Alves, Mario Di Mauro, Nicoletta Montella, Piergiorgio Peluso, Sabrina Valenza and Stefano De Angelis, either in person or by means of videoconference, as provided in paragraph 2, Section 25 of the Company's By-laws. The meeting was also attended by Mr. Jaques Horn, Legal Officer and Secretary.

**BOARD:** Mr. João Cox Neto – Chairman; and Mr. Jaques Horn – Secretary.

**AGENDA:** (1) To acknowledge on the activities carried out by the Statutory Audit Committee; (2) To acknowledge on the activities carried out by the Control and Risks Committee; (3) To resolve on the Enterprise Risk Management ("ERM") Policy of the Company; (4) To resolve on the definition of the Risk Appetite of the Company (Enterprise Risk Management - ERM); (5) To approve the internal audit's annual plan for the year of 2018 (April 1st, 2018 to March 31st, 2019); (6) Presentation on climate survey; (7) To resolve on the Company's independent auditors agreement.

**RESOLUTIONS:** Upon review and discussion of the subjects included on the Agenda, the Board Members, unanimously by those present at the meeting and with the expressed abstention of the legally restricted, decided to register the discussions as follows:

(1) **Acknowledged** on the activities carried out by the Statutory Audit Committee ("CAE"), on its meeting held on March 27th, 2018, as per Mr. Alberto Emmanuel Carvalho Whitaker's report, Coordinator of the CAE.

(2) **Acknowledged** on the activities carried out by the Control and Risks Committee ("CCR"), on its meeting held on March 27th, 2018, as per Mr. Herculano Aníbal Alves' report, Chairman of the CCR.

(3) **Approved** the review of the Enterprise Risk Management ("ERM") Policy of the Company, according to the proposal presented and based on the favorable evaluation of the CCR registered at its meeting held on March 27th, 2018.

(4) **Approved** the Company's definition of risk tendency (Risk Appetite), under the Risk Management Program for 2018, according to the material presented by Messrs. Adrian Calaza, Chief Financial Officer of the Company, and Gustavo Brantes, representative of the Risk Management area, based on the favorable evaluation of the CAE and CCR registered at their respective meetings held on March 27th, 2018.

(5) **Approved** the internal audit's annual plan for the period from April 1st, 2018 to March 31st, 2019, according to material presented by Mr. Alberto Ragazzini, Director of the Internal Audit area and based on the favorable evaluation of the CAE registered at its meeting held on March 27th, 2018.

(6) Mr. Giovane Costa, Director of the Company's Human Resources area, and Ms. Carolina Paiva, representative of the Company's People Caring & Internal Communications area, presented the material about the results of the climate survey carried out with the Company's employees.

(7) Based on the material presented and on the favorable evaluation of the CAE registered at its meeting held on December 11th, 2017, **approved** the agreement with PricewaterhouseCoopers ("PwC"), as the Company's independent auditor, for the provision of accounting audit service of the Company's financial statements for the year

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ending on December 31st, 2018, in replacement of BDO RCS Auditores Independentes S.S. ("BDO").

**CLOSING:** With no further issues to discuss, the meeting was adjourned and these minutes drafted as summary, read, approved and signed by all attendees Board Members: João Cox Neto, Alberto Emmanuel Carvalho Whitaker, Celso Luis Loducca, Enrico Barsotti, Herculano Aníbal Alves, Mario Di Mauro, Nicoletta Montella, Piergiorgio Peluso, Sabrina Valenza and Stefano De Angelis.

I herein certify that these minutes are the faithful copy of the original version duly recorded in the respective corporate book.

Rio de Janeiro (RJ), March 28th, 2018.

JAQUES HORN

**Secretary**

**SIGNATURE**

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.

TIM PARTICIPAÇÕES S.A.

Date: March 28, 2018

By: /s/ **Adrian Calaza**

Name: Adrian Calaza  
Title: Chief Financial Officer and  
Investor Relations Officer  
TIM Participações S.A.

**FORWARD-LOOKING STATEMENTS**

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.

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