

TELE NORTE CELULAR PARTICIPACOES SA

Form 6-K

November 24, 2008

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UNITED STATES
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 November 2008

Commission File Number: 333-09514-09

TELE NORTE CELULAR PARTICIPAÇÕES S.A.

(Exact Name as Specified in its Charter)

TELE NORTE CELLULAR HOLDING COMPANY

(Translation of registrant's name into English)

Rua Levindo Lopes, 258 - Funcionários

Cep: 30.140-170 - Belo Horizonte (MG) Brazil

(Address of principal executive offices)

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

Form 20-F: Form 40-F:

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(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:

(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:

(Indicate by check mark whether the registrant 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:

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REGISTRATION WITH CVM SHOULD NOT BE CONSTRUED AS AN EVALUATION OF THE COMPANY.

COMPANY MANAGEMENT IS RESPONSIBLE FOR THE INFORMATION PROVIDED.

01.01 - IDENTIFICATION

1 - CVM CODE 2 - COMPANY NAME 3 - CNPJ (Corporate Taxpayer s ID)

01760-4 TELE NORTE CELULAR PARTICIPAÇÕES S.A. 02.558.154/0001-29

4 - NIRE (Corporate Registry ID)

53.300.005.761

01.02 - HEADQUARTERS

1 - ADDRESS

2 - DISTRICT

Rua Levindo Lopes, 258 - 8th floor

Funcionários

3 - ZIP CODE

4 - CITY

5 - STATE

30140-170

Belo Horizonte

MG

6 - AREA CODE

7 - TELEPHONE

8 - TELEPHONE

9 - TELEPHONE

10 - TELEX

31

9933-3077

-

-

-

11 - AREA CODE

12 - FAX

13 - FAX

14 - FAX

31

9933-3152

-

-

15 - E-MAIL

01.03 - INVESTOR RELATIONS OFFICER (Company Mailing Address)

1 - NAME

José Luiz Magalhães Salazar

2 - ADDRESS

3 - DISTRICT

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Rua Humberto de Campos, 425

Leblon

4 - ZIP CODE

5 - CITY

6 - STATE

22430-190

Rio de Janeiro

RJ

7 - AREA CODE

8 - TELEPHONE

9 - TELEPHONE

10 - TELEPHONE

11 - TELEX

21

3131-1123

-

-

12 - AREA CODE

13 - FAX

14 - FAX

15 - FAX

21

3131-1123

-

-

16 - E-MAIL

jls@oi.net.br

01.04 - ITR REFERENCE AND AUDITOR INFORMATION

CURRENT YEAR		CURRENT QUARTER			PREVIOUS QUARTER		
1 - BEGINNING	2 - END	3 - QUARTER	4 - BEGINNING	5 - END	6 - QUARTER	7 - BEGINNING	8 - END
01/01/2008	12/31/2008	3	07/01/2008	09/30/2008	2	04/01/2008	06/30/2008

09 - INDEPENDENT ACCOUNTANT

Deloitte Touche Tohmatsu Auditores Independentes

11 - TECHNICIAN IN CHARGE

Paulo Roberto Marques Garrucho

10 - CVM CODE

00385-9

12 - TECHNICIAN S CPF (INDIVIDUAL TAXPAYER S REGISTER)

373.525.127-72

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01.05 - CAPITAL STOCK

Number of Shares (in thousands)	1 - CURRENT QUARTER 09/30/2008	2 - PREVIOUS QUARTER 06/30/2008	3 - SAME QUARTER, PREVIOUS YEAR 09/30/2008
Paid-up Capital			
1 - Common	2,493	2,493	124,623,842
2 - Preferred	4,209	4,209	210,460,313
3 - Total	6,702	6,702	335,084,155
Treasury Stock			
4 - Common	0	0	0
5 - Preferred	0	0	0
6 - Total	0	0	0

