

SPI PROCESS Nº 021.00000891/2024-87
INTERNATIONAL COMPETITION Nº 02/2024
PPP LOTE ALTO TIETÊ

EXHIBIT VII – SINGLE GLOSSARY FOR THE PUBLIC NOTICE, AGREEMENT AND EXHIBITS

1. GLOSSARY

- 1.1. For the purposes of the NOTICE, AGREEMENT and EXHIBITS, unless expressly provided otherwise, the terms, phrases and expressions listed below, when used and written in capital letters or with initial capital letters, must be understood and interpreted according to the following meanings, and may be used both in the plural and in the singular, without any change in meaning:

AR	Areas with Potential for Rollover.
ABASP	It is a non-profit association governed by private law, whose main objective is to support, promote and improve ticketing and collection activities in public passenger transport services, such as the operation of commercialization of electronic transport credits and the capture and processing of transport ticketing transactions, whether in the METRO-RAIL SYSTEM, tire system, or any other modes, with initial operations in the São Paulo Metropolitan Region and the possibility of expansion to other metropolitan regions and municipalities in the state of São Paulo, as well as studies for improvements in ticketing and collection activities in public passenger transport services in compliance with applicable legislation and regulations. It is currently formed by the Concessionaires of Collective Passenger Transport, on tires, of the Metropolitan Region of São Paulo, by the Companhia do Metropolitano de São Paulo (METRÔ), and by the Companhia Paulista de Trens Metropolitanos (CPTM).
ABNT	Brazilian Association of Technical Standards.
AC	Area with Potential for Contamination.
ACL	Free Contracting Environment.
TRIPARTITE AGREEMENT	Agreement entered into between the fiduciary agent representing the LENDERS, the GRANTING AUTHORITY, ARTESP, and the CONCESSIONAIRE, which disciplines the relationship between these parties aiming at full performance of the AGREEMENT, and preservation of the interests of the LENDERS.
ADA	Directly Affected Area.
ADJUDICATEE	The WINNING BIDDER who has awarded the AGREEMENT and to whom the ownership of was transferred, under the terms of the applicable legislation and the Public Notice.
PUBLIC ADMINISTRATION	Bodies or entities of the direct and indirect Public Administration, federal, state, Federal District and municipalities.
ADR	Alternative Dispute Resolution.
AFFILIATE	Company controlled by the BIDDER, under the terms of the BUSINESS CORPORATION ACT.
RISK RATING AGENCY	Private organization dedicated to the evaluation and qualification of companies or governments, according to their respective degrees of risk

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	of non-compliance with financial commitments, such as Fitch, Standard & Poor's or Moody's.
FIDUCIARY AGENT	FINANCIAL INSTITUTION contracted and remunerated by the CONCESSIONAIRE with the function of administering and managing the guarantee to be provided by the GRANTING AUTHORITY to ensure the payment of the PECUNIARY CONSIDERATION, pursuant to Clause 52 of the AGREEMENT.
AID	Direct Area of Influence.
ALOP	Advanced Loss of Profits.
LCD	Lane Changing Device.
ANA	National Water and Sanitation Agency.
ANATEL	National Telecommunications Agency.
ANEEL	National Agency of Electric Energy.
EXHIBITS	Set of documents, an integral part of the PUBLIC NOTICE and the AGREEMENT, according to the list contained in Item "F" of the introduction of the PUBLIC NOTICE and Clause 76 of the AGREEMENT.
GRANT YEAR	Period of 12 (twelve) months, counted from the EFFECTIVENESS DATE, and so on.
ANTT	National Agency of Terrestrial Transport.
APA	Environmental Protection Area.
TECHNICAL SUPPORT	Company or consortium of companies to be hired by the CONCESSIONAIRE to act in the CONCESSION as a technical and technological agent to support the monitoring and inspection actions of ARTESP, under the terms of the AGREEMENT and its EXHIBIT II.E.
CONTRIBUTION	Investment of capital in favor of the CONCESSIONAIRE, to be paid by the GRANTING AUTHORITY, in installments, due to the conclusion of the INVESTMENT PACKAGES, as provided for in EXHIBIT IX.
APP	Permanent Preservation Area.
APPROVAL	Declaratory act of the INDEPENDENT AUDITOR, based on reports and technical assessment reports, which attests to the fulfillment of all steps, technical specifications and requirements stipulated in the AGREEMENT and its EXHIBITS, as well as the applicable national and international standards, techniques and methods, whose form and practice of action are provided for in the AGREEMENT and its EXHIBIT II.E, in relation to: (i) implemented SYSTEMS; (ii) ROLLING STOCK purchased; (iii) SUBSTANTIAL CONCLUSION, FULL CONCLUSION or UNSATISFACTORY CONCLUSION; (iv) capacity of the CONCESSIONAIRE to start the COMMERCIAL OPERATION; (v) assessment of compliance with the social and environmental requirements provided for in the AGREEMENT and EXHIBIT IV; and (vi) other attributions provided for in the AGREEMENT and in its EXHIBIT II.E and III.G.
CONCESSION AREA	Area on which the activities subject matter of the AGREEMENT will be

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	provided, whose contours and territorial limitation are described in EXHIBIT I of the AGREEMENT, and which includes the EXISTING INFRASTRUCTURE, presented in preliminary form, and must be delimited with the details arising from the basic projects of the INFRASTRUCTURE TO BE BUILT.
ART	Technical Responsibility Note.
ARTESP	The Regulatory Agency of Delegated Public Transportation Services of the State of São Paulo, created by Supplementary Law No. 914/2002.
AVS	Authorization for Vegetation Suppression.
ATM	Automated Teller Machine.
ACT	Automatic Train Operation.
ATP	Automatic Train Protection.
PUBLIC HEARING	Initial stage of the COMPETITIVE BIDDING, pursuant to article 29 of State Law No. 10,177/1998 and article 21 of the BIDDING AND ADMINISTRATIVE AGREEMENTS LAW, which took place on June 19, 20 and 21, 2024, to make public the CONCESSION model, clarify doubts and collect contributions to the PUBLIC NOTICE, the AGREEMENT and its EXHIBITS.
INDEPENDENT AUDITOR	Company or consortium of companies to be contracted by the CONCESSIONAIRE that, without prejudice to the supervisory and decision-making powers of the GRANTING AUTHORITY and ARTESP, as the case may be, must act as a technical and technological agent responsible for monitoring, control, conference, validation and APPROVAL activities, in relation to: (i) the CONCESSION ASSETS; (ii) inspection and monitoring of the AGREEMENT; and (ii) the processes of transfer of the EXISTING INFRASTRUCTURE to the CONCESSIONAIRE, OPERATIONAL TRANSITION, CERTIFICATION OF SYSTEMS and ROLLING STOCK and proof of the CONCESSIONAIRE's aptitude to start the COMMERCIAL OPERATION, by means of reports, technical reports to assess the fulfillment of stages and technical specifications contained in the AGREEMENT and its EXHIBITS, among other attributions provided for throughout the AGREEMENT and in its EXHIBITS II.E.
AVCB	Inspection Report of the Fire Department, document issued by the Fire Department of the Military Police of the State of São Paulo (CBPMESP), certifying that, during the inspection, the building had fire safety conditions.
B3	B3 S.A. – Brasil, Bolsa, Balcão, located in the Municipality of São Paulo, State of São Paulo, at Rua XV de Novembro, nº 275, responsible for providing specialized services of technical advice and operational support related to the procedures necessary to carry out the COMPETITIVE BIDDING.
IMMEDIATE	Emergency Care, failure that paralyzes the circulation of the ROLLING

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TERMINATION OF SERVICE	STOCK on one or more main roads, or causes total breakdown in systems and equipment vital to the operation of the train or involves Level Crossing (PN).
DEPOSITARY BANK	FINANCIAL INSTITUTION authorized to provide custody services of financial resources to the PARTIES, under the terms of the AGREEMENT and its EXHIBITS.
BANCO DO BRASIL	Banco do Brasil S.A.
PAYING BANK	FINANCIAL INSTITUTION responsible for the administration of the SINGLE TICKET REVENUE SYSTEM account.
MAINTENANCE BASES	Restoration bases to attend and solve, during all 24 hours a day, failures in all FIXED SYSTEMS, offering minimum infrastructure to support the scheduled maintenance teams in the FIXED SYSTEMS, for organization and preparation of the start of activities soon after the end of the commercial operation.
CONCESSION ASSETS or ASSETS	Any and all assets related to or associated with the provision of the SERVICES, whose possession, safekeeping, maintenance, conservation and surveillance are the responsibility of the CONCESSIONAIRE, including: (i) assets characterized or not as reversible assets; and (ii) assets transferred by the GRANTING AUTHORITY or acquired or incorporated by action of the CONCESSIONAIRE.
BIM	Building Information Modeling.
BNDES	Brazilian Sustainable Development Bank.
BOM	Former Metropolitan Bus Ticket Revenue System of the RMSP, a system that was operated by the CMT with remaining travel tickets.
IGIP	International Good Industry Practices.
BTEX	Benzene, Toluene, Ethylbenzene and Xylenos.
BU	Single Ticket of the Municipality of São Paulo: TRAVEL PASS issued in the form of a Smart Card type by São Paulo Transporte – SPTrans.
CADE	Administrative Council for Economic Defense, or the entity that may replace it.
STATE CADIN	Informative Register of Unpaid Credits of State Agencies and Entities.
CADMADEIRA	State Registry of Legal Entities that sell, in the State of São Paulo, products and by-products of native origin of the Brazilian flora – CadMadeira, created by State Decree No. 53,047/2008 and reformulated by State Decree No. 66,819/2022.
ABASP CLEARING HOUSE	Mechanism responsible for the control, measurement and management of the amounts received from the sale of TRAVEL TICKETS in the ABASP REVENUE SYSTEM, characterizing, therefore, as a faithful depository of the resources arising from the ABASP REVENUE SYSTEM, among other attributions provided for in Clause 17 of the AGREEMENT.
BU CLEARING HOUSE	Mechanism responsible for the control, measurement and management of the amounts received from the sale of TRAVEL TICKETS in the SINGLE TICKET REVENUE SYSTEM, characterizing, therefore, as a faithful

