

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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 December 2002**

(Commission File No. 001-14487)

**TELE NORTE LESTE PARTICIPAÇÕES S.A.**

(Exact name of registrant as specified in its charter)

**Tele Norte Leste Holding Company**

(Translation of registrant's name in English)

**Rua Humberto de Campos, 425 - 8º andar**

**Rio de Janeiro, R.J.**

**Federative Republic of 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

(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 ☒



## **SIGNATURES**

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.

### **TELE NORTE LESTE PARTICIPAÇÕES S.A.**

Date: December 17, 2002

By

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Name: Marcos Grodetsky  
Title: Director of Investor Relations



**TELEMAR PARTICIPAÇÕES S.A.**  
**CNPJ/MF nr. 02.107.946/0001-87**  
Publicly-held company

**TELE NORTE LESTE PARTICIPAÇÕES S.A.**  
**CNPJ/MF nr. 02.558.134/0001-58**  
Publicly-held company

### **PRESS RELEASE – NOTICE TO SHAREHOLDERS**

Telemar Participações S.A. (the “Controlling Shareholder”) and Tele Norte Leste Participações S.A. (the “Company”) announce to the public, in accordance with the provisions set forth in *Instrução CVM* nr. 358, dated January 03, 2002, that the Controlling Shareholder will proceed with the sale, either directly or in groups, of up to 3,813,397,116 (three billion, eight hundred and thirteen million, three hundred and ninety seven thousand, one hundred and sixteen) nominative preferred shares issued by the Company, subject to the following terms and conditions:

1. The sale of the above mentioned shares will be carried out in São Paulo’s Stock Exchange – BOVESPA and thus comply with the rules and regulations of the above-mentioned institution;
2. Merrill Lynch S.A., Corretora de Títulos e Valores Mobiliários, registered with CNPJ under nr. 02.670.590/0001-95, with headquarters at Avenida Paulista, 37 – 3<sup>rd</sup> floor, will be the broker working on the sale of the shares;
3. The sale of these shares shall begin on December 18, 2002 and shall remain valid for a 40-day-period, which may be extended, if necessary.

The shares contemplated by this sale result from the capital increase carried out by the Company in accordance with the 173<sup>rd</sup> Board of Directors Meeting, held on the April 26, 2002, as well as from the capitalization of the goodwill (*reserva especial de ágio*) approved by the Ordinary Shareholders Meeting of 2002, and thus do not characterize any reduction of Telemar Participações’ current interest of 54.74% of the voting capital of the Company.

Rio de Janeiro, December 17, 2002.

**Celso Fernandez Quintella**  
Investors’ Relation Officer of  
Telemar Participações S.A.

**Marcos Grodetzky**  
Investors’ Relation Officer of  
Tele Norte Leste Participações S.A.