01.06 - COMPANY PROFILE

1 - TYPE OF COMPANY

Commercial, Industry and Other Types of Company

2 - STATUS

Operational

3 - NATURE OF OWNERSHIP

National Holding

4 - ACTIVITY CODE

1130 - Telecommunications

5 - MAIN ACTIVITY

Cellular Mobile Telephone

6 - CONSOLIDATION TYPE

Total

7 - TYPE OF REPORT OF INDEPENDENT AUDITORS

Unqualified

01.07 - COMPANIES NOT INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS

1 - ITEM 2 - CNPJ (Corporate Taxpayer's ID) 3 - COMPANY NAME

01.08 - CASH DIVIDENDS APPROVED AND/OR PAID DURING AND AFTER THE QUARTER

1 - ITEM 2 - EVENT 3 - APPROVAL 4 - TYPE 5 - DATE OF PAYMENT 6 - TYPE OF SHARE 7 - AMOUNT PER SHARE

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01.09 - SUBSCRIBED CAPITAL AND CHANGES IN THE CURRENT YEAR

1 - ITEM	2 - DATE OF CHANGE	3 - CAPITAL STOCK (in thousands of Reais)	4 - AMOUNT OF CHANGE (in thousands of Reais)	5 - NATURE OF CHANGE	7 - NUMBER OF SHARES ISSUED (Thousands)	8 - SHARE PRICE WHEN ISSUED (in Reais)
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01.10 - INVESTOR RELATIONS OFFICER

1 - DATE	2 - SIGNATURE
10/28/2008	

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02.01 - BALANCE SHEET - ASSETS (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - 09/30/2008	4 - 06/30/2008
1	Total Assets	118,197	106,549
1.01	Current Assets	4,329	4,443
1.01.01	Cash and Cash Equivalents	3,287	3,490
1.01.01.01	Cash and Cash Equivalents	66	35
1.01.01.02	Short Term Investments	3,221	3,455
1.01.02	Credits	0	1
1.01.02.01	Customers	0	1
1.01.02.02	Miscellaneous Credits	0	0
1.01.03	Inventories	0	0
1.01.04	Others	1,042	952
1.02	Non-current assets	113,868	102,106
1.02.01	Long Term Receivables	15,447	2,980
1.02.01.01	Miscellaneous Credits	3,192	2,727
1.02.01.01.01	PIS and COFINS Recoverable - Law 9718/98	1,565	1,551
1.02.01.01.02	Income Tax and Social Contribution Recoverable	1,200	1,176
1.02.01.01.03	Deferred Income Taxes	0	0
1.02.01.01.04	Other Taxes Recoverable	427	0
1.02.01.02	Credits with Related Parties	12,199	197
1.02.01.02.01	Affiliates	0	0
1.02.01.02.02	Subsidiaries	12,199	197
1.02.01.02.03	Other Related Parties	0	0
1.02.01.03	Others	56	56
1.02.02	Permanent Assets	98,421	99,126
1.02.02.01	Investments	98,421	99,126
1.02.02.01.01	In Affiliates	0	0
1.02.02.01.02	In Affiliates/Goodwill	0	0
1.02.02.01.03	In Subsidiaries	98,421	99,126
1.02.02.01.04	In Subsidiaries/Goodwill	0	0
1.02.02.01.05	Other Investments	0	0
1.02.02.02	Property, Plant and Equipment	0	0
1.02.02.03	Intangible	0	0
1.02.02.04	Deferred Charges	0	0

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02.02 - BALANCE SHEET - LIABILITIES (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - 09/30/2008	4 - 06/30/2008
2	Total Liabilities	118,197	106,549
2.01	Current Liabilities	14,587	14,729
2.01.01	Loans and Financing	0	0
2.01.02	Debentures	0	0
2.01.03	Suppliers	529	716
2.01.04	Taxes, Charges and Contributions	0	0
2.01.05	Dividends Payable	106	106
2.01.06	Provisions	0	0
2.01.07	Debts with Related Parties	0	0
2.01.08	Other	13,952	13,907
2.01.08.01	Accounts Payable and other provisions	29	11
2.01.08.02	Accounts Payable - hedge operations	0	0
2.01.08.03	Reverse Share Split	13,818	13,892
2.01.08.04	Cost Sharing	103	23
2.01.08.05	Other Liabilities	2	4
2.02	Non-current assets	12,039	0
2.02.01	Long Term Liabilities	12,039	0
2.02.01.01	Loans and Financing	0	0
2.02.01.02	Debentures	0	0
2.02.01.03	Provisions	0	0
2.02.01.04	Debts with Related Parties	12,039	0
2.02.01.05	Advance for Future Capital Increase	0	0
2.02.01.06	Others	0	0
2.02.01.06.01	Accounts Payable - Hedge Operations	0	0
2.02.02	Deferred Income	0	0
2.04	Shareholders' Equity	91,571	91,820
2.04.01	Paid-in Capital	84,851	84,851
2.04.02	Capital Reserves	0	0
2.04.03	Revaluation Reserves	0	0
2.04.03.01	Own Assets	0	0
2.04.03.02	Subsidiaries/Affiliates	0	0
2.04.04	Profit Reserves	160	160
2.04.04.01	Legal	160	160
2.04.04.02	Statutory	0	0
2.04.04.03	For Contingencies	0	0