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	depository of the resources arising from the SINGLE TICKET REVENUE SYSTEM, among other attributions provided for in Clause 17 of the AGREEMENT.
CAPEX	Capital Expenditure (investments in capital goods).
CAR	Simple unit that makes up a TRAIN.
CARS X KM EA ("CKMEA")	Distance traveled by cars with PASSENGERS, in a given month, in the AIRPORT EXPRESS SERVICE.
CARS X KM L11 ("CKM11")	Distance traveled by cars with PASSENGERS, in a given month, in the portion of SERVICES referring to LINE 11.
CARS X KM L12 ("CKM12")	Distance traveled by cars with PASSENGERS, in a given month, in the portion of SERVICES referring to LINE 12.
CARS X KM L13 ("CKM13")	Distance traveled by cars with PASSENGERS, in a given month, in the portion of SERVICES referring to LINE 13.
CARS X KILOMETERS OF SERVICE or CARS X KM OF SERVICE ("CKM")	Also known as "commercial kilometers", it refers to the distance traveled by cars with PASSENGERS, subject to the provisions of EXHIBIT IX. Such calculation shall be used to measure the remuneration of the CONCESSIONAIRE, under the terms of this EXHIBIT.
SERVICE CARD	Smart Card for blocking and controlling operational access to the LINES, carried by employees of the CONCESSIONAIRE, third party service providers of the CONCESSIONAIRE, employees of the legal entities that have signed the AGREEMENTs indicated by SPI, employees of CPTM, METRÔ and SPI in their capacity as inspectors of the SERVICES.
ACCESS RELEASE CARDS	These are the cards that will remain in the possession of employees/collaborators of the CONCESSIONAIRE, intended to ensure free access to the SERVICES, being counted as TRANSPORTED PASSENGERS, those who hold such prerogative, under the terms of the legislation in force and regulatory rules for access to the service, such as: (i) Elderly who do not have the specific card; (ii) Military Police of the State of São Paulo; (iii) Metropolitan Civil Guard of the Municipality of São Paulo; (iv) Labor Auditor and Occupational Health and Safety Agent; (v) State or Federal Court Officer or Judicial Analyst or Federal Warrant Executor; (vi) People with disabilities who do not have the specific card; and (vii) Accredited unemployed worker, upon presentation of the special user credential and professional card.
CB	On-board Computer.
CBPMESP	Fire Department of the Military Police of the State of São Paulo.
CCD or CUSD	Distribution System Use Agreement.
CCEE	Chamber of Electric Energy Commercialization.
CCER	Regulated Power Purchase Agreement.

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CCM	Maintenance Control Center.
CCO	Operational Control Center.
CDHU	São Paulo State Urban Development Company.
CDMS	Reliability, Availability, Maintainability and Security.
CDPED	Board of Directors of the State Privatization Program.
CEEP	State Registry of Punished Companies
CEIS	National Registry of Disreputable and Suspended Companies
CENELEC	European Committee for Electrotechnical Standardization.
CERTIFICATION	Declaratory act of the IMPLEMENTATION CERTIFIER, based on reports and technical assessment reports, which attests to the fulfillment of all steps, technical specifications and requirements stipulated in the AGREEMENT and its EXHIBITS, as well as the applicable national and international standards, techniques and methods, whose form and practice of action are provided for in the AGREEMENT and in its EXHIBIT II.E, in relation to: (i) WORK-VENTURE; (ii) INTERVENTIONS delivered by the GRANTING AUTHORITY; (iii) evaluation of engineering projects and PHYSICAL-EXECUTIVE SCHEDULES presented by the CONCESSIONAIRE; (iv) SUBSTANTIAL CONCLUSION, FULL CONCLUSION or UNSATISFACTORY CONCLUSION; and (v) other attributions provided for in the AGREEMENT and in its EXHIBIT II.E.
IMPLEMENTATION CERTIFIER	Inspection body accredited by INMETRO, to be hired by the CONCESSIONAIRE, responsible for the CERTIFICATION activity.
CETESB	Environmental Company of the State of São Paulo.
CFTV	Closed Circuit Television.
CGPPP	Management Council of the Public-Private Partnerships Program.
CIM	Maintenance and Engineering Information Center.
FPIC	Free, Prior and Informed Consent Processes.
CMCP	Commission for Monitoring Concessions and Permissions of Public Services of Passenger Transport Systems, established by State Decree No. 51,308/2006.
CMD	Performance Measurement Coefficient, corresponding to a mechanism for verifying the quality and availability of the SERVICES, deducted from the PECUNIARY CONSIDERATION, based on the IQM and QSI PERFORMANCE INDICATORS applicable to the SERVICES.
CMMS	Computerized Maintenance Management System.
CMT	Metropolitan Transport Consortium, formed by intercity public transport companies by bus in the RMSP.
CNDT	Negative or Positive Certificate with Negative Effects of Labor Debts.
CNEP	National Registry of Punished Companies
CNIA	National Registry of Civil Convictions for Acts of Administrative Corruption and Ineligibility
CNPJ	National Register of Corporate Taxpayers.

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COFINS	Contribution to the Financing of Social Security.
BIDDING COMMITTEE	Committee responsible for receiving, examining, judging all bidding documents and conducting other procedures related to the COMPETITIVE BIDDING.
RETURN COMMITTEE	A committee formed by ARTESP, in the form of EXHIBIT III.G, composed of members of the GRANTING AUTHORITY, the CONCESSIONAIRE and, if any, the SUCCESSOR, to monitor the measures prior to the return or transfer of the CONCESSION ASSETS.
COEXISTENCE COMMITTEE	Committee composed of representatives of ARTESP and the CONCESSIONAIRE, responsible for the attributions established by Clause 11 of the AGREEMENT.
MANAGEMENT COMMITTEE	Committee composed of the representatives indicated in its EXHIBIT X, responsible for monitoring and inspecting the operation of the SINGLE TICKET REVENUE SYSTEM and the control of the revenue, and for establishing the rules for the distribution of the fare revenue.
METRO-RAIL COMMITTEE	Committee composed of representatives of CPTM, METRÔ, CONCESSIONAIRE and other concessionaires that have already started the commercial operation of the concession metro-rail line(s), responsible for determining and controlling the collection of the METRO-RAIL SYSTEM, with the SINGLE TICKET REVENUE SYSTEM.
MAINTENANCE COMPLEX	Complex for the maintenance of trains and railway vehicles, workshops, logistics materials and washer to meet all maintenance processes (including preventive and corrective) such as: bogies, wheel sets, engines among others. The complexes can house parking spaces, directing part of their structure as a patio.
CONAR	Brazilian Advertising Self-Regulation.
SPONSORED CONCESSION or CONCESSION or LOTE ALTO TIETÊ PPP	Legal relationship formed by the delegation of the activities object of the AGREEMENT, by the GRANTING AUTHORITY, through SPI, to the CONCESSIONAIRE, and with the supervision of ARTESP under the terms, deadlines and conditions established in the AGREEMENT and its EXHIBITS.
CONCESSIONAIRE	SPECIAL PURPOSE ENTITY, in the form of a corporation, constituted by the ADJUDICATEE, in accordance with the laws of the Federative Republic of Brazil, for the exclusive purpose of executing the object of the AGREEMENT.
CONCESSIONÁRIA TIC TRENS S.A. or TIC EIXO NORTE	CONCESSIONAIRE OF TIC EIXO NORTE, contemplating the SERVICES of the EXPRESS Train in the São Paulo – Campinas Connection, LINE 7-Ruby and TIM.
UNSATISFACTORY CONCLUSION	Milestone to be certified by the IMPLEMENTATION CERTIFIER or by the INDEPENDENT AUDITOR, as the case may be, which confirms that certain works, systems or equipment have not been completed or commissioned satisfactorily and/or that the non-conformities identified do not allow the

