

Vivo Participacoes S.A.
Form 6-K
May 21, 2009

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 May 21, 2009

Commission File Number: 333-09470

VIVO PARTICIPAÇÕES S.A.

(Exact name of registrant as specified in its charter)

VIVO HOLDING COMPANY

(Translation of Registrant's name into English)

Av. Doutor Chucri Zaidan, 860

04583-110 São Paulo, SP, Brazil

(Address of principal executive office)

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

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Form 20-F X

Form 40-F _____

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes _____

No X

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes _____

No X

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

Yes _____

No X

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

VIVO PARTICIPAÇÕES S.A.

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Item

1. First Quarter Results as of March 31, 2009

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COMPANY MANAGEMENT IS RESPONSIBLE FOR THE INFORMATION PROVIDED.

01.01 IDENTIFICATION

1 - CVM CODE 01771-0	2 - COMPANY NAME VIVO PARTICIPAÇÕES S.A.	3 - Brazilian IRS Registry of Legal Entities (CNPJ) 02.558.074/0001-73
4 - Registration Number (NIRE) 35300158792		

01.02 HEAD OFFICE

1 - ADDRESS Av. Doutor Chucri Zaidan, 860	2 - DISTRICT Morumbi		5 - STATE SP	
3 - ZIP CODE 04583-110	4 - MUNICIPALITY São Paulo			
6 - AREA CODE 11	7 - TELEPHONE NUMBER 7420-1172	8 - TELEPHONE NUMBER -	9 - TELEPHONE NUMBER -	10 - TELEX -
11 - AREA CODE 11	12 - FAX 7420-2247	13 - FAX -	14 - FAX -	
15 - E-MAIL				

01.03 INVESTOR RELATIONS OFFICER (Company Mail Address)

1 - NAME Ernesto Gardelliano				
2 - ADDRESS Av. Doutor Chucri Zaidan, 860		3 - DISTRICT Morumbi		
4 - ZIP CODE 04583-110	5 - MUNICIPALITY São Paulo	6 - STATE SP		
7 - AREA CODE 11	8 - TELEPHONE NUMBER 7420-1172	9 - TELEPHONE NUMBER -	10 - TELEPHONE NUMBER -	11 - TELEX -
12 - AREA CODE 11	13 - FAX 7420-2247	14 - FAX -	15 - FAX -	
16 - E-MAIL				

ir@vivo.com.br

01.04 GENERAL INFORMATION / INDEPENDENT ACCOUNTANT

CURRENT YEAR		CURRENT QUARTER			PRIOR QUARTER		
1 - BEGINNING 01/01/2009	2 - END 12/31/2009	3 - QUARTER 1	4 - BEGINNING 01/01/2009	5 - END 03/31/2009	6 - QUARTER 4	7 - BEGINNING 10/01/2008	8 - END 12/31/2008
9 - AUDITOR Ernst & Young Auditores Independentes S/S					10 - CVM CODE 00471-5		
11 - NAME OF RESPONSIBLE PARTNER Luiz Carlos Passetti					12 - INDIVIDUAL TAXPAYERS REGISTRATION NUMBER 001.625.898-32		

01.01 IDENTIFICATION

1 - CVM CODE	2 - COMPANY NAME	3 - Brazilian IRS Registry of Legal Entities (CNPJ)
01771-0	VIVO PARTICIPAÇÕES S.A.	02.558.074/0001-73

01.05 CAPITAL COMPOSITION

NUMBER OF SHARES (IN THOUSANDS)	1 - CURRENT QUARTER 03/31/2009	2 - PRIOR QUARTER 12/31/2008	3 - SAME QUARTER IN PRIOR YEAR 03/31/2008
SUBSCRIBED CAPITAL			
1 - COMMON	136,275	134,150	524,932
2 - PREFERRED	238,064	234,369	917,186
3 - TOTAL	374,339	368,519	1,442,118
TREASURY STOCK			
4 - COMMON	0	0	0
5 - PREFERRED	1,123	1,123	4,495
6 - TOTAL	1,123	1,123	4,495

01.06 - CHARACTERISTICS OF THE COMPANY

1 - TYPE OF COMPANY
Commercial, industrial and others

2 - SITUATION
Operating

3 - SHARE CONTROL NATURE
Private holding

4 - ACTIVITY CODE
1130 - Telecommunications

5 - MAIN ACTIVITY
Cellular Telecommunications Service

6 - TYPE OF CONSOLIDATION
Total

7 - TYPE OF INDEPENDENT ACCOUNTANTS REPORT
Unqualified

01.07 COMPANIES NOT INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS

1 - ITEM	2 - Brazilian IRS Registry of Legal Entities (CNPJ)	3 - NAME
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01.08 DIVIDENDS APPROVED AND/OR PAID DURING AND AFTER THE QUARTER

1 - ITEM	2 - EVENT	3 - APPROVAL	4 - YIELD	5 - DATE OF PAYMENT	6 - TYPE OF SHARE	7 - YIELD PER SHARE
01	AGO/E (1)	03/19/2009	Interest on Shareholders equity	12/30/2009	Common	0.4385280101
02	AGO/E (1)	03/19/2009	Interest on Shareholders equity	12/30/2009	Preferred	0.4385280101
03	AGO/E (1)	03/19/2009	Dividends	12/30/2009	Common	0.7231586138
04	AGO/E (1)	03/19/2009	Dividends	12/30/2009	Preferred	0.7231586138

(1) General / Extraordinary Shareholders Meeting

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01.01 IDENTIFICATION

1 - CVM CODE 2 - COMPANY NAME 3 - Brazilian IRS Registry of Legal Entities (CNPJ)
01771-0 VIVO PARTICIPAÇÕES S.A. 02.558.074/0001-73

01.09 SUBSCRIBED CAPITAL AND CHANGES IN CURRENT YEAR

1 - ITEM	2 - DATE OF CHANGE	3 - CAPITAL (In thousands of reais)	4 - CHANGE AMOUNT (In thousands of reais)	5 - CHANGE NATURE	6 - NUMBER OF SHARES ISSUED (Thousand)	7 - SHARE PRICE ON ISSUE DATE (In reais)
01	02/12/2009	6,710,526	189,896	Capital Reserve	5,819	32.6300000000

01.10 INVESTOR RELATIONS OFFICER

1 - DATE 2 - SIGNATURE
04/30/2009

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A free translation from Portuguese into English of quarterly financial statements prepared in Brazilian currency in accordance with accounting practices adopted in Brazil and specific norms issued by IBRACON, CFC and CVM

FEDERAL PUBLIC SERVICE

BRAZILIAN SECURITIES COMMISSION (CVM)

ITR QUARTERLY INFORMATION Corporation Law

COMMERCIAL, INDUSTRIAL & OTHER TYPES OF COMPANY

As of 03/31/2009

1 - CVM CODE 2 - COMPANY NAME 3 - Brazilian IRS Registry of Legal Entities (CNPJ)
 01771-0 VIVO PARTICIPAÇÕES S.A. 02.558.074/0001-73
02.01 BALANCE SHEET ASSETS (IN THOUSANDS OF REAIS)