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2.04.04.04	Realizable Profits	0	0
2.04.04.05	Profit Retention	0	0
2.04.04.06	Special for Non-Distributed Dividends	0	0
2.04.04.07	Other Profit Reserves	0	0
2.04.05	Retained Earnings/Accumulated Losses	6,560	6,809
2.04.06	Advance for Future Capital Increase	0	0

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03.01 - STATEMENT OF INCOME (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - 07/01/2008 to 09/30/2008	4 - 01/01/2008 to 09/30/2008	5 - 07/01/2007 to 09/30/2007	6 - 01/01/2007 to 09/30/2007
3.01	Gross Revenue from Sales and/or Services	0	0	0	0
3.02	Gross Revenue Deductions	0	0	0	0
3.03	Net Revenue from Sales and/or Services	0	0	0	0
3.04	Cost of Goods and/or Services Sold	0	0	0	0
3.05	Gross Profit	0	0	0	0
3.06	Operating Expenses/Revenue	(668)	3,023	(8,150)	(18,418)
3.06.01	Selling	0	0	0	0
3.06.02	General and Administrative	(104)	(793)	(430)	(935)
3.06.03	Financial	142	486	(157)	(485)
3.06.03.01	Financial Income	193	778	78	292
3.06.03.02	Financial Expenses	(51)	(292)	(235)	(777)
3.06.04	Other Operating Revenues	0	0	0	0
3.06.05	Other Operating Expenses	0	0	0	0
3.06.06	Equity in Subsidiary and Affiliated Companies	(706)	3,330	(7,563)	(16,998)
3.07	Operating Income	(668)	3,023	(8,150)	(18,418)
3.08	Non-Operating Income	419	419	0	0
3.08.01	Revenues	419	419	0	0
3.08.02	Expenses	0	0	0	0
3.09	Income Before Taxes/Profit Sharing	(249)	3,442	(8,150)	(18,418)
3.10	Provision for Income Tax and Social Contribution	0	0	0	0
3.11	Deferred Income Tax	0	0	0	0
3.12	Profit Sharing/Statutory Contributions	0	0	0	0
3.12.01	Employee Profit Sharing	0	0	0	0
3.12.02	Contributions	0	0	0	0
3.13	Reversal of Interest on Shareholders Equity	0	0	0	0

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03.01 - STATEMENT OF INCOME (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - 07/01/2008 to 09/30/2008	4 - 01/01/2008 to 09/30/2008	5 - 07/01/2007 to 09/30/2007	6 - 01/01/2007 to 09/30/2007
3.15	Net Income/Loss for the Period	(249)	3,442	(8,150)	(18,418)
	NUMBER OF SHARES, EX-TREASURY (in thousands)	6,702	6,702	335,084,155	335,084,155
	EARNINGS PER SHARE (Reais)		0.51358		
	LOSS PER SHARE (Reais)	(0.03715)		(0.00002)	(0.00005)

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TELE NORTE CELULAR PARTICIPAÇÕES S.A.**02.558.154/0001-29****04.01 - NOTES TO THE FINANCIAL STATEMENTS****1 Operations**

Tele Norte Celular Participações S.A. (TNCP) is a publicly-held corporation, operating as holding of Amazônia Celular S.A. (Amazônia) Its equity interest in the operating subsidiary on September 30, 2008 and June 30, 2008 was 89.78% of voting capital and 74.96% of the total capital.

Amazônia holds five authorizations to provide cellular mobile services and all the activities necessary or useful to carry out these services, in accordance with the aforementioned authorizations in the States of Amapá, Amazonas, Maranhão, Pará and Roraima.