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	investment to be able to fulfill the intended functions and/or do not pose a risk to the safety of the asset or users.
FULL CONCLUSION	Milestone to be certified by ARTESP, with the support of the IMPLEMENTATION CERTIFIER or the INDEPENDENT AUDITOR, as the case may be, which confirms that certain works, systems or equipment are fully completed or commissioned, in accordance with the contractual requirements, with no non-conformities.
SUBSTANTIAL CONCLUSION	Milestone to be certified by ARTESP, with the support of the IMPLEMENTATION CERTIFIER or the INDEPENDENT AUDITOR, as the case may be, which confirms that certain works, systems or equipment are sufficiently completed or commissioned, in accordance with the contractual requirements, so that they can be available for use according to their intended functions and do not represent risks to the safety of the asset and users, even if there are non-conformities identified.
INTERNATIONAL COMPETITION	Bidding modality provided for in item XXXV of article 6 c/c article 52 of the BIDDING AND ADMINISTRATIVE AGREEMENTS LAW, elected for the COMPETITIVE BIDDING.
CONDEPHAAT	Defence Council of the Historical, Archaeological, Artistic and Tourism of the State of São Paulo.
CONDITIONS OF EFFECTIVENESS	Conditions necessary for the effectiveness of the AGREEMENT.
QUALIFICATION CONDITIONS	Documents and respective conditions observed and presented by the participants of the COMPETITIVE BIDDING, related to LEGAL QUALIFICATION, TAX AND LABOR REGULARITY, TECHNICAL QUALIFICATION and ECONOMIC-FINANCIAL QUALIFICATION, in the form of the PUBLIC NOTICE.
CONPRES	Municipal Council for the Preservation of the Historical, Cultural and Environmental Heritage of the City of São Paulo.
MANAGEMENT COUNCIL	A joint body composed of representatives of the Transport Operators, public or private, responsible for regulating, monitoring and inspecting the activities of the collection and ticketing system of the Metropolitan Transport, to be constituted in the hypothesis of item 8 of EXHIBIT X.
CONSEMA	State Environment Council.
CONSORTIUM	Association of companies, financial institutions, funds or entities with the purpose of participating in the COMPETITIVE BIDDING that must, if the winner of the bidding process, be constituted as a SPECIAL PURPOSE COMPANY, according to Brazilian laws.
PUBLIC CONSULTATION	Stage of the COMPETITIVE BIDDING carried out to disclose the draft PUBLIC NOTICE, the AGREEMENT and other EXHIBITS, as well as to receive suggestions from interested parties.
CONTRIBUTION ACCOUNT	Current account held by the GRANTING AUTHORITY, with restricted movement, which will receive the resources from the FINANCING OF THE CONTRIBUTION and regulated in EXHIBIT IX.

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CENTRALIZED ACCOUNT	Current account held by the CONCESSIONAIRE, with restricted movement, regulated in EXHIBIT IX of the AGREEMENT.
CONCESSIONAIRE'S FREE MOVEMENT ACCOUNT	Current account held by the CONCESSIONAIRE, to be freely operated, subject to the provisions of EXHIBIT IX.
CAR-KILOMETER CONSIDERATION ("CCKM")	It is the portion of the VARIABLE PECUNIARY CONSIDERATION that aims to remunerate the CONCESSIONAIRE with reference to the commercial kilometers traveled by it.
PECUNIARY CONSIDERATION	Monthly amount due by the GRANTING AUTHORITY to the CONCESSIONAIRE from the beginning of the COMMERCIAL OPERATION of the SERVICES, until the end of the CONCESSION TERM, pursuant to EXHIBIT IX.
GROSS PECUNIARY CONSIDERATION ("GPC")	It is the sum of the FIXED MONETARY CONSIDERATION 1 and 2 and the VARIABLE MONETARY CONSIDERATION, without the incidence of any discounts, under the terms of EXHIBIT IX.
FIXED PECUNIARY CONSIDERATION 1 ("FPC1")	Monthly amount paid by the GRANTING AUTHORITY to the CONCESSIONAIRE by means of fixed payments that will begin from the achievement of certain contractual milestones, pursuant to EXHIBIT IX.
FIXED PECUNIARY CONSIDERATION 2 ("FPC2")	Monthly amount paid by the GRANTING AUTHORITY to the CONCESSIONAIRE by means of fixed payments that will begin from the beginning of the COMMERCIAL OPERATION, pursuant to EXHIBIT IX.
MAXIMUM FIXED PECUNIARY CONSIDERATION	Maximum total amount, indicated in item 6 of the PUBLIC NOTICE PROTOCOL, as FIXED PECUNIARY CONSIDERATION 1 and 2.
VARIABLE PECUNIARY CONSIDERATION ("VPC")	Monthly amount paid by the GRANTING AUTHORITY to the CONCESSIONAIRE that aims to remunerate the administrative, operation and maintenance costs and expenses of the CONCESSION, among other applicable charges, under the terms of EXHIBIT IX.
GLOBAL MEDIA AGREEMENT	Agreement No. 829819806100 entered into between CPTM and ELETROMÍDIA for the concession of static and digital media located in trains and stations, including LINES, with a duration of 121 months.
AGREEMENT or CONCESSION AGREEMENT	The agreement that appears as a draft in EXHIBIT III of the PUBLIC NOTICE, which has as its subject matter the CONCESSION for the provision of SERVICES.
ESSENTIAL SERVICES AGREEMENTS	Agreements entered into by CPTM whose services will be assumed for the CONCESSIONAIRE, in the form of EXHIBIT III.B.
CONTROLLER	Person, natural or legal, or group of persons bound by voting agreement or under common control, who exercise CONTROL of the CONCESSIONAIRE, directly or indirectly, alone or jointly.
PERSONAL DATA CONTROLLER	Natural or legal person, under public or private law, who is responsible for decisions regarding the PROCESSING OF PERSONAL DATA, pursuant to Federal Law No. 13,709/2018 and the governing state legislation.

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CONTROL	Subject to the terms of article 116 of Federal Law No. 6,404/76, it means the ownership of rights to: a) hold the majority of votes in corporate resolutions and the power to elect the majority of the administrators or managers of another person, investment fund or supplementary pension entity, as the case may be; and (b) effectively use its power to direct the corporate activities and guide the operation or managers of another person, investment fund or supplementary pension entity.
CONTRU	Coordination of Control and Use of Real Estate of the Municipal Secretariat of Urbanism and Licensing of the Municipality of São Paulo.
OPERATIONAL AND CHARGE INTEGRATION AGREEMENT	Agreement signed between SPtrans, METRÔ, CPTM, and concessionaires of the METRO-RAIL SYSTEM, which governs the SINGLE TICKET REVENUE SYSTEM.
MRS-CPTM AGREEMENT	Agreement entered into between MRS and CPTM, contained in EXHIBIT XI.
COPESE	Permanent Security Commission
CPF	Individual Taxpayer Identification Number.
CPP	Companhia Paulista de Parcerias.
CPTM	Companhia Paulista de Trens Metropolitanos, a mixed-capital company, whose institution was authorized by State Law No. 7,681/1992.
ACCREDITATION	Act that takes place in the PUBLIC SESSION FOR DELIVERY OF ENVELOPES which aims to present identification and registration documents of the BIDDER's legal representative, i.e., the ACCREDITED REPRESENTATIVE.
IMPLEMENTATION SCHEDULE	Initial general schedule that is part of the EXECUTION PROGRAM, to be prepared by the CONCESSIONAIRE, containing: (i) each of the VENTURES indicated in EXHIBITS II.A, II.B, II.C, II.F and II.H; (ii) deadlines for the execution of all activities necessary for the execution of the VENTURES, observing the sequence of the execution of the works, in relation to the interdependencies with future activities of the AGREEMENT; and (iii) expected start and end dates of each activity, to allow the verification and certification of compliance with the obligations, respecting the limit of the time frames in EXHIBIT VIII.
PAYMENT OF CAPITAL SCHEDULE	Schedule provided for in Clause 34.3.2 of the AGREEMENT.
PHYSICAL-EXECUTIVE SCHEDULE	It is a specification of the IMPLEMENTATION SCHEDULE. During the PRE-OPERATIONAL PHASE, the CONCESSIONAIRE shall present a PHYSICAL-EXECUTIVE SCHEDULE for each VENTURE, considering: (i) the time frames for the execution of the VENTURES, observing the INTERVENTIONS indicated in EXHIBIT II.D, including deadlines for the execution of the activities necessary to express the logical sequence of all stages, with interdependence of future activities and expected dates for the start and end of each preceding and preceding activity, in order to allow the

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	verification and certification of compliance with the obligations, respecting the limits set out in EXHIBIT VIII; (ii) the result of any movement in the deadlines for the execution of the INVESTMENT PACKAGES; and (iii) the result of any revisions and adjustments, when so admitted in the AGREEMENT and in the EXHIBITS.
CSAA	Sectionalizing Switchgear Artur Alvim.
CSEG	Sectionalizing Switchgear Engenheiro Goulart.
CSET	Sectionalizing Switchgear Estudantes.
CSJP	Sectionalizing Switchgear Jundiapéba.
CSMT	Sectionalizing Switchgear Vila Matilde.
CTBC	Communications-Based Train Control
CVM	Securities and Exchange Commission of Brazil, created by Federal Law No. 6,385/1976.
PERSONAL DATA	Information related to an identified or identifiable natural person.
DAEE	Department of Water and Electric Energy of the State of São Paulo.
BASE DATE	April/2024 is considered as the base date for the amounts expressed in the PUBLIC NOTICE, in the AGREEMENT and in its EXHIBITS.
DATE OF SIGNATURE OF THE AGREEMENT or DATE OF SIGNATURE	Date of signature of the AGREEMENT, that is, [•].
EFFECTIVE DATE	Start date of the CONCESSION TERM.
DATA ROOM	Electronic address, on the http://www7.idealsvdr.com/v3/Mobilidade_Urbana_de_Sao_Paulo_f8m9o/#/dashboard website, where interested parties can obtain the PUBLIC NOTICE and its EXHIBITS, as well as other information regarding the COMPETITIVE BIDDING.
DD	Board Decision.
CERTIFICATE OF VENTURE COMPLETION	Statement to be issued by the IMPLEMENTATION CERTIFIER or by the INDEPENDENT AUDITOR, depending on the case, attesting to the conclusion of the VENTURE by the CONCESSIONAIRE.
PUBLIC UTILITY DECLARATION or PUD	Decree issued by the Head of the Executive Branch of the State of São Paulo declaring the public utility of the necessary areas for the implementation of VENTURE subject matter of this CONCESSION, for the purposes of expropriation and/or administrative easement.
DeFau	Wildlife Department.
DER	Highways Department of the State of São Paulo.
PERFORMANCE DISCOUNT	Amount to be deducted from the VARIABLE PECUNIARY CONSIDERATION as a result of the evaluation of the CONCESSIONAIRE's performance in complying with the SUBJECT MATTER of the AGREEMENT, pursuant to EXHIBIT IX.
DET	Total Electroacoustic Distortion.