1 - CODE	2 - ACCOUNT DESCRIPTION	3 - 03/31/2009	4 - 12/31/2008
1	TOTAL ASSETS	11,309,107	10,945,503
1.01	CURRENT ASSETS	633,906	432,892
1.01.01	CASH AND CASH EQUIVALENTS	395,759	10,706
1.01.01.01	CASH AND CASH EQUIVALENTS	395,759	10,706
1.01.02	RECEIVABLES	0	0
1.01.02.01	TRADE ACCOUNTS RECEIVABLE, NET	0	0
1.01.02.02	OTHER RECEIVABLES	0	0
1.01.03	INVENTORIES	0	0
1.01.04	OTHER	238,147	422,186
1.01.04.01	DEFERRED AND RECOVERABLE TAXES	7,562	22,732
1.01.04.02	DIVIDENDS AND INTEREST ON SHAREHOLDERS EQUITY	227,493	397,412
1.01.04.03	PREPAID EXPENSES	2,237	1,202
1.01.04.04	OTHER ASSETS	855	840
1.02	NONCURRENT ASSETS	10,675,201	10,512,611
1.02.01	LONG-TERM RECEIVABLES	569,008	585,444
1.02.01.01	OTHER RECEIVABLES	0	0
1.02.01.02	RECEIVABLES FROM RELATED PARTIES	1,863	1,863
1.02.01.02.01	FROM ASSOCIATED COMPANIES	0	0
1.02.01.02.02	FROM SUBSIDIARY COMPANIES	0	0
1.02.01.02.03	FROM OTHER RELATED PARTIES	1,863	1,863
1.02.01.03	OTHER	567,145	583,581
1.02.01.03.01	DEFERRED AND RECOVERABLE TAXES	560,010	576,372
1.02.01.03.02	PREPAID EXPENSES	1,556	1,630
1.02.01.03.03	OTHER ASSETS	5,579	5,579
1.02.02	PERMANENT ASSETS	10,106,193	9,927,167
1.02.02.01	INVESTMENTS	8,679,896	8,502,885
1.02.02.01.01	ASSOCIATED COMPANIES	0	0
1.02.02.01.02	GOODWILL ON ASSOCIATED COMPANIES	0	0
1.02.02.01.03	SUBSIDIARY COMPANIES	8,679,792	8,502,781
1.02.02.01.04	GOODWILL ON ACQUISITION OF INVESTMENTS	0	0
1.02.02.01.05	OTHER INVESTMENTS	104	104
1.02.02.02	PROPERTY, PLANT AND EQUIPMENT	4	4
1.02.02.03	INTANGIBLE ASSETS	1,426,293	1,424,278
1.02.02.04	DEFERRED CHARGES	0	0

02.02 BALANCE SHEET LIABILITIES AND SHAREHOLDERS EQUITY (IN THOUSANDS OF REAIS)

1 - CODE	2 - ACCOUNT DESCRIPTION	3 - 03/31/2009	4 - 12/31/2008
2	TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	11,309,107	10,945,503
2.01	CURRENT LIABILITIES	1,917,683	1,677,489
2.01.01	LOANS AND FINANCING	1,126,503	1,091,374
2.01.02	DEBENTURES	267,876	21,502
2.01.03	SUPPLIERS	4,492	4,463
2.01.04	TAXES PAYABLE	1,481	46,028
2.01.05	DIVIDENDS PAYABLE	407,457	407,473
2.01.06	PROVISIONS	1,198	1,237
2.01.07	PAYABLES TO RELATED PARTIES	293	372
2.01.08	OTHER	108,383	105,040
2.01.08.01	PAYROLL AND SOCIAL CHARGES	320	555
2.01.08.02	DERIVATIVE CONTRACTS	4,971	1,213
2.01.08.03	OTHER LIABILITIES	103,092	103,272
2.02	NONCURRENT LIABILITIES	1,000,388	1,000,487
2.02.01	LONG-TERM LIABILITIES	1,000,388	1,000,487
2.02.01.01	LOANS AND FINANCING	0	0
2.02.01.02	DEBENTURES	1,000,000	1,000,000
2.02.01.03	PROVISIONS	68	167
2.02.01.04	PAYABLES TO RELATED PARTIES	0	0
2.02.01.05	ADVANCE FOR FUTURE CAPITAL INCREASE	0	0
2.02.01.06	OTHER	320	320
2.05	SHAREHOLDERS EQUITY	8,391,036	8,267,527
2.05.01	CAPITAL STOCK	6,900,422	6,710,526
2.05.02	CAPITAL RESERVES	518,678	708,574
2.05.03	REVALUATION RESERVE	0	0
2.05.03.01	OWN ASSETS	0	0
2.05.03.02	CONTROLLED AND NON CONTROLLED SUBSIDIARIES	0	0
2.05.04	INCOME RESERVES	848,427	848,427
2.05.04.01	LEGAL	120,955	120,955
2.05.04.02	STATUTORY	0	0
2.05.04.03	CONTINGENCIES	0	0
2.05.04.04	REALIZABLE PROFIT RESERVES	0	0
2.05.04.05	RETENTION OF PROFITS	738,542	738,542
2.05.04.06	SPECIAL RESERVE FOR UNDISTRIBUTED DIVIDENDS	0	0
2.05.04.07	OTHER PROFIT RESERVES	(11,070)	(11,070)
2.05.06	RETAINED EARNINGS/ACCUMULATED DEFICIT	123,509	0

03.01 STATEMENT OF OPERATIONS (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
3.01	GROSS SALES AND/OR SERVICES	0	0	0	0
3.02	DEDUCTIONS	0	0	0	0
3.03	NET SALES AND/OR SERVICES	0	0	0	0
3.04	COST OF SALES AND/OR SERVICES	0	0	0	0
3.05	GROSS PROFIT	0	0	0	0
3.06	OPERATING EXPENSES/INCOME	122,277	122,277	98,969	98,969
3.06.01	SELLING EXPENSES	0	0	0	0
3.06.02	GENERAL AND ADMINISTRATIVE EXPENSES	(5,316)	(5,316)	(5,402)	(5,402)
3.06.03	FINANCIAL	(60,174)	(60,174)	(35,107)	(35,107)
3.06.03.01	FINANCIAL INCOME	16,380	16,380	8,451	8,451
3.06.03.02	FINANCIAL EXPENSES	(76,554)	(76,554)	(43,558)	(43,558)
3.06.04	OTHER OPERATING INCOME	2,416	2,416	6,984	6,984
3.06.05	OTHER OPERATING EXPENSES	(22)	(22)	(78,220)	(78,220)
3.06.06	EQUITY IN EARNINGS OF SUBSIDIARY AND ASSOCIATED COMPANIES	185,373	185,373	210,714	210,714
3.07	OPERATING RESULT	122,277	122,277	98,969	98,969
3.08	NON OPERATING INCOME (LOSS)	0	0	0	0
3.08.01	REVENUES	0	0	0	0
3.08.02	EXPENSES	0	0	0	0
3.09	LOSS BEFORE TAXES AND PROFIT SHARING	122,277	122,277	98,969	98,969
3.10	PROVISION FOR INCOME AND SOCIAL CONTRIBUTION TAXES	0	0	0	0
3.11	DEFERRED INCOME TAX	1,232	1,232	(43)	(43)

03.01 STATEMENT OF OPERATIONS (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
3.12	STATUTORY INTEREST/CONTRIBUTIONS	0	0	0	0
3.12.01	INTEREST	0	0	0	0
3.12.02	CONTRIBUTIONS	0	0	0	0
3.13	REVERSAL OF INTEREST ON SHAREHOLDERS EQUITY	0	0	0	0
3.15	PROFIT /LOSS FOR THE PERIOD	123,509	123,509	98,926	98,926
	NUMBER OF SHARES, EX-TREASURY (THOUSAND)	373,216	373,216	1,437,623	1,437,623
	EARNINGS PER SHARE	0.33093	0.33093	0.06881	0.06881
	LOSS PER SHARE				

