

TELESP CELLULAR HOLDING CO /ADR/

Form 6-K

May 02, 2003

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, 2003

Commission File Number 1-14493

TELESP CELULAR PARTICIPAÇÕES S.A.

(Exact name of registrant as specified in its charter)

Telesp Cellular Holding Company

(Translation of Registrant's name into English)

Rua Abílio Soares, 409
04005-001 - São Paulo, SP
Federative Republic of Brazil
(Address of principal executive office)

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

Form 20-F ☒ Form 40-F ☐

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

Yes ☐ No ☒

TELESP CELULAR PARTICIPAÇÕES S.A.

CNPJ (Tax ID) 02.558.074/0001-73 NIRE (State ID) 35.3.001.587.9-2

Publicly-held Corporation

**MINUTES OF THE EXTRAORDINARY MEETING OF THE BOARD OF DIRECTORS OF
TELESP CELULAR PARTICIPAÇÕES S.A., HELD ON APRIL 16, 2003.**

1. DATE, TIME AND VENUE: April 16, 2003, at 6 p.m., exceptionally at Praia de Botafogo # 501, 7º andar, Rio de Janeiro RJ, summoned as provided in the Company's By-laws.

2. MEETING BOARD: Eduardo Perestrelo Correia de Matos Chairman of the Meeting; Evandro Luís Pippi Krueel Secretary.

3. MEETING START: The meeting started with the presence of the undersigned Members, there being a quorum according to the By-laws.

4. MEETING AGENDA AND DECISIONS TAKEN:

4.1. Election of members of the Board of Executive Officers: the following were **ELECTED** as members of the Company's Board of Executive Officers: as **Chief Executive Officer**, Mr. Francisco José Azevedo Padinha, Portuguese citizen, married, engineer, bearer of RNE V-248636-O, CPF/MF (Tax Authority Enrollment Number) # 055.063.577-70, resident and domiciled in the Capital of the State of São Paulo and with business address in the State of Rio de Janeiro-RJ, at Praia de Botafogo # 501, 7º andar, Torre Corcovado; as **Executive Vice-President for Operations**, Mr. Paulo Cesar Pereira Teixeira, Brazilian citizen, married, engineer, bearer of ID Card # 301.540.175-9 SSP/RS, CPF/MF (Tax Authority Enrollment Number) # 284.875.750-72, resident and domiciled in the Capital of the State of Rio de Janeiro and with business address at Praia de Botafogo # 501, 7º andar, Torre Corcovado, Rio de Janeiro-RJ; as **Executive Vice-President for Finance, Planning and Control**, Mr. Fernando Abella Garcia, Spanish citizen, single, economist, bearer of foreign citizen ID RNE # V275827-Q, issued by MJ-DPF/DELEMAF/SR/RJ and CPF/MF (Tax Authority Enrollment Number) sob # 055.017.227-04, resident and domiciled in the Capital of the State of Rio de Janeiro, with business address at Praia de Botafogo # 501, 7º andar, Torre Corcovado, Botafogo, Rio de Janeiro RJ, who will also hold the position as **Investor Relations Officer**, as provided for in sub-item g of item III of article 21 of the Company By-laws; as **Executive Vice-President for Marketing and Innovation**, Mr. Gilson Rondinelli Filho, Brazilian citizen, married, engineer, bearer of ID Card RG # 4.347.710 SSP/SP, CPF/MF (Tax Authority Enrollment Number) # 439.603.328-15, resident and domiciled in the Capital of the State of São Paulo and with business address at Rua Abílio Soares, 409 15º andar, São Paulo SP; as **Vice-President for IT and Product and Service Engineering**, Mr. Luis Filipe Saraiva Castel-Branco de Avelar, Portuguese citizen, married, engineer, bearer of ID Card RNE V224096-0, CPF (Tax Authority Enrollment Number) # 217.046.958-30, resident and domiciled in the Capital of the State of São Paulo and with business address at Rua Abílio Soares 409, 15º andar, São Paulo SP; as **Vice-President for Customers**, Mr. Guilherme Silvério Portela Santos, Portuguese citizen, married, engineer, bearer of RNE V329591-W, CPF (Tax Authority Enrollment Number) # 057.649.617-00, resident and domiciled in the Capital of the State of São Paulo and business address at Praia de Botafogo # 501, 7º andar, Torre Corcovado, Rio de Janeiro-RJ. The following officers were **APPOINTED** and will be elected and take office as soon as their Working Visas are granted by the Labor Ministry: as **Vice-President for Technology and Networks**, Mr. Javier Rodríguez García, Spanish citizen, legally unmarried, bearer of RNE V283375-2, CPF (Tax Authority Enrollment Number) # 055.017.127-41, resident and domiciled in the Capital of the State of Rio de Janeiro and with business address at Praia de Botafogo # 501, 7º andar, Torre Corcovado, Rio de Janeiro-RJ and as **Vice-President for Regulatory Matters and Institutional Relations**, Mr. José Carlos de La Rosa Guardiola, Spanish citizen, divorced, engineer, bearer of foreign citizen ID Card RNE V2715938, issued by SE/DPMAF/DPF and CPF (Tax Authority Enrollment Number) # 802.367.825-68, resident and domiciled in the Capital of the State of Rio de Janeiro and with business address at Praia de Botafogo # 501, 7º andar, Torre Pão de Açúcar, Rio de Janeiro-RJ. The following is elected as **acting officer**, until the above named Vice-Presidents' visas are issued: as Vice-President for Technology and Networks and as Vice-President for Regulatory Matters and Institutional Relations, Mr. Paulo Cesar Pereira Teixeira; already duly qualified and who will hold the positions cumulatively, as provided for in the Company's By-laws. The now elected executive officers will have a term of office of three years, starting on the present date. It is also been registered that the now elected executive officers do hereby declare that they have not committed any of the crimes that may legally prevent them from exercising merchant activities, and that they are ready to sign the declaration required by CVM Instruction # 367/2002 and that they undertake to produce such signed declaration at the moment of signature of their Agreements to take office.

5. MEETING CLOSING: After the agenda was completed, the minutes were drawn up, then read, approved and signed by the attending Members and by the Secretary, and now are included in the appropriate book.

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Signatures: Eduardo Perestrelo Correia de Matos Chairman of the Meeting; Fernando Xavier Ferreira; Antonio Gonçalves Oliveira Members; Ernesto Lopez Mozo; Antonio Viana-Baptista; Ignacio Aller Mallo Members represented by Mr. Fernando Xavier Ferreira and Evandro Luís Pippi Kruel Secretary.

It is hereby declared for all legal purposes that this is an accurate copy of the minutes drawn up in the appropriate Book.

Evandro Luís Pippi Kruel
Secretary OAB-RS 18.780

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 1, 2003

TELESP CELULAR PARTICIPAÇÕES S.A.

By: /s/ Fernando Abella Garcia

Fernando Abella Garcia
Investor Relations Officer

FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.