The services offered and the rates charged by Amazônia are regulated by the National Telecommunications Agency (ANATEL), the regulatory authority for the Brazilian telecommunications industry, according to the General Law of Telecommunications and respective regulations.

(a) Concessions

On February 19, 2004, Amazônia and ANATEL signed Authorization Instruments for migration to the Personal Mobile Service (SMP), which became effective as from the publication of Act 42,671 in the Federal Official Gazette on March 1, 2004.

The SMP authorizations granted to Amazônia are effective for an undefined term. The radio frequency authorizations have the following maturities:

Region / Sector	Expiration
Region 1	
Sector 13 - Maranhão	April 2009
Sector 14 - Pará	March 2009
Sector 15 - Amapá	May 2009
Sector 16 - Amazonas	August 2009
Sector 17 - Roraima	July 2009

On March 5, 2008, Anatel published act Nr. 1,261 which granted consent to the transfer of TNCP's equity control and, consequently Amazônia's, to Telemar Norte Leste Participações S.A. (TMAR), and set forth guidelines for the return of Amazônia's radio frequencies. This act had set forth, among other points, that:

i) Amazônia became part of the same TNL PCS's controlling group (Oi), however the conditions for service providing to the customers should remain the same;

ii) Amazônia has Anatel's consent to use, for a period of 18 months, the radio-frequencies granted to Oi for providing Personal Mobile Service under the terms of the Regulation, in the bands of 900 MHz and 1,800 MHz;

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TELE NORTE CELULAR PARTICIPAÇÕES S.A.

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iii) It extinguished the authorization for use of the radio-frequencies held by Amazônia, and consequently, its authorization for the SMP, granting the period of 90 days (extendable for equal period) in order for the users of Amazônia's radio-frequencies of 900 MHz and 1,800 MHz to be transferred to the corresponding radio-frequencies granted to Oi, and a period of 18 months for the occupation of a 10MHz band of the 850 MHz radio-frequency (the remaining 15 MHz shall be returned immediately);

iv) It allowed Oi to start using, on a payable basis, the numbering resources assigned to Amazônia.

In meeting these determinations, Amazônia returned the 1,800 MHz band of radio-frequencies and the 15 MHz of the band of radio-frequency of 850 MHz. The band of radio-frequencies of 900 MHz was returned on September 3, 2008.

The facts described above did not interfere in the provision of services to Amazônia's customers. The definition on Amazônia's operations depends on the conclusion of TNCP and Amazônia's corporate restructuring which is under analysis by the Management and will be carried out to the best interest of the Companies shareholders, as disclosed in Note 4.

(b) Regulation

On March 7, 2007 the Director Council of ANATEL approved the numerical portability in fixed and mobile telephones. The rule will allow the users of the Exchanged Fixed Telephone Service (STFC) and the Personal Mobile Service (SMP) to change carriers keeping their fixed or cellular phone number, as many times as they request.

The initial offer of portability occurred in September, 2008 in some regions of the country and will be totally available throughout the country within 24 months, counted from the publishing of the General Regulation of Portability in the Federal Official Gazette, occurred on March 21, 2007.

Amazônia has already contracted network and Information Technology solutions, as well as reviewed all operating processes required for the introduction of the portability. As of November, 2008, according to ANATEL's schedule, the portability will be available to Amazônia's clients with dialing code 98.

On August 13, 2007, ANATEL published in the Federal Official Gazette the New Regulation of the Personal Mobile Service (SMP). The new regulation sets forth new rules for customer service, plans migration, services suspension, validity of pre-paid credits, collection of messaging service, among others. The new regulation has become effective since February 13, 2008.

(c) Transfer of Control

On April 3, 2008, the transfer of the TNCP's control (and, indirectly, of Amazônia) to TMAR under the terms of the Stock Purchase Agreement entered into between Vivo Participações S.A. (Vivo) (which had acquired TNCP's control through the Stock Purchase Agreement with Telpart Participações S.S. (Telpart) entered into on August 2, 2007) and TMAR was effected.

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04.01 - NOTES TO THE FINANCIAL STATEMENTS		

In Extraordinary Shareholders Meeting held on April 3, 2008 at TNCP and Amazônia, the board of directors members indicated by TMAR were elected in both Companies and the resignations presented by the fiscal council members were accepted. At the same date, the first meetings of the new board of director were held, when the new executive boards of TNCP and Amazônia have been assigned. In meetings held on May 5, 2008, new fiscal council members of Amazônia and TNCP have been assigned.