04.01 STATEMENT OF CASH FLOW (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
4.01	CASH INVESTED IN OPERATING ACTIVITIES	(2,952)	(2,952)	(9,287)	(9,287)
4.01.01	ADJUSTMENTS TO RECONCILE THE NET PROFIT FOR THE PERIOD WITH FUNDS FROM THE OPERATING ACTIVITIES	(61,246)	(61,246)	(32,193)	(32,193)
4.01.01.01	NET PROFIT FOR THE PERIOD	123,509	123,509	97,559	97,559
4.01.01.02	EQUITY INTEREST	(185,373)	(185,373)	(209,347)	(209,347)
4.01.01.03	DEPRECIATION AND AMORTIZATION	0	0	77,926	77,926
4.01.01.04	GAIN ON INVESTMENTS	(1,935)	(1,935)	0	0
4.01.01.05	LOSSES ON FORWARD AND SWAPS CONTRACTS	3,758	3,758	2,007	2,007
4.01.01.06	GAINS ON LOANS, FINANCING AND DEBENTURES	0	0	(861)	(861)
4.01.01.07	PROVISIONS (REVERSAL) FOR CONTINGENCIES	(141)	(141)	298	298
4.01.01.08	PROVISIONS FOR SUPPLIERS	168	168	182	182
4.01.01.09	DEFERRED INCOME TAX	(1,232)	(1,232)	43	43
4.01.02	VARIATIONS ON ASSETS AND LIABILITIES	58,294	58,294	22,906	22,906
4.01.02.01	DEFERRED TAXES AND TAX CREDITS	32,764	32,764	14,722	14,722
4.01.02.02	OTHER CURRENT AND NON-CURRENT ASSETS	(976)	(976)	(5,173)	(5,173)
4.01.02.03	LABOR, PAYROLL CHARGES AND BENEFITS	(235)	(235)	(273)	(273)
4.01.02.04	SUPPLIERS AND ACCOUNTS PAYABLE	(139)	(139)	157	157
4.01.02.05	INTEREST ON LOANS, FINANCING AND DEBENTURES	71,503	71,503	42,001	42,001
4.01.02.06	TAXES, FEES AND CONTRIBUTIONS	(44,547)	(44,547)	(22,943)	(22,943)
4.01.02.07	PROVISIONS FOR CONTINGENCIES	3	3	(38)	(38)
4.01.02.08	OTHER CURRENT AND NON-CURRENT LIABILITIES	(79)	(79)	(5,547)	(5,547)
4.02	CASH GENERATED FROM INVESTMENTS ACTIVITIES	169,359	169,359	51,228	51,228
4.02.01	RECEIPT OF DIVIDENDS AND INTEREST ON SHAREHOLDERS EQUITY	169,359	169,359	51,228	51,228
4.03	CASH GENERATED FROM (INVESTED IN) FINANCING ACTIVITIES	218,646	218,646	(55,702)	(55,702)
4.03.01	FUNDING FROM LOANS, FINANCING AND DEBENTURES	210,000	210,000	0	0
4.03.02	REPAYMENT OF LOANS, FINANCING AND DEBENTURES	0	0	(24,105)	(24,105)
4.03.03	PAYMENTS OF INTEREST ON LOANS, FINANCING AND DEBENTURES	0	0	(29,022)	(29,022)
4.03.04	RECEIPT OF FORWARD AND SWAPS CONTRACTS	0	0	(939)	(939)

04.01 STATEMENT OF CASH FLOW (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
4.03.05	PROCEEDS FROM MINORITY CAPITAL INCREASE	8,842	8,842	0	0
4.03.06	PAYMENT OF STOCK REVERSE SPLIT	(180)	(180)	(178)	(178)
4.03.07	PAYMENT OF DIVIDEDS AND INTEREST ON SHAREHOLDERS EQUITY	(16)	(16)	(1,458)	(1,458)
4.05	INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	385,053	385,053	(13,761)	(13,761)
4.05.01	INITIAL ALANCE	10,706	10,706	13,793	13,793
4.05.02	FINAL BALANCE	395,759	395,759	32	32

05.01 STATEMENT OF CHANGES IN SHAREHOLDERS EQUITY (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - CAPITAL STOCK	4 - CAPITAL RESERVES	6 - INCOME RESERVES	7 - RETAINED EARNINGS	9 - TOTAL SHAREHOLDERS EQUITY
5.01	BALANCES AT DECEMBER 31, 2008	6,710,526	708,574	848,427	0	8,267,527
5.04	NET PROFIT FOR THE PERIOD	0	0	0	123,509	123,509
5.09	CAPITAL INCREASE OUT OF RESERVES, AS PER AGE 02.12.09	189,896	(189,896)	0	0	0
5.09.01	CAPITAL INCREASE OUT OF RESERVES, AS PER AGE 02.12.09	189,896	(189,896)	0	0	0
5.13	BALANCES AT MARCH 31, 2009	6,900,422	518,678	848,427	123,509	8,391,036

08.01 BALANCE SHEET CONSOLIDATED ASSETS (IN THOUSANDS OF REAIS)

1 - CODE	2 - ACCOUNT DESCRIPTION	3 - 03/31/2009	4 - 12/31/2008
1	TOTAL ASSETS	22,434,252	23,796,804
1.01	CURRENT ASSETS	7,845,608	8,927,253
1.01.01	CASH AND CASH EQUIVALENTS	1,737,316	2,182,913
1.01.01.01	CASH AND BANKS	1,737,316	2,182,913
1.01.02	RECEIVABLES	2,381,623	2,578,498
1.01.02.01	TRADE ACCOUNTS RECEIVABLE, NET	2,381,623	2,578,498
1.01.02.02	OTHER RECEIVABLES	0	0
1.01.03	INVENTORIES	482,735	778,704
1.01.04	OTHER	3,243,934	3,387,138
1.01.04.01	FINANCIAL INVESTMENTS AS GUARANTEE	34,262	41,487
1.01.04.02	DEFERRED AND RECOVERABLE TAXES	2,058,111	2,358,647
1.01.04.03	DERIVATIVE CONTRACTS	186,368	347,448
1.01.04.04	PREPAID EXPENSES	754,156	316,622
1.01.04.05	OTHER ASSETS	211,037	322,934
1.02	NONCURRENT ASSETS	14,588,644	14,869,551
1.02.01	LONG-TERM RECEIVABLES	3,172,772	3,191,157
1.02.01.01	OTHER CREDIT	0	0
1.02.01.02	RECEIVABLES FROM RELATED PARTIES	3,690	3,690
1.02.01.02.01	FROM ASSOCIATED COMPANIES	0	0
1.02.01.02.02	FROM SUBSIDIARY COMPANIES	0	0
1.02.01.02.03	FROM OTHER RELATED PARTIES	3,690	3,690
1.02.01.03	OTHER	3,169,082	3,187,467
1.02.01.03.01	FINANCIAL INVESTMENTS AS GUARANTEE	48,420	47,335
1.02.01.03.02	DEFERRED AND RECOVERABLE TAXES	2,769,798	2,732,022
1.02.01.03.03	DERIVATIVE CONTRACTS	244,813	285,303
1.02.01.03.04	PREPAID EXPENSES	63,992	80,206
1.02.01.03.05	OTHER ASSETS	42,059	42,601
1.02.02	PERMANENT ASSETS	11,415,872	11,678,394
1.02.02.01	INVESTMENTS	113	111
1.02.02.01.01	ASSOCIATED COMPANIES	0	0
1.02.02.01.02	SUBSIDIARY COMPANIES	0	0
1.02.02.01.03	OTHER INVESTMENTS	113	111
1.02.02.02	PROPERTY, PLANT AND EQUIPMENT	6,940,622	7,183,908
1.02.02.03	INTANGIBLE ASSETS	4,425,955	4,438,982
1.02.02.04	DEFERRED CHARGES	49,182	55,393

