



TPI - TRIUNFO PARTICIPAÇÕES E INVESTIMENTOS S.A.
Publicly-held Company
Corporate Taxpayer's ID (CNPJ/MF): 03.014.553/0001-91
Corporate Registry (NIRE): 35.300.159.845

CALL NOTICE
ANNUAL AND EXTRAORDINARY SHAREHOLDERS' MEETING

The Board of Directors of TPI – Triunfo Participações e Investimentos S.A. (“Company”), through its Chairman, Luiz Fernando Wolff de Carvalho, hereby invites the Company’s shareholders to attend the Annual and Extraordinary Shareholders’ Meetings to be held on April 7, 2010, at the Company’s head offices at Rua Olimpíadas, 205, Vila Olímpia, São Paulo, SP, 04551-000, to decide on the following agenda:

- I. Annual Shareholders’ Meeting: (a) To acknowledge, examine, discuss and vote on the Company’s Management Report and Financial Statements, as well as the Independent Auditors’ Report for the fiscal year ended December 31, 2009; (b) to deliberate on the proposal for the allocation of net income from the fiscal year ended December 31, 2009; (c) to establish the overall compensation for the Company’s Administrators to be paid by the date of the Annual Shareholders’ Meeting in which the Company’s shareholders will vote on the financial statements for the fiscal year ended December 31, 2010.

- II. Extraordinary Shareholders’ Meeting: (a) to alter article 3 of the Company’s Bylaws (“Bylaws”) to reflect the Company’s correct property deed registration number; (b) to ratify the alteration of the caput of article 5 of the Bylaws stating the value of the Company’s capital stock and the number of shares subscribed and paid in as a result of the capital increase approved by the Board of Directors’ Meeting of October 9, 2009 and ratified by the same body on January 19, 2010; (c) to replace, in article 5, paragraph 6; article 15, I, II, III, V, VII, IX, X, XI, XV, XVI, XVII, XXX, XXXII, XXXIV, paragraph 1; article 19; article 23, III; and article 24, “F” of the Bylaws, the terms “companies controlled by the Company”, “any other company controlled by it”, or “its controlled companies”, to “Subsidiaries/Associated Companies” or “Subsidiary/Associated Company”, whichever is the case, in order to improve the clarity of the Bylaws; (d) to alter article 15, II; III; VII; X; XI; XII; XIV; XV; XX; XXXII; XXXIII of the Bylaws dealing with the responsibilities of the Board of Directors; (e) to include a new item in article 15 of the Bylaws, dealing with the Company’s strategic planning; (f) to exclude item XXXIV of article 15 of the Bylaws, dealing with the competence of the Board of Directors to approve substantial alterations to the management model of the Company and

or its subsidiaries; (g) to include a new paragraph in article 15 of the Bylaws related to the non-applicability of the obligation referred to in item XVII of the same article regarding agreements entered into between companies in which the Company retains an identical interest; (h) to consolidate the Bylaws.

General information:

Holders of registered, book-entry common shares with no par value are entitled to take part in the Meetings, either in person or represented by a proxy, as long as said shares are registered under the shareholder's name with the depository institution for the Company's shares, Banco Itaú S.A., in accordance with Article 126 of Law 6404/76. The following documents must be filed with Caio Junqueira Zacharias, at the Company's Legal Department, by April 5, at 10:00 a.m.:

Individual shareholders

- Identification document with photograph (RG, RNE, driver's license or officially recognized professional identification cards); and
- A statement issued by the depository institution and/or custody agent attesting to the ownership or custody of the shares, issued within the past five (5) days.

Corporate shareholders

- A notarized copy of the last version of the Bylaws or Articles of Incorporation and documents granting representative powers (minutes of the meeting in which the executive officers were elected and/or a proxy document);
- Identification document, with photograph, of the legal representative(s); and
- A statement issued by the depository institution and/or custody agent attesting to the ownership or custody of the shares, issued within the past five (5) days.

Investment funds

- A notarized copy of the last version of the Fund's regulations and the Bylaws or Articles of Incorporation of the Fund manager, as well as corporate documents granting representative powers (minutes of the meeting in which the executive officers were elected and/or a proxy document);
- Identification document, with photograph, of the legal representative(s); and
- A statement issued by the depository institution and/or custody agent attesting to the ownership or custody of the shares, issued within the past five (5) days.

Shareholders may also authorize: (i) a physical proxy, so that they can be represented by lawyers indicated by the Company in accordance with the model in the 2010 Manual for Participating in Annual and Extraordinary Shareholders' Meetings, or (ii) an electronic proxy with voting rights issued online by accessing the Company's Investor Relations website (www.triunfo.com/ir) or the website of "*Assembleias Online*" (online meetings) (www.assembleiasonline.com.br). Please note that voting by proxy requires shareholders to have digital certification (see the Company's Investor Relations or *Assembleias Online* websites for further information). The procedures for granting electronic proxies and indicating votes will be available from March 30, 2010 to midnight on April 5, 2010.

- All documents related to the agenda of the Annual and Extraordinary Meetings are available to shareholders at the Company's head offices, on its Investor Relations website (www.triunfo.com/ir) and on the website of the Brazilian Securities and Exchange Commission (CVM) (www.cvm.gov.br), in accordance with paragraph 3 of Article 135 of Law 6404/76 and Article 6 of CVM Instruction 481/09.
- Shareholders can find further information on the above matters, as well as detailed instructions on authorizing the proxy instrument in the Management Proposal and the 2010 Guide to Participating in Annual and Extraordinary Shareholders' Meetings, on the Company's Investor Relations website (www.triunfo.com/ir) and the CVM's website (www.cvm.gov.br).

São Paulo, March 19, 2010.

Luiz Fernando Wolff de Carvalho
Chairman of the Board of Directors