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DG	General Distributor for Metallic Cables.
CHAIRMAN OF THE SESSION	Representative of B3 that will conduct the PUBLIC SESSION for the opening and judgment of the PRICE PROPOSALS, on behalf of the BIDDING COMMITTEE, according to the dictates of the PUBLIC NOTICE.
DN	Natural Drainage Interference.
DNIT	National Department of Transport Infrastructure.
DO	General Distributor for Optical Cables.
QUALIFICATION DOCUMENTS	Documents required from the BIDDER during the COMPETITIVE BIDDING, related to LEGAL QUALIFICATION, TAX AND LABOR REGULARITY, TECHNICAL QUALIFICATION and ECONOMIC AND FINANCIAL QUALIFICATION, as defined in the PUBLIC NOTICE.
DOE/SP	State of São Paulo Official Journal.
GIB	Granting and Inspection Procedures Board.
SES	Simplified Environmental Study.
PUBLIC NOTICE or NOTICE	The INTERNATIONAL COMPETITION Notice No. 02/2024 and all its EXHIBITS.
EIA	Environmental Impact Assessment.
EIV	Neighborhood Impact Study.
ELETROMÍDIA	Eletromídia S.A., a company who entered into the GLOBAL MEDIA AGREEMENT with CPTM.
VENTURE	Investment actions under the responsibility of the CONCESSIONAIRE, including civil works (construction, reconstruction, expansion, renovation and relocation), implementation of SYSTEMS and infrastructure, acquisition of ROLLING STOCK and equipment, listed in EXHIBIT II.A, EXHIBIT II.B, EXHIBIT II.C and EXHIBIT II.F of the AGREEMENT, with the aim of promoting the implementation, requalification, expansion, adaptation and modernization of the SERVICES infrastructure. It comprises both WORK-VENTURE and SYSTEMS AND ROLLING STOCK VENTURES.
WORK-VENTURE	Investment actions under the responsibility of the CONCESSIONAIRE, including civil works (construction, reconstruction, expansion, renovation and relocation), implementation of infrastructure and equipment, as provided for in EXHIBIT II.A and EXHIBIT II.B.
SYSTEMS AND ROLLING STOCK VENTURES	Investment actions under the responsibility of the CONCESSIONAIRE, including the implementation of SYSTEMS and acquisition of ROLLING STOCK, as provided for in EXHIBIT II.C and EXHIBIT II.F.
EMTU/SP	Empresa Metropolitana de Transportes Urbanos de São Paulo, manager of intercity bus transport in the RMSP.
ES	Europeia Standard.
TRANSFERABLE CHARGES	INTERVENTIONS under the responsibility of the GRANTING AUTHORITY that may be transferred to the CONCESSIONAIRE by means of its request or unilateral decision of the GRANTING AUTHORITY, under the terms of the AGREEMENT.

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INCUMBENT	Person appointed by the PERSONAL DATA CONTROLLER and the PERSONAL DATA OPERATOR to act as a communication channel between the PERSONAL DATA CONTROLLER, the PERSONAL DATA HOLDERS and the Autoridade Nacional de Proteção de Dados (ANPD).
ENVELOPE	Opaque, sealed, inviolable and initialled wrapper at the closing, which, depending on its specification, which may be A, B, C or D, contains, respectively, the documents of ACCREDITATION, BID GUARANTEE, PRICE PROPOSAL and the QUALIFICATION DOCUMENTS of the BIDDERS.
ER	Erosive process.
ERA	European Railway Agency.
ERB	Base Radio Station.
ERM	Environmental Resources Management.
ERTMS	European Railway Traffic Management System.
AGST or AGN	Antonio Gianetti Neto Station.
BRST or BAS	Brás Station.
CIST or ITQ	Corinthians-Itaquera Station.
CVST or CVN	Calmon Viana Station.
DBST or BOD	Dom Bosco Station.
EGST or EGO	Engenheiro Goulart Station.
EMST or ERM	Comendador Ermelino Matarazzo Station.
ETST or EST	Estudantes Station.
FVST or FVC	Ferraz de Vasconcelos Station.
GCST or ECM	Guarulhos-CECAP Station.
GSST or GUA	Guaianases Station.
ESIA	Environmental and Social Assessment, to be prepared by the CONCESSIONAIRE in accordance with EXHIBIT IV.A, and submitted to the INDEPENDENT AUDITOR for APPROVAL.
IPST or ITI	Itaim Paulista Station.
ITST or IQC	Itaquaquecetuba Station.
JHST or JHE	Jardim Helena-Vila Mara Station.
JPST or JPB	Jundiapéba Station.
JRST or JRO	Jardim Romano Station.
LZST or LIGHT	Luz Station.
MCST or MOC	Mogi das Cruzes Station.
MFST or EMF	Engenheiro Manoel Feio Station.
POST or POA	Poá Station.
SMST or SMP	São Miguel Paulista Station.
SZST or SUZ	Suzano Station.
EST	Availability of Equipment at the Stations. This is a PERFORMANCE INDICATOR that aims to assess the availability of the equipment installed in the stations, as well as the minimum standards of operation.
STATE OF SÃO PAULO	State of São Paulo, territorial and administrative unit of the Federative

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or STATE	Republic of Brazil.
RAILWAY YARD	Long piece welded rail yards are structures for storing, welding and laying this type of rail, resulting in fewer joints along the track and offering advantages in terms of laying the pieces and stability.
TPST or TAT	Tatuapé Station.
FEASIBILITY STUDY	Studies produced by entities hired by the GRANTING AUTHORITY to assess the technical, operational, legal and economic-financial feasibility of the CONCESSION, which served as the basis for the CONCESSION model and the AGREEMENT and the PUBLIC NOTICE, but are not binding on the PROPOSALS to be presented by the BIDDERS.
USST or USL	USP-Leste Station.
ASSISTED OPERATION STAGE	Stage that begins with the COMMERCIAL OPERATION PHASE of the CONCESSION, in which the CONCESSIONAIRE assumes the COMMERCIAL OPERATION, being assisted by CPTM, under the terms of EXHIBIT III.B.
FULL COMMERCIAL OPERATION STAGE	Stage that begins with the conclusion of the ASSISTED OPERATION STAGE, in which the CONCESSIONAIRE assumes the COMMERCIAL OPERATION, without any assistance from CPTM, under the terms of EXHIBIT III.B.
ETCS	European Train Control System.
IMBALANCE EVENT	Event, act or fact that triggers the economic and financial imbalance of the AGREEMENT and that gives rise to the restoration of its economic and financial balance, corresponding to the economic and financial impact effectively borne by the CONCESSIONAIRE or the GRANTING AUTHORITY.
INSURABLE EVENT	Event covered by the insurance offered in Brazil, at the time of its occurrence, for at least two (2) years and by at least two (2) insurers.
TOURIST EXPRESS	Passenger train operated by CPTM or by a public services delegate company, which operates between Luz station and Mogi das Cruzes for tourism purposes and not as an urban mobility solution, whose characteristics are described in the EXHIBIT. III.C.
OPERATING RANGE	Portion of land of variable width in which the railroads and other facilities necessary for the operation of the SERVICES are located, such as: stations, MAINTENANCE COMPLEXES, MAINTENANCE BASES, PARKING LOTS, substations and other structures, including the additions necessary for the expansion of the LINES.
COMMERCIAL OPERATION PHASE	Period of the CONCESSION in which the CONCESSIONAIRE is responsible for the COMMERCIAL OPERATION of the SERVICES. It begins with the signing of the TERM OF DELIVERY OF EXISTING INFRASTRUCTURE and ends with the issuance of the OPERATION CLOSURE TERM, as detailed in EXHIBIT III.B of the AGREEMENT. It is divided into the ASSISTED OPERATION STAGE and the FULL COMMERCIAL OPERATION STAGE.
PRE-OPERATIONAL PHASE	Preparatory period, in which the CONCESSIONAIRE is qualified to operate the SERVICES, as detailed in EXHIBIT III.B of the AGREEMENT. The PRE-OPERATIONAL PHASE has an estimated duration of 12 (twelve) months, starting on the EFFECTIVE DATE and ending with the signing of the TERM