08.02 BALANCE SHEET CONSOLIDATED LIABILITIES AND SHAREHOLDERS EQUITY (IN THOUSANDS OF REAIS)

1 - CODE	2 - ACCOUNT DESCRIPTION	3 -03/31/2009	4 - 12/31/2008
2	TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	22,434,252	23,796,804
2.01	CURRENT LIABILITIES	8,017,707	9,379,831
2.01.01	LOANS AND FINANCING	2,726,393	3,098,346
2.01.02	DEBENTURES	267,876	21,502
2.01.03	SUPPLIERS	2,912,345	3,726,324
2.01.04	TAXES PAYABLE	670,102	785,603
2.01.05	DIVIDENDS PAYABLE	423,166	545,864
2.01.06	PROVISIONS	95,670	91,136
2.01.07	PAYABLES TO RELATED PARTIES	5,221	0
2.01.08	OTHER	916,934	1,111,056
2.01.08.01	DERIVATIVE CONTRACTS	25,665	105,352
2.01.08.02	PAYROLL AND SOCIAL CHARGES	131,895	185,471
2.01.08.03	OTHER LIABILITIES	759,374	820,233
2.02	NONCURRENT LIABILITIES	5,414,059	5,561,642
2.02.01	LONG-TERM LIABILITIES	5,414,059	5,561,642
2.02.01.01	LOANS AND FINANCING	3,661,093	3,826,385
2.02.01.02	DEBENTURES	1,057,691	1,056,923
2.02.01.03	PROVISIONS	105,947	102,947
2.02.01.04	PAYABLES TO RELATED PARTIES	11	0
2.02.01.05	ADVANCE FOR FUTURE CAPITAL INCREASE	0	0
2.02.01.06	OTHER	589,317	575,387
2.02.01.06.01	TAXES PAYABLE	288,873	275,272
2.02.01.06.02	DERIVATIVE CONTRACTS	91,956	97,971
2.02.01.06.03	OTHER LIABILITIES	208,488	202,144
2.04	MINORITY INTEREST	611,450	587,804
2.05	SHAREHOLDERS EQUITY	8,391,036	8,267,527
2.05.01	CAPITAL STOCK	6,900,422	6,710,526
2.05.02	CAPITAL RESERVES	518,678	708,574
2.05.03	REVALUATION RESERVE	0	0
2.05.03.01	OWN ASSETS	0	0
2.05.03.02	SUBSIDIARY/ASSOCIATED COMPANIES	0	0
2.05.04	INCOME RESERVES	848,427	848,427
2.05.04.01	LEGAL	120,955	120,955
2.05.04.02	STATUTORY	0	0
2.05.04.03	CONTINGENCIES	0	0
2.05.04.04	REALIZABLE PROFIT RESERVES	0	0
2.05.04.05	RETENTION OF PROFITS	727,472	727,472
2.04.04.06	SPECIAL RESERVE FOR UNDISTRIBUTED DIVIDENDS	0	0
2.04.04.07	OTHER PROFIT RESERVES	0	0
2.05.06	RETAINED EARNINGS/ACCUMULATED DEFICIT	123,509	0
2.05.07	ADVANCE FOR FUTURE CAPITAL INCREASE	0	0

09.01 CONSOLIDATED STATEMENT OF OPERATIONS (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
3.01	GROSS SALES AND/OR SERVICES	5,593,966	5,593,966	4,607,326	4,607,326
3.02	DEDUCTIONS	(1,573,847)	(1,573,847)	(1,275,348)	(1,275,348)
3.03	NET SALES AND/OR SERVICES	4,020,119	4,020,119	3,331,978	3,331,978
3.04	COST OF SALES AND/OR SERVICES	(2,277,488)	(2,277,488)	(1,747,155)	(1,747,155)
3.05	GROSS PROFIT	1,742,631	1,742,631	1,584,823	1,584,823
3.06	OPERATING EXPENSES/INCOME	(1,492,738)	(1,492,738)	(1,345,273)	(1,345,273)
3.06.01	SELLING EXPENSES	(989,005)	(989,005)	(878,640)	(878,640)
3.06.02	GENERAL AND ADMINISTRATIVE EXPENSES	(348,966)	(348,966)	(288,443)	(288,443)
3.06.03	FINANCIAL	(149,143)	(149,143)	(57,209)	(57,209)
3.06.03.01	FINANCIAL INCOME	87,894	87,894	75,305	75,305
3.06.03.02	FINANCIAL EXPENSES	(237,037)	(237,037)	(132,514)	(132,514)
3.06.04	OTHER OPERATING INCOME	105,620	105,620	69,384	69,384
3.06.05	OTHER OPERATING EXPENSES	(111,244)	(111,244)	(190,365)	(190,365)
3.06.06	EQUITY IN EARNINGS OF SUBSIDIARY AND ASSOCIATED COMPANIES	0	0	0	0
3.07	OPERATING RESULT	249,893	249,893	239,550	239,550
3.08	NONOPERATING INCOME	0	0	0	0
3.08.01	REVENUES	0	0	0	0
3.08.02	EXPENSES	0	0	0	0
3.09	RESULT BEFORE TAXES AND PROFIT SHARING	249,893	249,893	239,550	239,550
3.10	PROVISION FOR INCOME AND SOCIAL CONTRIBUTION TAXES	(61,666)	(61,666)	(56,786)	(56,786)
3.11	DEFERRED INCOME TAX	(52,112)	(52,112)	(85,205)	(85,205)
3.12	STATUTORY INTEREST/CONTRIBUTIONS	0	0	0	0
3.12.01	INTEREST	0	0	0	0
3.12.02	CONTRIBUTIONS	0	0	0	0

09.01 CONSOLIDATED STATEMENT OF OPERATIONS (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
3.13	REVERSAL OF INTEREST ON SHAREHOLDERS EQUITY	0	0	0	0
3.14	MINORITY INTEREST	(12,606)	(12,606)	0	0
3.15	PROFIT/LOSS FOR THE PERIOD	123,509	123,509	97,559	97,559
	NUMBER OF SHARES, EX-TREASURY (THOUSAND)	373,216	373,216	1,437,623	1,437,623
	EARNINGS PER SHARE	0.33093	0.33093	0.06786	0.06786
	LOSS PER SHARE				

