

TELEMIG CELULAR PARTICIPACOES SA  
Form SC TO-C  
April 04, 2008

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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SCHEDULE TO

(RULE 14d-100)

TENDER OFFER STATEMENT UNDER SECTION 14(D)(1) OR 13(E)(1) OF  
THE SECURITIES EXCHANGE ACT OF 1934

TELEMIG CELULAR PARTICIPAÇÕES S.A.  
(Name of Subject Company)

VIVO PARTICIPAÇÕES S.A.  
(Names of Filing Persons – Offeror)

Preferred Shares, no par value, and American  
Depositary Shares, each representing two  
Preferred Shares  
(Title of classes of securities)

87944E105  
(CUSIP number of preferred stock)

Carlos Raimar Schoeninger  
Financial Planning and Investor Relations Director  
Av. Dr. Chucri Zaidan, 860  
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04583-110 Sao Paulo  
Tel: +5511 7420-1170

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications on  
Behalf of Filing Persons)

Copies to:  
Diane G. Kerr, Esq.  
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CALCULATION OF FILING FEE

Transaction valuation\*  
Not applicable

Amount of filing fee\*  
Not applicable

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\* A filing fee is not required in connection with this filing as it relates solely to preliminary communications made before the commencement of a tender offer

Check box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: N/A Filing Party: N/A

Form or Registration No.: N/A Date Filed: N/A

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
- issuer tender offer subject to Rule 13e-4.
- going-private transaction subject to Rule 13e-3.
- amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer.



Introductory Statement

On April 3, 2008, Vivo Participações S.A., a corporation organized under the laws of Brazil (“Vivo”), issued a press release announcing the completion of its acquisition of a controlling stake in Telemig Celular Participações S.A. pursuant to a stock purchase agreement dated as of August 2, 2007, among Telemig Participações S.A. and Vivo Participações S.A. (the “Stock Purchase Agreement”), having as intermediary parties Telemig Celular Participações S.A. and Tele Norte Celular Participações S.A., pursuant to which Vivo acquired control of Telemig Celular Participações.

Table of Contents

Items 1-11.

Not applicable.

Item 12. Exhibits.

| Exhibit No.  | Description                                  |
|--------------|--|
| (a)(5)(A)(1) | Press release dated April 3, 2008.           |
| (a)(5)(A)(2) | Notice of Material Fact dated April 3, 2008. |

Item 13. Information Required by Schedule 13E-3.

Not applicable.

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