

OI S.A.
Form 425
September 09, 2014

Filed by Oi S.A.

Pursuant to Rule 425 of the Securities Act of 1933

Subject Company: Oi S.A.

Commission File No.: 001-15256

THE FOLLOWING ARE MATERIALS MADE PUBLIC BY OI S.A. RELATING TO THE PROPOSED MERGER OF SHARES (*INCORPORAÇÃO DE AÇÕES*) BETWEEN TELEMAR PARTICIPAÇÕES S.A. (TMARPART) AND OI S.A. (OI).

EXHIBIT INDEX

Exhibit Number	Description of Document
1	Material Fact, dated September 8, 2014 (English translation).