10.01 CONSOLIDATED STATEMENT OF CASH FLOW (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
4.01	CASH GENERATED FROM OPERATING ACTIVITIES	619,216	619,216	67,925	67,925
4.01.01	ADJUSTMENTS TO RECONCILE THE NET PROFIT FOR THE PERIOD WITH FUNDS FROM THE OPERATING ACTIVITIES	1,178,250	1,178,250	949,291	949,291
4.01.01.01	NET PROFIT FOR THE PERIOD	123,509	123,509	97,559	97,559
4.01.01.02	MINORITY INTEREST	12,606	12,606	0	0
4.01.01.03	DEPRECIATION AND AMORTIZATION	804,853	804,853	664,773	664,773
4.01.01.04	RESIDUAL COST OF WRITTEN-OFF FIXED ASSET	334	334	(85)	(85)
4.01.01.05	REVERSAL OF PROVISIONS FOR LOSS ON INVENTORIES	7,730	7,730	2,612	2,612
4.01.01.06	WRITING-OFFS (REVERSAL) IN INVENTORIES	88	88	(382)	(382)
4.01.01.07	LOSSES (GAINS) ON FORWARD AND SWAP CONTRACTS	105,399	105,399	(54,721)	(54,721)
4.01.01.08	LOSSES (GAINS) ON, LOANS, FINANCING AND DEBENTURES	(57,915)	(57,915)	81,360	81,360
4.01.01.09	MONETARY VARIATIONS	1,819	1,819	2,925	2,925
4.01.01.10	ALLOWANCES FOR DOUBTFUL ACCOUNTS	77,572	77,572	81,714	81,714
4.01.01.11	POST-EMPLOYMENTS BENEFIT PLANS	611	611	101	101
4.01.01.12	PROVISIONS FOR CONTINGENCIES	35,682	35,682	33,175	33,175
4.01.01.13	REVERSAL FOR SUPPLIERS	(49,214)	(49,214)	(66,764)	(66,764)
4.01.01.14	PROVISIONS FOR DISPOSAL OF ASSETS	4,791	4,791	10,821	10,821
4.01.01.15	PROVISIONS FOR, TAXES, FEES AND CONTRIBUTIONS	61,389	61,389	5,000	5,000
4.01.01.16	PROVISIONS (REVERSAL) FOR LOYALTY PROGRAM	(3,116)	(3,116)	5,998	5,998
4.01.01.17	DEFERRED INCOME TAX	52,112	52,112	85,205	85,205
4.01.02	VARIATIONS ON ASSETS AND LIABILITIES	(559,034)	(559,034)	(881,366)	(881,366)
4.01.02.01	ACCOUNTS RECEIVABLE	119,303	119,303	69,360	69,360
4.01.02.02	INVENTORIES	288,151	288,151	(10,481)	(10,481)
4.01.02.03	DEFERRED TAXES AND TAX CREDITS	213,806	213,806	(87,719)	(87,719)
4.01.02.04	OTHER CURRENT AND NON-CURRENT ASSETS	(302,743)	(302,743)	(307,751)	(307,751)
4.01.02.05	LABOR, PAYROLL CHARGES AND BENEFITS	(53,576)	(53,576)	(62,166)	(62,166)
4.01.02.06	SUPPLIERS AND ACCOUNTS PAYABLE	(764,764)	(764,764)	(576,260)	(576,260)
4.01.02.07	INTEREST ON LOANS, FINANCING AND DEBENTURES	185,071	185,071	83,378	83,378
4.01.02.08	PROVISIONS FOR CONTINGENCIES	(27,366)	(27,366)	(15,081)	(15,081)

10.01 CONSOLIDATED STATEMENT OF CASH FLOW (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - 01/01/2009 to 03/31/2009	4 - 01/01/2009 to 03/31/2009	5 - 01/01/2008 to 03/31/2008	6 - 01/01/2008 to 03/31/2008
4.01.02.09	TAXES, FEES AND CONTRIBUTIONS	(165,079)	(165,079)	35,790	35,790
4.01.02.10	OTHER CURRENT AND NON-CURRENT LIABILITIES	(51,837)	(51,837)	(10,436)	(10,436)
4.01.03	OTHERS	0	0	0	0
4.02	CASH INVESTED IN INVESTMENT ACTIVITIES	(540,649)	(540,649)	(255,039)	(255,039)
4.02.01	ADDITIONS TO FIXED AND INTANGIBLE ASSETS	(537,863)	(537,863)	(254,527)	(254,527)
4.02.02	ADDITIONS TO DEFERRED ASSETS	(3,341)	(3,341)	(2,113)	(2,113)
4.02.03	PROCEEDS FROM DISPOSAL OF PROPERTY, PLANT AND EQUIPMENT	555	555	1,601	1,601
4.03	CASH GENERATED FROM (INVESTED IN) FINANCING ACTIVITIES	(524,164)	(524,164)	179,072	179,072
4.03.01	FUNDING FROM LOANS, FINANCING AND DEBENTURES	210,000	210,000	547,862	547,862
4.03.02	REPAYMENT OF LOANS, FINANCING AND DEBENTURES	(550,592)	(550,592)	(269,606)	(269,606)
4.03.03	PAYMENT OF INTEREST ON LOANS, FINANCING AND DEBENTURES	(76,667)	(76,667)	(58,034)	(58,034)
4.03.04	REPAYMENT (RECEIPT) OF FORWARD AND SWAP CONTRACTS	7,311	7,311	(38,181)	(38,181)
4.03.05	PROCEEDS FROM MINORITY CAPITAL INCREASE	8,842	8,842	0	0
4.03.06	PAYMENT OF REVERSE STOCK SPLIT	(360)	(360)	(922)	(922)
4.03.07	PAYMENT OF DIVIDENDS AND INTEREST ON SHAREHOLDERS EQUITY	(122,698)	(122,698)	(2,047)	(2,047)
4.04		0	0	0	0
4.05	DECREASE IN CASH AND CASH EQUIVALENTS	(445,597)	(445,597)	(8,042)	(8,042)
4.05.01	INITIAL BALANCE	2,182,913	2,182,913	2,190,990	2,190,990
4.05.02	FINAL BALANCE	1,737,316	1,737,316	2,182,948	2,182,948

11. 01 CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS EQUITY (IN THOUSANDS OF REAIS)

1 - CODE	2 - DESCRIPTION	3 - CAPITAL STOCK	4 - CAPITAL RESERVES	6 - INCOME RESERVES	7 - RETAINED EARNINGS	9 - TOTAL SHAREHOLDERS EQUITY
5.01	BALANCES AT DECEMBER, 31 2008	6,710,526	708,574	848,427	0	8,267,527
5.04	NET PROFIT FOR THE PERIOD	0	0	0	123,509	123,509
5.09	CAPITAL INCREASE OUT OF RESERVES, AS PER AGE 02.12.09	189,896	(189,896)	0	0	0
5.09.01	CAPITAL INCREASE OUT OF RESERVES, AS PER AGE 02.12.09	189,896	(189,896)	0	0	0
5.13	BALANCES AT MARCH, 31 2009	6,900,422	518,678	848,427	123,509	8,391,036

A free translation from Portuguese into English of Special Review Report of Independent Auditors on Quarterly Financial Statements prepared in accordance with the accounting practices adopted in Brazil and with specific standards established by the Brazilian Institute of Independent Auditors (IBRACON), in conjunction with the National Association of State Boards of Accountancy (CFC)

REPORT OF INDEPENDENT AUDITORS ON SPECIAL REVIEW

To the Board of Directors and Shareholders

Vivo Participações S.A.

São Paulo SP

1. We reviewed the accounting information contained in the Quarterly Information (ITR) (company and consolidated) of Vivo Participações S.A. (Company) for the quarter ended March 31, 2009, comprising the balance sheet and the statements of income, of changes in shareholders' equity and of cash flows, the report on performance and notes thereto. These financial statements are the responsibility of the Company management.
2. We conducted our review in accordance with specific standards established by the Brazilian Institute of Independent Auditors (IBRACON), in conjunction with the National Association of State Boards of Accountancy (CFC), comprising mainly: (a) inquiries of and discussion with accounting, financial and operating officials of the Company about the main criteria adopted in the preparation of the Quarterly Information; and (b) review of the information and subsequent events that have or may have significant effects on the financial and operating position of the Company.
3. Based on our review, we are not aware of any significant modification that should be made to the Quarterly Information referred to in paragraph 1 for it to be in accordance with the standards required by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of Quarterly Information.
4. As mentioned in Note 2, in connection with the changes in accounting practices adopted in Brazil during 2008, the statements of income for the quarter ended March 31, 2008, presented for comparison purposes, were adjusted and are being restated in line with Accounting Standards and Procedures (NPC) 12 Accounting Practices, Changes in Accounting Estimates and Correction of Errors, approved by CVM Resolution No. 506. The cash flows are being presented by the Company for the first time for Quarterly Information purposes, addressing the effects of changes in the accounting practices adopted in Brazil during 2008 and therefore are also comparable between the quarters presented.

