

TIM PARTICIPACOES SA  
Form FWP  
October 05, 2011

Filed Pursuant to Rule 433  
Registration Statement No. 333-176848  
October 4, 2011

Pricing Term Sheet

This Pricing Term Sheet is qualified in its entirety by reference to the Preliminary Prospectus Supplement. The information in this Pricing Term Sheet supplements the Preliminary Prospectus Supplement.

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| Issuer:                          | TIM Participações S.A.   |
| Registration Statement File No.: | 333-176848   |
| Title of Shares to be purchased: | American Depositary Shares each representing five common shares  |
| Number of Firm ADSs:             | 6,812,056  |
| Number of Additional ADSs        | Up to 1,892,302 Additional ADSs  |
| Initial Public Offering Price    | U.S.\$22.80 per ADS, which is the U.S. dollar equivalent of the real offering price per Common Share of R\$8.60, converted from Brazilian reais to U.S. dollars at a rate of R\$1.8856 per U.S. \$1.00 |
| Purchase Price:                  | U.S.\$22.23 per ADS  |
| Selling Concession:              | 2.5% of the Initial Public Offering Price, or U.S.\$0.57 per ADS   |
| Closing Date and Time:           | October 11, 2011, 10:00 a.m. for the delivery of the ADSs  |
| Managers:                        | Itau BBA USA Securities Inc.<br>Morgan Stanley & Co. LLC   |

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus included in that registration statement and other documents the issuers have filed with the SEC for more complete information about the issuers and this offering. You may get these documents free of charge by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you call 1-866-718-1649.