The transaction will also be submitted to the Administrative Council of the Economic Law - CADE, under the provisions of the applicable legislation.

(d) Tender Offers (TO s)

On May 5, 2008, TMAR submitted to the Brazilian Exchange Commission (CVM), together with Credit Suisse (Brasil) S.A. Corretora de Títulos e Valores Mobiliários, in the quality of agents, requests for the registration of public tender offers for the acquisition of any and all common shares outstanding (Mandatory TO s) of TNCP and Amazônia, in compliance with article 254-A of Law No. 6,404/76 and CVM Ruling No. 361/02.

On September 16, 2008, the Public Notice of the respective mandatory TO s was published to TNCP s common shareholders, at the price of R\$79.51 per common share and Amazônia at the price of R\$121.61 per common share. The prices to be offered for these shares in the Tender Offer are equal to 80% of the price paid by TMAR to Vivo under the stock purchase agreement for TNCP s and Amazônia s common shares, pursuant the provisions of article 254-A of Law No. 6,404/1976.

On October 14, 2008, TMAR, TNCP and Amazônia communicated, through Relevant Fact, that the mandatory TO s were suspended and the auctions, scheduled to occur on October 16, 2008, will be postponed until CVM definitively manifests about the reformulation of its initial decision to grant the registration to the respective TO s. In its decision, CVM s technical area understood that the amount paid by TMAR to Vivo (and, consequently, the amount paid by the latter to Telpart) for the subscription rights to the TNCP shares, in the amount of R\$22,611, would embed the amount paid by TNCP s controlling power and should be extended to the minority shareholders with voting rights by means of the TO s. According to the terms of such decision, TMAR should make the TO s for the price of R\$93.58 and R\$143.13 per TNCP s and Amazônia s common share, respectively. TMAR will take the applicable measures to appeal to CVM collegiate against the decision rendered by CVM s Superintendence of Securities Registration.

TMAR also submitted for registration in the CVM and Securities and Exchange Commission (SEC) the Public Notices of the Voluntary TO s for up to the totality of TNCP and Amazônia preferred shares outstanding.

On July 18, 2008, TMAR issued the Public Notice of the voluntary TO of TNCP s preferred shares, at the unit price of R\$33.00 per preferred share, which auction was held on August 19, 2008. TMAR acquired in an auction at BOVESPA approximately 93.9% of TNCP s preferred shares outstanding, representing the totality of the preferred shares offered, as well as, the totality of the American Depositary Shares - ADS s offered for sale at the auction.

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02.558.154/0001-29

04.01 - NOTES TO THE FINANCIAL STATEMENTS

The holders of the TNCP's remaining preferred shares outstanding may exercise their prerogative to sell their preferred shares for the price practiced at the TO of R\$33.00 per preferred share, including the preferred shares represented by ADS's, restated by the daily variation of the Interbank Deposit Certificate (CDI), calculated on a pro-rated basis since the date of the financial settlement of the Auction (August 22, 2008) until the date of the effective payment of the value. The term for exercise the prerogative to sell the shares will end on November 19, 2008. On September 30, 2008, TMAR was holder of 3,979,123 TNCP's preferred shares.

As a result of the significant increase of the number of preferred shares acquired by TMAR at the voluntary TO, TNCP informed in a Relevant Fact of October 02, 2008, that it performed at New York Stock Exchange the delisting of the American Depositary Receipts (ADR's) of that company. Additionally, TNCP and Bank of New York Mellon (BoNY), issuer of the TNCP's ADRs, signed an amendment extinguishing the Deposit Agreement related to the issuance of the ADR's. Due to the extinguishment of the Deposit Agreement, BoNY will endeavor its best efforts to sell, up to November 18, 2008, all preferred shares currently object of the ADR's that have not yet been withdrawn from TNCP's ADR Program.

On September 22, 2008 TMAR published the Public Notice of tender offer for the acquisition up to the totality of Amazônia's preferred shares outstanding (Voluntary TO) at the unit price of R\$38.00 per preferred share, which auction of the voluntary TO at BOVESPA was held on October 22, 2008. TMAR acquired 64,860 preferred shares of class A, 113,571 preferred shares of class B, 14,800 preferred shares of class C, 174,875 preferred shares of class D and 552,908 preferred shares of class E, representing approximately 74.12% of the total of Amazônia's preferred shares outstanding. TMAR started to hold, directly and indirectly, a total of 3,295,179 Amazônia's preferred shares, representing approximately 91.11% of the total preferred shares.

