

EMBRATEL PARTICIPAÇÕES S/A
CNPJ/MF Number 02.558.124/0001-12
NIRE 3330026237-7
Publicly Traded Company
CVM Registration Number 01764-7

NOTICE OF CALL

GENERAL ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETINGS

The Shareholders of EMBRATEL PARTICIPAÇÕES S/A are hereby invited to attend the General Ordinary and Extraordinary Shareholders' Meetings that will be held at the Company's headquarters, located at Rua Regente Feijó, n.º 166, room 1687-B, Downtown, City and State of Rio de Janeiro, on April 24th, 2006, at 10.30am, to deliberate on the following Agenda:

I. In General Ordinary Meeting:

- (i) Verification of the Management's accounts, examination, discussion and approval of the Financial Statements and the Administration Report related to the fiscal year ended on December 31st, 2005;
- (ii) Deliberate on the destination of the results related to the fiscal year ended on December 31st, 2005 and on the proposal of Company capital budget related to the fiscal year of 2006;
- (iii) Definition of the annual overall compensation of the Company's administrators for the fiscal year of 2006; and
- (iv) Election of the members of the Fiscal Council and definition of their respective compensation.

II. In General Extraordinary Meeting:

- (i) Analyze and deliberate on the celebration of hiring services contracts between its controlled company, Empresa Brasileira de Telecomunicações S.A. – Embratel and subsidiaries, from one side, and related parties, from other side, as documents made available to shareholders at Company headquarters.

GENERAL INSTRUCTIONS:

- A) Powers of Attorney should be filed at the Company headquarters within forty-eight hours before the Shareholders Meeting.
- B) Shareholders participating in Fungible Custody of Nominative Shares of the Stock Exchanges willing to take part at this Meeting shall present a statement, informing their respective shareholding, issued two (02) days before the Meeting thereof.
- C) The documents and proposals related to items of the Agenda are available to shareholders at Company headquarters.

Rio de Janeiro, April 03rd, 2006.

Carlos Henrique Moreira
Chairman of the Board of Directors