TIM PARTICIPACOES SA Form 6-K February 06, 2013

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 January, 2013 Commission File Number 001-14491

TIM PARTICIPAÇÕES S.A.

(Exact name of registrant as specified in its charter)

TIM PARTICIPAÇÕES S.A.

(Translation of Registrant's name into English)

Av. das Américas, 3434, Bloco 1, 7º andar Parte 22640-102 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-FX 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 NoX

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TIM PARTICIPAÇÕES S.A

Public-Held Company CNPJ/MF N° 02.558.115/0001-21 NIRE 33 300 276 963

MATERIAL FACT

TIM Participações S.A. ("Company") (BOVESPA: TIMP3; e NYSE: TSU), the controlling shareholder of TIM Celular S.A. and Intelig Telecomunicações Ltda., hereby informs its shareholders, the market and other interested third parties, that the Company's Board of Directors held a meeting today to decide upon matters involving the Company's interests. At the end of the meeting, Mr. Andrea Mangoni, a member of the Board of Directors and currently also the Company's Chief Executive Officer (CEO), informed to the other Board members about his decision to resign to his position as Chief Executive Officer, as from March 04, 2013, to which he had been appointed in 2012. Mr. Andrea Mangoni informed that he considered to have been duly accomplished the task that had been assigned to him to command a smooth transition in the management of the Company. In view of the foregoing, the Company's Board of Directors is in charge and shall elect and appoint a new Chief Executive Officer for the Company as soon as possible.

Rio de Janeiro, 5th February, 2013.

Rogério Tostes
Investor Relations Officer

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: January 05, 2013 By: /s/ Rogério Tostes

Name: Rogério Tostes

Title: IRO

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 offuture 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 a ctually 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.