2 Significant Accounting Practices (Holding and consolidated)

(a) Presentation of the quarterly information and consolidation criteria

The quarterly information was prepared and is being presented in accordance with the accounting practices adopted in Brazil, which are based on the provisions of the Corporate Law, the rules set forth by CVM and rules applicable to the telecommunications operators.

The consolidated quarterly information includes the quarterly information of the holding, TNCP of its direct subsidiary Amazônia and the special purpose entities mentioned in Note 20, proportionally to their interest in this entity. The consolidation process of the equity accounts and results related to the sum of the Companies' balances of assets, liabilities, revenues and expenses accounts, according to the nature of each balance, plus disposal of (i) interest in capital, reserves and accrued revenues kept among the Companies; (ii) current accounts balances and other balances comprising the assets and/or liabilities, kept among the Companies; and (iii) identification of the minority shareholders.

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In the preparation of quarterly information it is necessary to use estimates to account for certain assets, liabilities and other transactions. The TNCP's quarterly information includes, therefore, estimates referring to the selection of useful lives of property, plant and equipment, accounts receivable of services rendered and not invoiced until balance sheet date, necessary provisions for contingent liabilities, determination of provisions for income tax, provisions for doubtful accounts and other similar items. The actual results may differ from the estimates.

The referred quarterly information is presented in thousands of reais, except as otherwise indicated.

(b) Change to the Brazilian Corporate Law, effective as of January, 2008

On December 28, 2007 Law Nr. 11638 was enacted, which modifies the provisions of the Corporations Law - Law nr. 6404/76. The referred law sets forth several changes about the preparation of financial statements, aiming at alignment with the international accounting standards and assigns to the CVM the power to issue norms to the public traded corporations. The main changes introduced by the Law are applicable as of 2008 and refer to: (i) replacement of the statements of changes in financial position by the statements of cash flows; (ii) obligation of the preparation of statement of value added; (iii) possibility to include the tax recording into the accounting booking, with segregation between the accounting and tax statements; (iv) creation of the sub-group valuation adjustments to shareholders' equity, in the Shareholders' Equity section; (v) establishment of the evaluation and classification criteria for the financial instruments; (vi) obligation of perform impairment evaluation of the non current assets; (vii) changes in the application of the equity method of accounting; (viii) donations and investment subventions recognition criteria; (ix) obligation of recording the new assets at fair market value, in case of mergers, acquisitions or spin-offs. and (x) introduction of the present value adjustment for the long term assets and liabilities transactions and for the significant short term operations.

TNCP already adopts the disclosure of the statements of cash flows, on its end of year financial statements and the segregation of intangibles in the fixed assets section.

On May 02, 2008, CVM issued the Instruction nr. 469 which provides for the application of Law nr. 11638. This instruction, among other aspects, confirms the position of the referred entity that it is optional the full application of Law 11638 to the quarterly financial information, however, the companies that elect for its not application should disclose in explanatory note, the changes that might impact the year-end financial statements. Additionally, the Instruction CVM nr. 469 required immediate application of some provisions, among which: (i) the mandatory disclosure of information about stock-based compensation; (ii) the mandatory adjustments to present value for long term assets and liabilities transactions and for relevant short term transactions, and (iii) the change to the affiliate evaluating parameters to the equity method of accounting.

TNCP assessed the impacts of the provisions of immediate and mandatory application of the Instruction CVM nr. 469 and, except for the disclosure of information about the stock-based compensation that is under Note 18 to these quarterly financial information, the application of the referred Instruction has not generated material impacts to the income statement of the period, to shareholders' equity or to the TNCP disclosures.

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Still in compliance to Instruction CVM nr. 469, the TNCP assessed the impacts of the changes provided by Law 11,638, the Company, at this moment, believes that the following items may be of certain relevance to its financial statements: (i) the preparation of statement of value added in its annual financial statements; (ii) the accounting treatment to be given to the deferred assets presented in non current assets of this quarterly information and (iii) the recognition of fair value of certain financial instruments, disclosed in comparison to the accounting values in Note 19 to this quarterly information.

