

TELE NORTE LESTE PARTICIPACOES SA  
Form 425  
November 15, 2011

**Filed by Brasil Telecom S.A.**

**Pursuant to Rule 425 of the Securities Act of 1933**

**Subject Company: Tele Norte Leste Participações S.A.**

**Commission File No.: 001-14487**

THE FOLLOWING ARE MATERIALS MADE PUBLIC BY BRASIL TELECOM S.A. RELATING TO THE PROPOSED MERGER OF TELE NORTE LESTE PARTICIPAÇÕES S.A. WITH AND INTO BRASIL TELECOM S.A.

\* \* \* \* \*

**Additional Information and Where to Find It:**

This communication contains information with respect to the proposed merger (*incorporação*) of Tele Norte Leste Participações S.A. ( TNL ) with and into Brasil Telecom S.A. ( Brasil Telecom ).

In connection with the proposed merger of TNL into Brasil Telecom, Brasil Telecom (1) has filed with the U.S. Securities and Exchange Commission (the Commission ) a registration statement on Form F-4, containing a prospectus which will be mailed to the shareholders of TNL, and (2) has filed and will file with the Commission other documents regarding the proposed merger.

**We urge investors and security holders to carefully read the prospectus and other relevant materials when they become available as they will contain important information about the proposed merger.**

Investors and security holders will be able to obtain the documents filed with the Commission regarding the proposed merger, when available, free of charge on the Commission's website at [www.sec.gov](http://www.sec.gov) or from Brasil Telecom.

**EXHIBITS**

**Exhibit  
Number**

**Description of Document**

- |   |                                                                                                                                                                                                                                                                                                                                                                                             |
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| 1 | Letter from the São Paulo Stock Exchange ( <i>BM&amp;FBOVESPA</i> ) dated November 11, 2011 to Tele Norte Leste Participações S.A., Telemar Norte Leste S.A., Coari Participações S.A. and Brasil Telecom S.A. (English translation).                                                                                                                                                       |
| 2 | Notice to the Market ( <i>Comunicado ao Mercado</i> ) dated November 14, 2011, filed by Tele Norte Leste Participações S.A., Telemar Norte Leste S.A., Coari Participações S.A. and Brasil Telecom S.A. with the São Paulo Stock Exchange ( <i>BM&amp;FBOVESPA</i> ) and the Brazilian Securities and Exchange Commission ( <i>Comissão de Valores Mobiliários</i> ) (English translation). |