São Paulo, April 30, 2009

ERNST & YOUNG

Audidores Independentes S.S.

CRC-2-SP 015199/O-6

Luiz Carlos Passetti
Partner CRC-1-SP-144.343/O-3

Drayton Teixeira de Melo
Partner CRC-1-SP-236947/O-3

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

1. OPERATIONS

a. Equity Control

Vivo Participações S/A (Company) is a publicly-held company that, at March 31, 2009, has as controlling shareholders Brasilcel N.V. and its subsidiaries Portelcom Participações S/A, Sudestecel Participações Ltda., Avista Participações Ltda., TBS Celular Participações Ltda. and Tagilo Participações Ltda., which jointly hold, treasury shares excluded, 63.79% of the Company's total capital stock.

Brasilcel N.V. is jointly controlled by Telefónica S/A (50% of the total capital stock), PT Móveis, Serviços de Telecomunicações, SGPS, S/A (49.999% of the total capital stock) and Portugal Telecom, SGPS, S/A (0.001% of the total capital stock).

b. Subsidiaries

The Company is the 100% controlling shareholder of Vivo S.A. (Vivo or subsidiary), a provider of mobile telephone services, including activities necessary or useful for the performance of such services, in accordance with authorizations granted thereto.

The Company is also the controlling shareholder of Telemig Celular Participações S.A. (Telemig Participações or subsidiary), holding 58.94% of its total capital and also holding 7.39% of the total capital of Telemig Celular S.A. (Telemig Celular or subsidiary).

Telemig Participações holds 83.25% of the total capital stock of Telemig Celular, which is a company that provides personal mobile telephone service, including activities necessary or useful for the performance of these services, in accordance with the authorizations granted thereto.

c. Authorization and Frequencies

The subsidiaries' business and the services they may provide are regulated by the National Telecommunications Agency (ANATEL), the regulatory authority for telecommunication services in Brazil, in accordance with Law No. 9,472, dated July 16, 1997, and respective regulations, decrees, decisions and supplementary plans.

The authorizations granted by ANATEL may only be renewed once, for a 15-year period, and requires payment every two years after the first renewal, of rates equivalent to 2% of the company's revenue for the year prior to that of the payment, net of taxes and mandatory social contributions related to the application of the Basic and Alternative Plans of Service.

d. Agreement between Telefónica S.A. and Telecom Italy

In October 2007, TELCO S.p.A. (in which Telefónica S.A holds an interest of 42.3%), completed the acquisition of 23.6% of Telecom Italia. Telefónica S.A. has the shared control of Vivo Participações S.A., through its joint venture with Portugal Telecom. Telecom Italia holds an interest in TIM Participações S.A (TIM), which is a mobile telephone operator in Brazil. As a result of the acquisition of its interest in Telecom Italia, Telefónica S.A. does not have any direct involvement in the operations of TIM. Additionally, any transactions between the Company and TIM are transactions in the regular course of business, which are regulated by the ANATEL.

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

2. BASIS OF PREPARATION AND PRESENTATION OF THE QUARTERLY FINANCIAL STATEMENTS

a) Quarterly financial statements

The quarterly financial statements (ITR s) are presented in thousands of Brazilian reais (except as otherwise mentioned) and have been prepared based on the accounting practices adopted in Brazil, as well as on the rules issued by the Brazilian Securities and Exchange Commission (CVM), with due regard to the accounting standards set forth in the corporation law (Law No. 6,404/76), or Brazilian Corporate Law, which include the new provisions introduced, amended and revoked by Law No. 11,638, dated December 28, 2007 and by Executive Act No. 449, dated December 03, 2008, with further regard, also, to the rules applicable to telecommunication service concessionaires.

The requirements of Brazilian Corporate Law apply to fiscal years beginning on January 01, 2008. These requirements are not to be considered as changes of circumstances or of estimates and, therefore, the adoption of new practices introduced by Law no. 11.638/07, as a general rule, must be shown retrospectively, that is, by application of these new accounting practices as if they had been in use during all the periods presented, with due regard to the rule governing Accounting Practices, Changes to Accounting Estimates and Correction of Mistakes , as approved by the CVM, by Resolution No. 506. Accordingly, the Quarterly Information for the three-month period ended March 31, 2008 was restated with the purpose of making them comparable with the Quarterly Information related to the three-month period ended March 31, 2009 (note 2b).

The consolidated income statement of the Company for the three-month period ended March 31, 2008 does not contemplate the consolidated income of Telemig Participações for the same period.

In order to allow a better understanding and comparison we have disclosed in note 31 the combined income statement, assuming that the effects of the acquisition of Telemig Celular and Telemig Participações had already occurred since January 01, 2008.

All balances of assets and liabilities, revenues and expenses arising out of transactions between the consolidated companies have been eliminated in the consolidated statements.

These ITR s were prepared pursuant to principles, practices and criteria consistent with those adopted in preparing the financial statements for the last fiscal year and should be reviewed together with said statements.

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

b) Effect of the adjustments of Law No. 11,638/07 and of Executive Act No. 449 (MP No. 449/08)

The table below shows the effects of the application of Law No. 11,638/07 and of MP No. 449/08 in the consolidated income statement for the three-month period ended March 31, 2008.

	Three-month period ended March 31, 2008		
	Summary description of adjustment	Controlling Company	Consolidated
Net profit before changes introduced by Law No. 11,638/07 and MP No. 449/08		89,609	89,609
Depreciation of mercantile-financial lease	(1)		(1,317)
Financial income (expenses) from:			
Fair value of derivative transactions	(2)	198	(20,680)
Fair value of loans	(2)	(72)	36,950
Present value of monetary assets	(3)		(2,907)
Income tax and social contribution on total adjustments	(4)	(43)	(4,096)
Equity accounting on the adjustments under Law No. 11,638/07 and MP No. 449/08	(5)	7,867	
Net effects resulting from full application of Law No. 11,638/07 and MP No. 449/08		7,950	7,950
Net profit with full application of Law No. 11,638/07 and MP No. 449/08		97,559	97,559

1. Depreciation of mercantile-financial lease of information technology equipment, pursuant to the provisions in CPC 06;
2. Financial income (expenses) resulting from the adjustments to fair value of transactions with derivatives and loans, as applicable, pursuant to the provisions in CPC 14;
3. Financial expenses resulting from the adjustment to present value of the tax on Circulation of Merchandise and Services (*Imposto sobre Circulação de Mercadorias e Serviços* ICMS) on acquisitions of fixed assets, using the Long Term Interest Rate (TJLP);
4. Income tax (25%) and social contribution (9%), applied to all the above described adjustments;
5. Equity accounting resulting from the above described adjustments;

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Additionally, on account of the elimination of the Non-operating income, in conformity with MP No. 449/08, the Company has reclassified consolidated net expenses in the amount of R\$357 in the income statement for the three-month period ended March 31, 2008 in Other operating revenue (expenses), net.