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	OF DELIVERY OF EXISTING INFRASTRUCTURE, after the fulfillment of the obligations set forth in EXHIBIT III.B and EXHIBIT III.F.
FACTUM PRINCIPIS	Supervening and unforeseen measure, taken by the PUBLIC ADMINISTRATION, and which has no direct relationship with the AGREEMENT, but which, producing effects on it, demonstrably modifies the conditions of the performance of the contract, impacting the economic and financial balance of the AGREEMENT.
FCA	Activity Characterization Form.
FGTS	Service Guarantee Fund, regulated by Federal Law No. 8,036/1990.
FGV	Fundação Getúlio Vargas.
PERFORMANCE INDICATOR SHEETS	Provided information in EXHIBIT III.D for each PERFORMANCE INDICATOR with the technical details of the form and frequency of its calculation.
LENDERS	Commercial banks, development banks, multilateral agencies, export credit agencies, trustees, fund administrators, or other entities that provide financing to the CONCESSIONAIRE or represent the creditors in such financing.
LONG-TERM FINANCING	The operation hired by the CONCESSIONAIRE, as a debtor, to obtain funds from third parties for the execution of its contractual obligations, whose obligations to pay the principal amount of the debt have an average maturity of more than five (5) years.
FINANCING OF THE CONTRIBUTION	Credit operation to be carried out by the GRANTING AUTHORITY with the financial institution to obtain funds for the CONTRIBUTION.
FIPE	Institute of Economic Research Foundation.
MARGINAL CASH FLOW	Methodology chosen by Clause 25.3.2 of the AGREEMENT to restore the economic and financial balance of the AGREEMENT when certain types of IMBALANCE EVENTS occur.
FMEA	Failure Mode and Effects Analysis.
FMECA	Critical Analysis of the Effects of Failure Modes.
FUSSP	Social Fund of São Paulo.
PERFORMANCE GUARANTEE or PERFORMANCE GUARANTEE AGREEMENT	Guarantee of the faithful fulfillment of the CONCESSIONAIRE's obligations provided for in the AGREEMENT, to be provided and maintained by the CONCESSIONAIRE, in favor of the GRANTING AUTHORITY, in the amounts and under the terms defined in Clause 55 of the AGREEMENT.
BID GUARANTEE	Guarantee of faithful compliance with the proposal to be presented by the BIDDERS, under the terms of the PUBLIC NOTICE.
MULTILATERAL GUARANTEE	Warranty that may be constituted at the sole discretion and on an optional basis by the CONCESSIONAIRE, under the terms of Clause 53 of the AGREEMENT.
ADDITIONAL GUARANTEES	Guarantees that may be constituted by the GRANTING AUTHORITY, with the help of the CPP, to ensure the due fulfillment of the financial obligations assumed by it in the AGREEMENT, notably the CONTRIBUTION

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	and the PECUNIARY CONSIDERATION, as regulated in Clause 53 of the AGREEMENT.
GEE	Greenhouse Gases.
GPS	Global Positioning System.
BUSSINESS GROUP	The BUSSINESS GROUP of the BIDDER or CONCESSIONAIRE is composed of affiliated, controlled or simple participation companies, pursuant to articles 1,097 et seq. of the Civil Code and article 243, paragraphs 1 and 2, of Federal Law No. 6,404/76. Companies or investment funds that have officers, administrators, except board members, managers or shareholders (with more than 10% (ten percent) of interest) or common legal representatives, as well as those that depend economically or financially on another company or investment fund, are also considered as BUSSINESS GROUPS. Companies or investment funds subject to the same global structure, including global knowledge sharing, governance and corporate policy, are also classified as BUSSINESS GROUP.
GSM-R	Global System for Mobile Communication – Railway.
LEGAL QUALIFICATION	Required documentation to prove the presence of the legal conditions for contracting with the GRANTING AUTHORITY, established in the PUBLIC NOTICE.
ISP	Passenger Claims Index. It is a PERFORMANCE INDICATOR that aims to monitor the level of operational safety taking into account sudden, unwanted or intentional occurrences.
IBGE	Brazilian Institute of Geography and Statistics.
ICMS	Tax on Transactions related to the Circulation of Goods and on the Provision of Interstate and Intermunicipal Transport and Communication Services.
ICPC	Interpretation of the Accounting Pronouncements Committee.
IEC	International Electrotechnical Commission.
IFC	International Finance Corporation.
OSI	Overall User Satisfaction Index
HMI	Human Machine Interface.
INCC	National Construction Cost Index
INTEGRITY FAILURE INCIDENT	Conviction of the CONCESSIONAIRE or any of its officers, administrators or managers, in this capacity, in an administrative proceeding to determine liability, pursuant to Federal Law No. 12,846/2013 (Anti-Corruption Law), Federal Decree No. 11,129/2022 and/or State Decree No. 67,301/2022; or the acceptance, for more than thirty (30) days, of (i) criminal complaint for the practice of the conducts typified in arts. 332, 333, 337-F or in articles 337-H to 337-L, all of the Penal Code (Decree-Law 2,848/1940); or (ii) public civil action filed under the terms of articles 9 and 10 of Federal Law No. 8,429/1992, when accompanied by evidence of authorship, materiality and minimum evidentiary weight of the

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	conducts that gave rise to such proceedings, without the continuation of such actions having been prevented by a final or precautionary judicial decision. For the purposes of this definition, only procedures in which the injured party is the PUBLIC ADMINISTRATION, Direct or Indirect, of the State of São Paulo will be considered.
QUALITY OF SERVICE INDICATOR or QSI	Quality of Service Provided Indicator, which consists of a parameter for evaluating the quality of the operating services provided by the CONCESSIONAIRE, determined as provided for in EXHIBIT III.D of the AGREEMENT.
PERFORMANCE INDICATORS	Set of parameters measuring the quality of the SERVICES provided by the CONCESSIONAIRE, used to determine the QSI, as detailed in Clause 19 of the AGREEMENT and in its EXHIBIT III.D.
BENCHMARK PERFORMANCE INDICATORS	Indicators composed of the PERFORMANCE INDICATORS, established during the First Monitoring Phase of Exhibit III.D, based on the data measured from the CPTM operation, and which will constitute a minimum performance target for the CONCESSIONAIRE's operation during the beginning of the COMMERCIAL OPERATION, in the form of EXHIBIT III.D.
INDEX	National Index of Price to the Ample Consumer, calculated by the Brazilian Institute of Geography and Statistics (IPCA/IBGE).
INFRASTRUCTURE TO BE BUILT	It is the set of VENTURE and INTERVENTIONS. Refers to the infrastructure to be implemented and built by the CONCESSIONAIRE, as well as to that to be implemented and built, indirectly, by the GRANTING AUTHORITY.
MAINTENANCE INFRASTRUCTURE	Railway installations used in the maintenance and operation of railway systems, such as: parking lots and train washers, ROLLING STOCK maintenance complexes, FIXED SYSTEMS maintenance bases, rail welding workshop, warehouses, among others.
EXISTING INFRASTRUCTURE	All the infrastructure made available by the GRANTING AUTHORITY to the CONCESSIONAIRE during the PRE-OPERATIONAL PHASE, contained in the CONCESSION AREA, contained in EXHIBIT I of the AGREEMENT, such as territory, roads, stations, buildings, installations, systems, ROLLING STOCK, equipment, machines, components and spare parts, which will be used, together with the INFRASTRUCTURE TO BE BUILT, which is duly completed and incorporated into the CONCESSION AREA after the CERTIFICATION or APPROVAL rite and no objection.
EMBEDDED INFRASTRUCTURE	Infrastructure, distinct from INTERVENTIONS and VENTURES, as well as ADDITIONAL INVESTMENTS and CONTINGENT INVESTMENTS, resulting from investments in the CONCESSION AREA, carried out by the GRANTING AUTHORITY throughout the CONCESSION TERM, directly or indirectly, or by INTERESTED THIRD PARTIES, that enable the expansion or improvement in the operation of the SERVICES, or generate benefits for the USERS.
INMETRO	National Institute of Metrology, Quality and Technology.