With regards to the other changes not yet introduced, TNCP's management understands it depends on the regulations to be issued by the competent entities to estimate the effects resulting of the referred Law and, in its assessment, based on the currently existing local and international pronouncements, the effects would not be relevant to its financial statements.

(c) Cash and cash equivalents and Short Term Investments

Mainly comprised by highly liquid temporary investments which original maturity dates is no later than 90 days . The other investments are stated at cost, plus income earned up to the balance sheet date.

Short-term investments are represented by investments in an exclusive investment fund, with original maturity in excess to 90 days. The investments are shown at the value of the unit of the fund on the date of the balance sheet, and the portfolio of the exclusive fund is recorded at its realization value.

(d) Accounts receivable

Mainly represented by services and products billed to customers, by services rendered up to the balance sheet date but not yet billed, and by amounts arising from the use of Amazônia's operations network by subscribers from other telecommunications carriers.

(e) Allowance for doubtful accounts

Management, based on its most recent experience, periodically evaluates the estimated loss percentages in order to record Amazônia's allowance for doubtful accounts when the recovery of a receivable is considered unlikely.

(f) Inventories

Mainly comprised by mobile telephone handsets stated at average acquisition cost, net of a provision to adjust to market value for handsets and accessories out of line or whose acquisition costs are higher than the realization value.

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(g) Investment in subsidiary

Evaluated at the equity method of accounting, calculated on the result of the year and other equity variations of Amazônia.

(h) Property, plant and equipment and Intangible

Property, plant and equipment and Intangibles are stated at acquisition and/or construction cost, less accumulated depreciation / amortization. Depreciation and Amortization is calculated on the straight-line method when assets enter into operation, at the rates mentioned in Note 11.

Amazônia reviews the recovery value of property, plant and equipment and intangibles by means of its future operations, when there are facts that may affect them. The purpose of this procedure is to verify if the recovery value is lower than the net book value.

When this occurs, Amazônia reduces the net book value to the recovery value. No provision was deemed necessary on September 30, 2008 and June 30, 2008.

Interests and financial charges on loans and financing obtained for investment in Amazônia's construction in progress (Assets and Facilities in Progress) are capitalized until such assets start to operate. Costs incurred with maintenance and repair are capitalized when they represent an increase in installed capacity or of the useful life of the asset. In the nine-month period ended on 2008 and 2007, no interests and financial charges were capitalized.

(i) Other assets

Other current assets and non current assets are stated at cost or realizable values, including, when applicable, earnings, foreign exchange rate variations and monetary variations accrued.

(j) Foreign currency transactions

These are recorded at the rate prevailing on the date of transactions and restated based on the foreign exchange rate effective at the balance sheet date. Foreign exchange gains/losses immediately recognized in the current year's results.

(k) Income tax and social contribution

Income tax and social contribution on net income are calculated pursuant to prevailing laws. Deferred tax credits and liabilities are calculated based on the estimated amount of realization of the tax benefit of goodwill acquired from the Holding, through a process of restructuring, the tax losses, and the negative basis of social contribution and temporary differences arising mainly from allowance for doubtful accounts, provisions for contingencies and provision for accounts payable - hedge operations, provision for accounts payable and provision for profit sharing, as shown in Note 4.

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As required by CVM Instruction 371/2002, the TNCP and Amazônia carry out technical feasibility study regarding the future realization of the deferred tax assets, considering the possible capacity of taxable income generation. These studies are performed yearly and, when necessary, TNCP and Amazônia record a loss provision for the installment of deferred social contribution and income tax realizable after the ten-year term allowed by the aforementioned Instruction. These studies are approved by the management bodies of the Companies.

(l) Provision for contingencies

Provisions for contingencies are recorded, based on the opinion of the legal advisors to cover probable losses and legal obligations of the TNCP and Amazônia resulting from tax, civil and labor claims, as required by CVM Instruction n°. 489/2005.

(m) Other liabilities

Other current and non current liabilities are stated at known or estimated amounts, plus, when applicable, corresponding charges, foreign exchange rate variations and monetary variations incurred.