3. CASH AND CASH EQUIVALENTS

	Controlling Company		Consolidated	
	03.31.09	12.31.08	03.31.09	12.31.08
Cash	89	385	24,614	56,038
Financial investments	395,670	10,321	1,712,702	2,126,875
Total	395,759	10,706	1,737,316	2,182,913

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VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

The financial investments refer to fixed income transactions, indexed to the variation of the Interbank Deposit Certificates (CDI), with immediate liquidity.

4. TRADE ACCOUNTS RECEIVABLE, NET

	Consolidated	
	03.31.09	12.31.08
Receivables from billed services	949,521	1,125,162
Receivables from interconnection fees	784,471	796,147
Receivables from unbilled services	672,587	539,812
Receivables from goods sold	373,691	504,685
(-) Allowance for doubtful accounts	(398,647)	(387,308)
Total	2,381,623	2,578,498

No customer represents more than 10% of the net accounts receivable at March 31, 2009 and December 31, 2008.

At March 31, 2009, the balance of accounts receivable includes R\$233.122 (R\$235,867 at December 31, 2008) related to transfer of co-billing of other operators, the amounts of which were determined on the basis of statements of commitment, once the corresponding contracts have not yet been signed by the parties. Pending matters related to the definition of liability for losses resulting from fraud have not yet been resolved, and await decision by the regulatory agency as well as settlement between the parties. The Company does not expect financial losses with respect to this matter.

The changes in the allowance for doubtful accounts are as follows:

	Consolidated	
	2009	2008
Balance at beginning of year	387,308	344,701
Additional allowance in the 1Q (note 21)	77,573	81,714
Write-offs and recoveries in the 1Q	(66,234)	(67,276)
Balance at March 31	398,647	359,139
Net consolidated receipts from Telemig Participações at 03.31.08		31,746
Additional allowance in the 2Q, 3Q and 4Q08		222,131
Write-offs and recoveries in 2Q, 3Q and 4Q08		(225,708)
Balance at year end		387,308

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

5. INVENTORIES

	Consolidated	
	03.31.09	12.31.08
Handsets	471,514	747,186
Simcard (chip)	43,618	57,514
Accessories and other	17,913	16,584
(-) Provision for obsolescence	(50,310)	(42,580)
Total	482,735	778,704

6. DEFERRED AND RECOVERABLE TAXES

6.1 Breakdown

	Controlling Company		Consolidated	
	03.31.09	12.31.08	03.31.09	12.31.08
Prepaid social contribution and income tax	534,578	568,350	697,767	848,473
ICMS tax credit			554,604	553,521
PIS and COFINS tax credits	28,529	28,529	337,788	370,813
Withholding income tax	1,385	378	149,252	155,204
Other tax credits	270	270	28,594	23,951
Total tax credits	564,762	597,527	1,768,005	1,951,962
Deferred income and social contribution taxes	2,810	1,577	2,895,129	2,946,649
ICMS to be allocated			164,775	192,058
Total	567,572	599,104	4,827,909	5,090,669
Current	7,562	22,732	2,058,111	2,358,647
Noncurrent	560,010	576,372	2,769,798	2,732,022

Telemig Celular is entitled to tax reduction benefit of 75% on the taxable profit generated in the tax incentive areas within the scope of the Agency for Development of the Northeast ADENE, where the carrier operates (North of Minas Gerais and Vale do Jequitinhonha) for a period of 10 years as from 2004.

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

The breakdown of deferred income and social contribution taxes is as follows:

	Consolidated	
	03.31.09	12.31.08
Tax loss and negative tax basis (a)	1,152,149	1,131,195
Incorporated tax credit reorganization (b)	808,243	916,994
Tax credits on provisions for: (c)		
Contingencies and legal liabilities CVM 489	211,252	202,983
Accelerated depreciation	193,093	143,431
Suppliers	141,528	155,185
Doubtful accounts	135,540	131,685
Provision for disposal of and losses in fixed assets	109,851	106,830
Customer loyalty program	38,649	39,980
Provision for inventory obsolescence	17,105	14,478
Employee profit sharing	15,492	33,163
Derivative and other securities transactions	72,227	70,725
Total deferred taxes	2,895,129	2,946,649
Current	1,018,050	1,120,523
Noncurrent	1,877,079	1,826,126

The amount recorded in the current assets refers to reversal of temporary differences, use of tax losses and goodwill amortization expected for the next twelve months.

The deferred taxes were recorded assuming their future realization, as follows:

- a) *Tax loss and negative tax base*: represents the amount recorded by the subsidiaries, which will be offset up to the limit of 30% of the tax base computed in the coming fiscal years and subject to no statute of limitations. The Company did not record the potential deferred income tax and social contribution credit that would arise from the use of these tax bases in the amount of R\$713,775 (R\$689,572 at December 31, 2008), given the uncertainty, at this time, as to the Company's ability to generate future taxable income to ensure realization of these deferred taxes.
- b) *Tax credit incorporated*: represented by the net balance of goodwill and provision for maintenance of the shareholders' equity integrity (note 6.2). Realization will occur in a period from 5 to 10 years. Studies performed by independent consultants hired during the corporate reorganization process support the recovery of such amounts within the above time frame.
- c) *Temporary differences*: realization will occur upon payment of the provisions, effective loss on bad debts or realization of inventories, as well as reversal of other provisions. The Company did not record the potential deferred income tax and social contribution credit that would arise from the use of these provisions in the amount of R\$156,248 (R\$155,481 at December 31, 2008), given the uncertainty, at this time, as to the Company's ability to generate future taxable income to ensure realization of these deferred taxes.

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The Company prepared feasibility studies, approved by its Board of Directors, which indicated the full recovery of deferred tax amounts recognized at December 31, 2008, as defined in CVM Instruction No. 371. During the three-month period ended March 31, 2009, no relevant fact occurred that indicated limitations to full recovery of the deferred tax amounts recognized by the subsidiaries.

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VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

6.2 Tax credit incorporated Corporate Restructuring

As a result of the corporate reorganization process, the Company incorporated the goodwill paid on the privatization and acquisition of subsidiaries.

Prior to the transfers, provisions were recorded for maintenance of the stockholders' equity of the merged company and, consequently, the net assets being merged represent, essentially, the tax benefit arising out of possible deduction of the incorporated goodwill.

Included in the accounting records held for corporate and tax purposes by the Company and its subsidiaries are specific accounts related to incorporated goodwill and provision and corresponding amortization, reversal and tax credit, the balances of which are as follows:

	Goodwill	Consolidated		12.31.08 Net
		03.31.09 Provision	Net	
Reorganization				
Telemig Participações S.A. corporate reorganization	1,400,136	(924,090)	476,046	504,958
Global Telecom S.A. Acquisition	387,894	(256,010)	131,884	141,611
Telesp Celular S.A. Privatization	212,849	(140,480)	72,369	99,507
Tele Centro-Oeste Celular Participações S.A. Acquisition	156,480	(103,277)	53,203	85,538
Telemig Celular S.A. corporate reorganization	126,563	(83,532)	43,031	45,524
Tele Leste Celular Participações S.A. Privatization	50,814	(33,538)	17,276	20,010
Telemig Participações S.A. Privatization	42,452	(28,018)	14,434	19,846
Total	2,377,188	(1,568,945)	808,243	916,994

The changes in the three-month periods ended on March 31 are as follows:

Result:	Consolidated	
	2009	2008
Goodwill amortization	(328,550)	(220,262)
Provision reversal	219,799	148,328
Tax credit	108,751	71,934
Effect on income		

To the extent the tax benefits are actually realized, the amount shall be incorporated into the capital stock to the benefit of the controlling shareholders, the other shareholders being assured preemptive rights. Proceeds arising out of the exercise of the preemptive rights shall be paid to the controlling shareholders.