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INSS	National Institute of Social Security.
OPERATIONAL FACILITIES	Railway installations used in the operation of railway systems such as: passenger stations, OCC, among others.
FINANCIAL INSTITUTION	Any institution authorized by the Central Bank of Brazil or similar body, in the case of a foreign institution, whose main or ancillary activity is the collection, intermediation or application of its own or third parties financial resources, in national or foreign currency, as well as the custody of the value of third parties property.
GUARANTOR INSTITUTION	FINANCIAL INSTITUTION that will be part of the MULTILATERAL GUARANTEE to be constituted by the GRANTING AUTHORITY, being responsible for issuing a letter of credit or other type of financing, as provided for in Clause 53 of the AGREEMENT.
INTERFERENCE	Aerial, surface or underground installations, of public or private utilities, as well as urban or rural infrastructure, which may interfere or suffer interference, direct or indirect, with the activities under the responsibility of the CONCESSIONAIRE.
INTERVENTIONS	These are civil works, equipment and systems in railway stations and infrastructures whose implementation is the responsibility of the GRANTING AUTHORITY, as defined in EXHIBIT II.D that, on the SIGNATURE DATE, are not yet completed.
INVENTORY	List of CONCESSION ASSETS, to be maintained and updated by the CONCESSIONAIRE during the CONCESSION TERM.
ADDITIONAL INVESTMENTS	Investments made by the CONCESSIONAIRE and deemed necessary for the alteration or expansion of the SERVICES and consequent modernization, improvement and expansion of equipment and facilities, including when necessary to ensure continuity, functionality, quality and safety, as provided for in article 23, item V, of the CONCESSION LAW, which are related to the very nature of the AGREEMENT, when they do not qualify as VENTURES that, by virtue of the AGREEMENT or its EXHIBITS, are the responsibility or risk of the CONCESSIONAIRE.
CONTINGENT INVESTMENTS	The investments specified in Clause 31.7 of the AGREEMENT, the realization of which is not linked to the PHYSICAL-EXECUTIVE SCHEDULES, whose inclusion in the AGREEMENT constitutes an IMBALANCE EVENT.
ALLOWED INVESTMENTS	Investments whose hiring is allowed, for the purpose of compensation of the funds deposited in the CENTRALIZED ACCOUNT, under the terms of EXHIBIT IX.
SHORT-TERM PRIORITY INVESTMENTS	Short-term investment actions under the responsibility of the CONCESSIONAIRE that are of great relevance for the safety and continuity of the provision of SERVICES, which may include renovation of stations, revision of ROLLING STOCK, requalification of lines and systems, among other activities specified in EXHIBIT III.B.
IP	Protection Index.

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IPC/FIPE	Consumer Price Index of the Municipality of São Paulo, measured by the Institute of Economic Research Foundation.
IPCA	National Index of Price to the Ample Consumer, calculated by IBGE.
IPHAN	National Historical and Artistic Heritage Institute.
IPTU	Urban Property and Land Tax, a municipal tax levied on the ownership of real estate in an urban area.
ISF	Railway Service Instruction.
ISO	International Standard Organization.
ISSQN or ISS	Brazilian Service Tax, a municipal tax provided for in Complementary Law No. 116/2003.
ITP	Weighted Trains Interval. It is a PERFORMANCE INDICATOR that aims to measure the regularity and frequency of trains on the platforms (headway) by station, considering the specificities of each SERVICE.
IVM	Microprocessed Vital Interlock.
JUCESP	Commercial Registry of the State of São Paulo.
KPI	Key Performance Indicators.
WASHER	Yard with electrified or non-electrified railways, intended for washing trains and/or auxiliary vehicles.
LDAP	Lightweight Directory Access Protocol.
ED	Effluent Discharge.
CONCESSION LAW	Federal Law No. 8,987/1995, and respective amendments and regulations.
PPP LAW	Federal Law No. 11,079/2004, and respective amendments and regulations.
BUSINESS CORPORATION ACT	Federal Law No. 6,404/76 and respective amendments and regulations.
LAW ON ENVIRONMENTAL CRIMES	Federal Law No. 9,605/98 and its amendments and regulations.
BIDDING AND ADMINISTRATIVE AGREEMENTS LAW	Federal Law No. 14,133/2021, and respective amendments and regulations.
LGPD	Brazilian General Data Protection Law (Federal Law No. 13,709/2018).
LI	Installation Permit.
ENVIRONMENTAL LICENSES	These are the environmental licenses necessary for the execution of the subject matter of the AGREEMENT, as provided for in Clause 50 of the AGREEMENT, in its EXHIBIT IV.A and in its EXHIBIT IV.B, which must be obtained by the CONCESSIONAIRE, even if through the application for joint environmental licensing with third parties, or which are transferred by the GRANTING AUTHORITY.
COMPETITIVE BIDDING or BIDDING	Administrative procedure embodied in INTERNATIONAL COMPETITION No. 02/2024, for the selection of the CONCESSIONAIRE that will operate

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	the CONCESSION.
BIDDER	Brazilian or foreign company, investment fund and/or entity that, alone or together in a consortium, participates in the BIDDING.
WINNING BIDDER	BIDDER declared winner of the BID, for having submitted the best classified PROPOSAL and met all the conditions of the PUBLIC NOTICE, to which the agreement of the BIDDING was awarded.
LINE 11	Infrastructure dedicated to the intercity passenger railway transportation service, integrated with the METRO-RAIL SYSTEM, connecting Luz to Estudantes stations, with stops at Brás, Tatuapé, Corinthians-Itaquera, Dom Bosco, José Bonifácio, Guaianases, Antônio Gianetti Neto, Ferraz de Vasconcelos, Poá, Calmon Viana, Suzano, Jundiapéba, Braz Cubas and Mogi das Cruzes stations. In the future, it will connect the Palmeiras-Barra Funda station to the Cezar de Souza station, and will have the new Bom Retiro, Penha, Lajeado, and Cezar de Souza stations, as detailed in EXHIBITS I, II and III of the AGREEMENT.
LINE 12	Infrastructure dedicated to the intercity passenger railway transportation service, integrated with the METRO-RAILWAY SYSTEM, connecting the Brás station to the Calmon Viana station, with stops at the Tatuapé, Engenheiro Goulart, USP Leste, Comendador Ermelino, São Miguel Paulista, Jardim Helena-Vila Mara, Itaim Paulista, Jardim Romano, Engenheiro Manoel Feio, Itaquaquecetuba and Aracaré stations. In the future, it will connect Brás station to Suzano station, and will have the new Gabriela Mistral and Cangaíba stations, as detailed in EXHIBITS I, II and III of the AGREEMENT.
LINE 13	Infrastructure dedicated to the intercity passenger railway transportation service, integrated with the METRO-RAIL SYSTEM, connecting the Engenheiro Goulart station to the Airport-Guarulhos station, with a stop at the Guarulhos-Cecap station. In the future, it will connect the Gabriela Mistral station to the Bonsucesso station, with a stop at the new Cangaíba, Jardim dos Eucaliptos, São João and Jardim Presidente Dutra stations, as detailed in EXHIBITES I, II and III of the AGREEMENT.
LINES	LINE 11, LINE 12 and LINE 13, together.
LO	Operating License.
LOA	Annual Budget Law.
LP	Prior License.
B3 PROCEDURES MANUAL	Document prepared by B3, containing guidelines, rules and document models for the procedures for providing BID GUARANTEE, operational procedures, as well as all other procedures related to the bidding procedure.
ROLLING STOCK	Trains, in the characteristics and quantities expressed in EXHIBIT II.F of the AGREEMENT.
MCBF	Mean Cycle Between Failures.
MDPG	Pre-recorded digital message.

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METRÔ	Companhia do Metropolitano de São Paulo S.A., a government controlled company, whose institution was authorized by Municipal Law No. 6,988/1966, of the Municipality of São Paulo, and whose control was acquired by the STATE in 1978.
MF	Ministry of Finance.
MKBF	Mean Kilometer Between Failures.
MP	Inadequate Deposit of Hazardous Materials.
MPE	Multiphase Extraction.
MRO	Rolling Stock Reliability Indicator. It is a PERFORMANCE INDICATOR with the purpose of monitoring the reliability of the ROLLING STOCK. It is divided between MRO1 and MRO2.
MRS	MRS Logística S/A, federal concessionaire of rail freight transport of the Southeast Network.
MTBF	Mean Time Between Failures.
MTE	Ministry of Labor.
MTTR	Mean Time to Restore/Recovery.
CONCESSIONAIRE MULTIPLIERS or MULTIPLIERS	Persons appointed by the CONCESSIONAIRE, linked to it and/or to the SUBCONTRACTED OPERATOR, who will be trained, in the PRE-OPERATIONAL PHASE, with the transfer of CPTM's knowledge regarding operation and maintenance activities, and who will be responsible for the training of the rest of the CONCESSIONAIRE's technical staff and/or the SUBCONTRACTED OPERATOR to be mobilized for this purpose, under the terms of EXHIBIT III.B.
NBR	Brazilian Standard.
PUBLIC DEALS	Potential assets or additional revenue generation sources, identified by the GRANTING AUTHORITY or the CONCESSIONAIRE, which may be explored through any legal arrangements compatible with the relevant legislation, including contractual or corporate structures and corporate law and/or stock market tools, whose proposition includes the joint participation between the CONCESSIONAIRE and the GRANTING AUTHORITY, and that it provides clear rules on the form of action and responsibilities of public and private actors, in addition to the sharing of the risks involved and estimated revenues, under the terms of EXHIBIT XII.
NFPA	National Fire Protection Association.
NM	Mercosur Standard.
CONTRIBUTION NOTIFICATION	Notification to be issued by ARTESP or by the CONCESSIONAIRE to request the payment of the CONTRIBUTION installments, under the terms of EXHIBIT IX.
COMPLETION NOTIFICATION	Notification to be issued by the CONCESSIONAIRE to communicate the conclusion of a certain INVESTMENT PACKAGE, under the terms of EXHIBIT IX.
SUPERVISION	Notification to be issued by the IMPLEMENTATION CERTIFIER or by the

