

TELE CENTRO OESTE CELULAR PARTICIPACOES

Form 6-K

December 29, 2003

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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, 2003**

**Commission File Number 001-14489**

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**TELE CENTRO OESTE PARTICIPAÇÕES S.A.**

(Exact name of registrant as specified in its charter)

**Tele Centro Oeste Participações Holding Company**

(Translation of Registrant's name into English)

**SCS - Quadra 2, Bloco C, Edifício Anexo-Telebrasil Celular**

**-7° Andar, Brasília, D.F.**

**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

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Tele Centro Oeste Celular Participações S.A.  
CNPJ n° 02.558.132/0001-69  
a publicly-held company

AND

Telesp Celular Participações S.A.  
CNPJ n° 02.558.074/0001-73  
a publicly-held company

**Relevant Fact**

Tele Centro Oeste Celular Participações S.A. (TCO) and Telesp Celular Participações S.A. (TCP) and, collectively with TCO, the Companies) hereby provide the following information with respect to the merger of shares of TCO into TCP for the conversion of TCO into TCP's wholly-owned subsidiary (Merger of Shares):

At a meeting held on December 26, 2003, the Brazilian Securities and Exchange Commission - CVM opined to the effect that the Merger of Shares violates applicable laws.

After having reviewed the decision of CVM, the Companies continue to understand that the transaction was structured, disclosed and is proposed to the shareholders in compliance with the applicable laws, in addition to awarding an equal treatment to the shareholders concerned. For this reason, the managements of both Companies will review the situation in order to issue a recommendation to their shareholders as to the Merger of Shares. Until such time, the Companies have decided to suspend the shareholders' meetings scheduled for January 7, 2004.

São Paulo, December 29, 2003.

Telesp Celular Participações S.A.  
Fernando Abella  
Finance and Investors Relations Officer

Tele Centro Oeste Celular Participações S.A.  
Luis André Carpintero Blanco  
Finance and Investors Relations Officer