At a meeting of the Board of Directors held on February 12, 2009, the capitalization of a portion of the special goodwill reserve to the benefit of the controlling shareholders was approved, in the amount of R\$189,896, corresponding to the tax benefits generated in 2008 (note 18).

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS
 FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009
 (in thousands of Brazilian Reais, except as otherwise mentioned)

7. PREPAID EXPENSES

	Consolidated	
	03.31.09	12.31.08
Telecommunication Inspection Fee (Fistel)	637,361	199,851
Advertising and publicity	115,691	136,244
Rent	13,360	19,696
Financial charges	9,442	8,747
Insurance premium, software and other	42,294	32,290
Total	818,148	396,828
Current	754,156	316,622
Noncurrent	63,992	80,206

8. OTHER ASSETS

	Consolidated	
	03.31.09	12.31.08
Escrow and restricted deposits	103,996	100,492
Credits with suppliers	62,587	111,883
Subsidies on terminal sales	35,660	115,593
Advances to employees	17,889	6,736
Credits with group companies	13,365	11,064
Prepayments to suppliers	1,858	1,550
Credits with Amazônia Celular S.A. and Tele Norte Celular Participações S.A. (a)	306	8,522
Other assets	21,125	13,385
Total	256,786	369,225
Current	211,037	322,934
Noncurrent	45,749	46,291

- (a) These refer to the amounts of administrative and human resources sharing contract and establishment of condominium with Telemig and Telemig Participações, existing until the date of acquisition of the share control by Vivo Participações. The balances are remunerated based on the Interbank Deposit Certificate (CDI) variation.

9. INVESTMENTS

- a) *Subsidiaries information*

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Investees	Shareholders equity at		Net profit for	
	03.31.09	12.31.08	03.31.09	03.31.08
Vivo S.A.	7,286,049	7,117,315	168,734	209,347
Telemig Celular Participações S.A.	1,772,876	1,747,609	25,267	

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VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

b) *Breakdown and changes*

The balance of the Company's investments includes interest in subsidiaries' equity, goodwill, advances for future capital increase and allowance for losses in investments, as well as other investments, as shown below:

	Controlling Company		Consolidated	
	03.31.09	12.31.08	03.31.09	12.31.08
Investments in subsidiaries	7,774,352	7,285,216		
Advance for future capital increase	905,440	1,217,565		
Other investments	104	104	113	111
Investment balance	8,679,896	8,502,885	113	111

The changes in the Company's investments for fiscal years ended on March 31 are as follows:

b.1) *Investments in subsidiaries*

	03.31.09	03.31.08
Balance the beginning of the year	7,285,216	6,090,460
Equity accounting result on net profit of the subsidiaries	185,373	209,347
Capital increase of reserves	310,110	
Minority shareholders subscription in capital increase out of reserves	(8,842)	
Adjustment to the allocation of interest on shareholders' equity and dividends of Telemig Celular in 2008	560	
Gain generated from capital increase out of reserves	1,935	
Balance at March 31	7,774,352	6,299,807
Equity accounting result on net profit of the subsidiaries		740,519
Capital reduction		(700,000)
Capital increase of reserves		518,348
Minority shareholders subscription in capital increase of reserves		(8,135)
Investments acquisition		979,352
Loss generated from capital increase of reserves		(1,640)
Forfeited interest on shareholders' equity and dividends		10,218
Interest on shareholders' equity and dividends		(547,493)
Effects of Law No. 11,638/07 of Telemig Participações		(5,760)
Balance at the year end		7,285,216

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

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b.2) *Advance for future capital increase*

	03.31.09	03.31.08
Balance at the beginning of the year	1,217,565	1,105,818
Capital increase of reserves	(310,110)	
Premium generated from capital increase of reserves	(2,015)	
Balance at March 31	905,440	1,105,818
Capital increase out of reserves		(518,348)
Special premium reserve referring to corporate reorganization Telemig		630,095
Balance at the year end		1,217,565

10. PROPERTY, PLANT AND EQUIPMENT, NET

	Annual depreciation rates (%)	Cost	Consolidated		
			03.31.09	12.31.08	
			Accumulated depreciation	Property, plant and equipment, net	Property, plant and equipment, net
Transmission equipment	10.00 to 33.33	9,219,681	(6,981,960)	2,237,721	2,331,720
Switching equipment	10.00 to 33.33	4,316,801	(2,769,438)	1,547,363	1,562,995
Infrastructure	2.86 to 20.00	3,094,920	(1,793,459)	1,301,461	1,277,211
Terminal equipment	50.00 to 66.67	2,413,126	(2,104,056)	309,070	305,205
Buildings	2.86 to 4.00	298,551	(89,886)	208,665	209,352
Land		70,352		70,352	70,352
Mercantile-financial lease	20.00	21,681	(12,756)	8,925	10,200
Other assets	6.67 to 20.00	1,774,733	(1,231,741)	542,992	559,085
Properties and construction in progress		714,073		714,073	857,788
Total		21,923,918	(14,983,296)	6,940,622	7,183,908

In the three-month period ended March 31, 2009, Vivo capitalized financial expenses incurred in connection with loans for financing construction in progress in the amount of R\$15,741 (R\$7,340 in the same period of 2008).

At March 31, 2009, the subsidiaries had items of property, plant & and equipment offered as collateral in lawsuits in the amount of R\$109,173 (R\$105,866 at December 31, 2008).

VIVO PARTICIPAÇÕES S.A.

NOTES TO THE QUARTERLY FINANCIAL STATEMENTS

FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2009

(in thousands of Brazilian Reais, except as otherwise mentioned)

11. INTANGIBLE ASSETS, NET

	Annual amortization rates (%)	Cost	Consolidated		Intangible, net
			03.31.09	12.31.08	
			Accumulated amortization		Intangible, net
Concession licenses	6.67 to 28.9	2,249,619	(788,197)	1,461,422	1,498,601
Goodwill premium and provision for losses on investment acquisition (a)		2,785,572	(1,359,279)	1,426,293	1,424,278
Software use rights	20.00	4,153,697	(2,817,245)	1,336,452	1,289,666
Goodwill premium Ceterp Celular S.A.	10.0	84,265	(68,114)	16,151	16,151
Goodwill	(*)	32,079	(24,361)	7,718	8,393
Other assets	6.67 to 20.0	49,334	(45,857)	3,477	3,320
Intangible in progress software		174,442		174,442	198,573
Total		9,529,008	(5,103,053)	4,425,955	4,438,982

- (a) Goodwill resulting from acquisitions of corporate equity, based on future profitability, was amortized pursuant to the straight line method until December 31, 2008, according to the provisions set forth in Law No. 11,638/07. This includes allowances for losses which were recorded on December 31, 2001 and 2002, in order to recognize permanent losses arising from goodwill as a result of accumulated losses recorded by subsidiary Global Telecom S.A. as of the mentioned dates.

(*) According to contract terms

12. DEFERRED ASSETS, NET

These refer to pre-operating expenses which are amortized for a period of 10 years, in the net amounts of R\$49,182 and R\$55,393 at March 31, 2009 and December 31, 2008, respectively, as permitted in MP No. 449/08.

13. SUPPLIERS AND TRADE ACCOUNTS PAYABLE