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NOTIFICATION	INDEPENDENT AUDITOR, as the case may be, to attest to the SUBSTANTIAL CONCLUSION, the FULL CONCLUSION, or the UNSATISFACTORY CONCLUSION of a given INVESTMENT PACKAGE, under the terms of EXHIBIT IX.
PAYMENT NOTIFICATION	Monthly notification to be issued by ARTESP to authorize the payment of amounts as MEASY CONSIDERATION, under the terms of EXHIBIT IX.
SPL	Sound Pressure Level.
NR	Regulatory Standard.
NTN-B	National Treasury Notes – Series B, bond with profitability linked to the variation of the IPCA, plus interest defined at the time of purchase.
NTSC	National Television System Committee
IO	Informal Occupation in the Operational Range.
WHO	World Health Organization.
BURDEN OF OVERSIGHT	Percentage of the monthly GROSS PECUNIARY CONSIDERATION earned by the CONCESSIONAIRE, to be paid monthly, from the beginning of the COMMERCIAL OPERATION, under the terms of the AGREEMENT and EXHIBIT IX, to ARTESP.
COMMERCIAL OPERATION	Operation of the averaLINES in which the CONCESSIONAIRE is responsible for the provision of the SERVICES, starting to receive the PECUNIARY CONSIDERATION, under the terms of EXHIBIT IX.
NORMAL OPERATION	Concept defined in EXHIBIT III.D, defined as the operational status of passenger rail operations in which all activities take place in accordance with the pre-established conditions for efficiency, safety and comfort.
SUBCONTRACTED OPERATOR	Company hired by the CONCESSIONAIRE, holder of the technical attestation required in the PUBLIC NOTICE, to exercise the technical supervision of the operation, or even the operation itself, without any prejudice to the full responsibility of the CONCESSIONAIRE for the provision of the SERVICES, pursuant to article 25, paragraph 1, of the CONCESSION LAW.
PERSONAL DATA OPERATOR	Natural or legal person, under public or private law, who performs the PROCESSING OF PERSONAL DATA on behalf of the PERSONAL DATA CONTROLLER.
OPEX	Operational Expenditure.
OT	Other.
OTHER CONCESSIONAIRES	Passenger and freight rail transport companies that operate on CPTM's current rail network and/or use maintenance and/or operation infrastructures shared with CPTM.
PAB	Lock Power Panel.
PAC	Battery Charger Power Panel.
INVESTMENT PACKAGE	Set of investments listed in EXHIBIT IX.A whose SUBSTANTIAL CONCLUSION or FULL CONCLUSION certification produced by the IMPLEMENTATION CERTIFIER or by the INDEPENDENT AUDITOR, as the

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	case may be, will lead to the right to receive the respective portion of the FIXED PECUNIARY CONSIDERATION.
PERFORMANCE STANDARDS or PS	IFC Social and Environmental Sustainability Performance Standards of January 1, 2012, available at http://www.ifc.org/performancestandards and accompanying Guidance Notes.
PAESE	Assistance Plan between Companies in Emergency Situations, operational cooperation agreement signed between transport companies.
PAH	Polycyclic Aromatic Hydrocarbons.
PARTIES	GRANTING AUTHORITY and CONCESSIONAIRE.
RELATED PARTIES	Any individual or legal entity that is part of the ECONOMIC GROUP of the CONCESSIONAIRE, as well as those considered so by the accounting standards in force, not including, in any case, the SUBCONTRACTED OPERATOR.
ACCREDITED PARTICIPANT	Brokerage company authorized by the Central Bank of Brazil and the Securities and Exchange Commission of Brazil, duly authorized to operate at B3 (Brasil, Bolsa, Balcão), which, at the discretion of the BIDDER(S), may be hired to represent it in all acts related to the BIDDING with B3 (Brasil, Bolsa, Balcão), according to the B3 PROCEDURES MANUAL.
PASSENGER	Natural person beneficiary of the public rail transport service.
FREE PASSENGER	PASSENGER who is benefited, by current rule or act of the PUBLIC ADMINISTRATION, by exemption from PUBLIC FARE payment, for access to the METRO-RAIL SYSTEM.
PAYING PASSENGER	PASSENGER who effectively pays the PUBLIC FARE, in full or with a fare reduction, for access to the METRO-RAIL SYSTEM.
TRANSPORTED PASSENGERS	The sum of the total PAYING PASSENGERS, FREE PASSENGERS and TRANSFERS, who actually use the SERVICES.
ENVIRONMENTAL LIABILITY or ENVIRONMENTAL LIABILITIES	Set of environmental non-compliance in the CONCESSION AREA, in relation to the environmental legislation or licensing to which they are obliged.
PARKING LOTS	Area with electrified or non-electrified railways, intended for the parking of trains and/or auxiliary vehicles.
PBA	Basic Environmental Project.
PCB	Polychlorinated biphenyls.
PCL	Local Checkpoint.
PEMC	State Policy on Climate Change, instituted by Law No. 13,798, of 11/09/2009.
PEAK PERIOD	Period defined as the hours corresponding to the 240 (two hundred and forty) consecutive minutes with the highest demand in the morning on weekdays and 240 (two hundred and forty) consecutive minutes with the highest demand in the afternoon on weekdays, during which the maximum capacity provided for in EXHIBIT III.A will be admitted. The

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	PEAK PERIODS will have their start and end time measured monthly, within 10 (ten) days after the first day of each month calendar, based on the loading demand of the previous month.
VALLEY PERIOD	Times not covered by PEAK PERIODS.
PESS	Essential Panel.
PIS	Social Integration Program Contribution.
PITU RMSP 2025	Integrated Plan for Urban Transport of the Metropolitan Region of São Paulo.
PL	Light Panel.
COMMERCIAL PLAN OF ANCILLARY REVENUES	Document to be presented by the CONCESSIONAIRE within the period stipulated in Clause 7 of the AGREEMENT, and, thereafter, updated every six months, in which the CONCESSIONAIRE will present the projects for the exploitation of all ANCILLARY REVENUES envisaged by it, under the terms of EXHIBIT XII.
EMERGENCY ACTION PLAN	Document to be prepared by the CONCESSIONAIRE and presented within the period established in Clause 7 of the AGREEMENT, under the terms of EXHIBIT IV.A.
ROLLING STOCK ACQUISITION PLAN	Document that is part of the INVESTMENT PLAN, to be prepared by the CONCESSIONAIRE, which will contain technical specifications, detailed schedule for the acquisition of ROLLING STOCK, covering all stages of design, manufacture, testing and availability for operation, under the terms of EXHIBIT II.F.
PASSENGER SERVICE PLAN	Document that is part of the OPERATING PLANS, to be prepared by the CONCESSIONAIRE, containing the methods and strategies for the adequate service to the PASSENGERS, as described in EXHIBIT III.A.
DEMOBILIZATION PLAN	Document to be prepared by the CONCESSIONAIRE and presented within the period set forth in EXHIBIT III.G, which shall describe the process of demobilization of the SERVICES at the end of the CONCESSION, in compliance with the minimum content established in EXHIBIT III.G of the AGREEMENT, with the aim of enabling the reversion of the CONCESSION ASSETS and ensuring the continuous and adequate provision of the SERVICES.
INTEREST PARTIES ENGAGEMENT PLAN or IPEP	Document to be prepared by the CONCESSIONAIRE and submitted within the period established in Clause 7 of the AGREEMENT, component of the SGSSAS, compatible with EXHIBIT IV.B.
RISK AND CONTINGENCY MANAGEMENT PLAN	Document that is part of the OPERATING PLANS, to be prepared by the CONCESSIONAIRE, in compliance with EXHIBIT III.A of the AGREEMENT, in which the methods and strategies for managing risks and contingencies related to the CONCESSION shall be described.
COMMUNITY HEALTH AND SAFETY MANAGEMENT PLAN	This is a PLAN that is not a component of the SGSSAS to be presented by the CONCESSIONAIRE, which must consider risks and adverse impacts on the community, as described in EXHIBIT IV.A.