(n) Determination of income and revenue recognition

Income is determined on the accrual basis. Revenues from telecommunications services are recorded at the rate prevailing on the date the services are rendered. Revenues from mobile telephony services comprise fees of subscription, usage, network usage, maintenance and other services rendered to subscribers. All services are billed monthly. Services rendered between the invoicing date and the end of each month are calculated and recorded as revenue in the month services are rendered. Revenues from credit recharge of prepaid cell phones are deferred and recorded in income as services are effectively provided or when the credits expire. The free minutes resulting from the reload promotions are deferred at the moment of their concession and recognized to income statements simultaneously as gross service revenues and deductions of service revenues when they are effectively used by the client. Revenues from sales of handsets and accessories are recorded when products are delivered and accepted by consumer or dealer.

(o) Pension plan

Amazônia participates in pension plans offering its employees pensions and other post-employment benefits. Actuarial liabilities were calculated and recorded based on the projected unit credit method, pursuant to CVM Resolution n°. 371/2000.

(p) Employees profit sharing

TNCP and Amazônia record profit sharing based on the achievement of goals established for the year, subject to approval at the Shareholders Meeting.

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3 Transactions with related parties

	Holding		Consolidated	
	09.30.08	06.30.08	09.30.08	06.30.08
Assets				
Current Assets - Accounts receivable				
Telemig Celular S.A.				
Telemar Norte Leste S.A.			7,527	7,735
TNL PCS S.A.			4,413	3,407
Brasil Telecom S.A.				
			11,490	11,142
Non-Current Assets - Long-term Receivables				
Amazônia Celular S.A.	12,199	197		
Liabilities				
Current Liabilities - Accounts Payable				
Telemig Celular S.A.				
Telemar Norte Leste S.A.			2,619	2,489
TNL PCS S.A.			7,104	73
Brasil Telecom S.A.				
			9,723	2,562
Non-Current Liabilities - Long-term Liabilities				
Amazônia Celular S.A.				
Telemar Norte Leste S.A.	12,039		12,039	
Telemig Celular Participações S.A.				
	12,039		12,039	
Accumulated Results				
Service revenue				
Telemig Celular S.A.				497
Telemar Norte Leste S.A.			29,953	
TNL PCS S.A.			42,503	
Brasil Telecom S.A.				7,565

		72,456	8,062
Interconnection Expenses:			
Telemar Norte Leste S.A.		3,408	
Tele Norte Leste Participações S.A.		27,096	
		30,504	
Revenue (expenses) from sharing of resources			
Amazônia Celular S.A.	1,335	1,550	
Telemig Celular S.A.		(270)	(14,535)
Telemig Celular Participações S.A.			(1,297)
	1,335	1,280	(15,832)

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TNCP carries out transactions with Amazônia and other related parties concerning certain services. Related-party transactions are carried out under conditions agreed among parties, which, in Management's understanding, are in market conditions.

Up to March 31, 2008, Telemig Celular Participações S.A. (Telemig Part.), Telemig Celular S.A. (Telemig) and Brasil Telecom S.A. were related parties, therefore the amounts informed for the nine-month period ended on September 30, 2007 have been maintained in the note and commented below only for comparison purposes.

(a) Credit Line

The R\$12 million credit line granted by Telemar Norte Leste S.A. and passed by TNCP to Amazônia on September 19, 2008 has the purpose to provide working capital to the operating activities. The maturity date is September 19, 2009, and it can be renegotiated at TNCP's discretion, which, at the present date, has no intention to settle it within next 12 months. The credit line remuneration rate corresponds to the variation of the Interbank Deposit Certificate (CDI), added by interests of 4% per year. The amount payable to Telemar Norte Leste S.A. and receivable from Amazônia referring to this credit line are recorded in the items Debt with related parties in the Non-current liabilities section and Credit with related parties in the Non-current Assets, respectively.

(b) Roaming agreements

Amazônia is a member of the Brazilian roaming committee of mobile operators, which includes the related Company on September 30, 2008, Oi (related company as of April 3, 2008, through the transfer of TNCP's equity control to TMAR, as detailed in note 1). The purpose of this committee is to oversee technical and system aspects to ensure the high quality of the roaming service. As required by Brazilian regulations, Amazônia, Oi and other mobile operators facilitate roaming to their respective subscribers.

(c) Cost sharing

On March 20, 2003, TNCP and Amazônia entered into a new agreement for sharing human and administrative reso