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ENVIRONMENTAL AND SOCIAL MANAGEMENT PLAN	Document that is part of the SGSSAS, composed of a set of management programs, including measures and actions for prevention, mitigation, improvement and performance monitoring, which contemplate the risks and impacts of health, safety, environment and social aspects arising from all the activities of the CONCESSIONAIRE.
INVESTMENT PLAN	Document to be prepared by the CONCESSIONAIRE and presented in the PRE-OPERATIONAL PHASE, covering the requirements set out in Clause 7 of the AGREEMENT and with the details of (i) the VENTURES mentioned in EXHIBIT II, (ii) the items set forth in EXHIBIT VIII and (iii) the INVESTMENT PACKAGES, provided for in EXHIBIT IX. Finally, the INVESTMENT PLAN must contain: (i) EXECUTION PROGRAM and IMPLEMENTATION SCHEDULE; and (ii) ROLLING STOCK ACQUISITION PLAN.
MONITORING, PREVENTION AND CONTAINMENT REVENUE EVASION PLAN	Document to be prepared by the CONCESSIONAIRE, part of the OPERATING PLANS, in compliance with EXHIBIT III.A of the AGREEMENT. It shall indicate the operational procedures that will be adopted by the CONCESSIONAIRE, considering the minimum guidelines proposed in EXHIBIT III.A, to mitigate the risk of payment evasion of the PUBLIC FARE on the LINES.
SEAT AVAILABILITY PLAN	Document that is part of the OPERATING PLANS, to be prepared by the CONCESSIONAIRE, in which it shall describe the methods and strategies to be adopted to ensure the adequate transportation of the PASSENGERS, observing the provisions of EXHIBIT III.A of the AGREEMENT.
OPERATIONAL SAFETY PLAN	Document that is part of the OPERATING PLANS, to be prepared by the CONCESSIONAIRE, in which the methods and strategies that ensure a safe operation for the PASSENGERS, passers-by bordering the railroad, employees and contributor of the CONCESSIONAIRE must be described, in compliance with EXHIBIT III.A of the AGREEMENT.
INSURANCE PLAN	Document that is part of the OPERATING PLANS, to be prepared by the CONCESSIONAIRE and presented in the PRE-OPERATIONAL PHASE, as provided for in Clause 7 of the AGREEMENT, in which all the insurances to be obtained and maintained by the CONCESSIONAIRE for the provision of the SERVICES must be described, including, at least, the mandatory insurance required in Clause 52 of the AGREEMENT.
OPERATIONAL TRANSFER PLAN or OTP	Document to be prepared by the CONCESSIONAIRE and presented in the PRE-OPERATIONAL PHASE, according to the specifications of EXHIBIT III.B of the AGREEMENT.
SPECIFIC PLAN FOR EXPROPRIATION, TEMPORARY OCCUPATION, EASEMENT AND RESETTLEMENT	Document to be prepared and presented annually by the CONCESSIONAIRE and as provided respectively in Clauses 7 and CHAPTER XVI of the AGREEMENT, as well as under the terms of EXHIBIT IV.A, especially its Appendix 4, in accordance with the other conditions set forth in the AGREEMENT.

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GENERAL PLAN FOR EXPROPRIATION, TEMPORARY OCCUPATION, EASEMENT AND RESETTLEMENT	Document to be prepared by the CONCESSIONAIRE and presented, in the PRE-OPERATIONAL PHASE, as provided for respectively in Clause 7 and CHAPTER XVI of the AGREEMENT, as well as under the terms of EXHIBIT IV.A, especially its Appendix 4, in accordance with the other conditions set forth in the AGREEMENT.
PLANS	Jointly, the plans to be presented by the CONCESSIONAIRE, which are: i) OPERATING PLANS, containing: a) SEAT AVAILABILITY PLAN, b) PASSENGER SERVICE PLAN, c) OPERATIONAL SAFETY PLAN, d) RISK AND CONTINGENCY MANAGEMENT PLAN, e) INSURANCE PLAN, and f) MONITORING, PREVENTION AND CONTAINMENT REVENUE EVASION PLAN; ii) MAINTENANCE PLANS; (iii) INVESTMENT PLAN, containing a) EXECUTION PROGRAM and IMPLEMENTATION SCHEDULE; and b) ROLLING STOCK ACQUISITION PLAN; (iv) DEMOBILIZATION PLAN; (v) COMMERCIAL PLAN OF ANCILLARY REVENUES; (vi) EMERGENCY ACTION PLAN; (vii) OPERATIONAL TRANSFER PLAN; (viii) ESIA; (ix) GENERAL PLAN FOR EXPROPRIATION, TEMPORARY OCCUPATION, EASEMENT AND RESETTLEMENT; (x) SPECIFIC PLAN FOR EXPROPRIATION, TEMPORARY OCCUPATION, EASEMENT AND RESETTLEMENT; (xi) SGSSAS, containing: a) ENVIRONMENTAL AND SOCIAL MANAGEMENT PLAN; and b) INTEREST PARTIES ENGAGEMENT PLAN; (xii) COMMUNITY HEALTH AND SAFETY MANAGEMENT PLAN.
MAINTENANCE PLANS	Documents to be prepared by the CONCESSIONAIRE containing the objective, goals, description, periodicity, routes and procedures, list of human and material resources necessary for the maintenance of the assets that are part of the CONCESSION.
OPERATING PLANS	Jointly, the plans to be presented by the CONCESSIONAIRE with a view to providing the ADEQUATE SERVICE, in compliance with EXHIBIT III.A of the AGREEMENT, including: (i) SEAT AVAILABILITY PLAN; (ii) PASSENGER SERVICE PLAN; (iii) OPERATIONAL SAFETY PLAN; (iv) RISK AND CONTINGENCY MANAGEMENT PLAN; (v) INSURANCE PLAN; and (vi) MONITORING, PREVENTION AND CONTAINMENT REVENUE EVASION PLAN.
PVM	Variable Messages Panel.
GRANTING AUTHORITY	The STATE OF SÃO PAULO, represented by SPI.
RELATED PARTIES TRANSACTION POLICY	Document to be prepared and approved by the CONCESSIONAIRE's management bodies, published and implemented within the period established in Clause 34.8 of the AGREEMENT, which shall contain the rules and conditions for the execution of transactions between the CONCESSIONAIRE and its RELATED PARTIES, under the terms of the AGREEMENT, especially Clauses 34.
POT	Train Supply Schedule.
PPI-SP	São Paulo State Investment Partners Program.
PPP	Public-Private Partnership.

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CONCESSION TERM	The period of 25 (twenty-five) years, counted from the EFFECTIVE DATE.
UNIT PRICE CAR KM ("PUKM")	Unit price per kilometer traveled by a SERVICES car, equivalent to R\$ [•] (in words) according to the WINNING COMMERCIAL PROPOSAL, on the BASE DATE.
MAXIMUM UNIT PRICE CAR KM	Maximum total value, indicated in item 6 of the PUBLIC NOTICE, as MAXIMUM UNIT CAR KM PRICE.
COMPLIANCE PROGRAM	Document to be prepared and, after evaluation and non-objection decision by ARTESP, implemented by the CONCESSIONAIRE, within the period referred to in Clause 36.1 of the AGREEMENT, including internal mechanisms and procedures with integrity rules, auditing and incentive to report irregularities, effective application of codes of ethics and conduct, policies and guidelines with the purpose of detecting and remedying deviations, fraud, irregularities and unlawful acts practiced against the PUBLIC ADMINISTRATION, under the terms described in Clause 36 of the AGREEMENT.
EXECUTION PROGRAM	Document that is part of the INVESTMENT PLAN, to be prepared by the CONCESSIONAIRE, which shall contain a detailed description of the activities related to the actions and the execution schedule of each of the VENTURES provided for in EXHIBITS II.A, II.B, II.C and II.F of the AGREEMENT, including information on the technical-administrative and safety activities and procedures, as well as the forecast for the release of areas for expropriation, in a manner compatible with the GENERAL PLAN FOR EXPROPRIATION, TEMPORARY OCCUPATION, EASEMENT AND RESETTLEMENT, the SPECIFIC PLAN FOR EXPROPRIATION, TEMPORARY OCCUPATION, EASEMENT AND RESETTLEMENT, under the terms of EXHIBIT IV.A, especially its Appendix 4, in compliance with the other conditions set forth in the AGREEMENT.
DATA PRIVACY PROGRAM	Program to be presented by the CONCESSIONAIRE, which will deal with the PROCESSING OF PERSONAL DATA and must have the minimum content described in Clause 43.3.3 of the AGREEMENT.
COEXISTENCE PROGRAMS	Programs based on the schedules of CPTM's contractor and other concessionaires of the Metro-rail system, whose scope includes activities related to civil works and systems to be developed in operational areas, as well as commissioning tests and operational and maintenance transfers.
BASIC PROJECT	Document that is part of the EXECUTION PROGRAM and corresponds to a set of elements that, without limiting or removing the other risks allocated to the CONCESSIONAIRE, allow the characterization of the work, service or complex of works and services that make up each VENTURES, in such a way that its basic characteristics and desired performance are defined, detailing costs and execution deadlines. The preparation, presentation and approval of the BASIC PROJECTS must comply with the relevant legislation and the terms of the EXHIBITS of the AGREEMENT.

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CONCEPTUAL/ REFERENTIAL PROJECT	Preliminary engineering project composed of elements and suggestive technical documents for consideration by the CONCESSIONAIRE, consisting of descriptive memorials sufficient to understand the feasibility and functionality of the project, based on technical and cadastral surveys. The CONCEPTUAL/REFERENTIAL PROJECT will be used as a reference basis for the projects presented by the CONCESSIONAIRE. The CONCEPTUAL/REFERENTIAL PROJECT is in the DATA ROOM.
EXECUTIVE PROJECT	Document that is part of the EXECUTION PROGRAM and corresponds to the set of elements considered necessary and sufficient for the complete execution of each VENTURE. The preparation, presentation and approval of the EXECUTIVE PROJECTS must comply with the terms of the EXHIBITS of the AGREEMENT.
TIC NORTH AXIS PROJECT	Project associated with International Competition No. 01/2021 (SPI Process No. 1040923/2021 regarding the Intercity Train – North Axis.
COMMERCIAL PROPOSAL	Proposal in which the highest percentage discount to be applied on the GROSS PECUNIARY CONSIDERATION was presented, according to the rules of the PUBLIC NOTICE.
WINNING COMMERCIAL PROPOSAL	COMMERCIAL PROPOSAL presented by the WINNING BIDDER, which was the winner of the BID.
PROPOSAL	Set of documents delivered by the BIDDER for participation in the COMPETITIVE BIDDING.
BRYD	Brás Yard.
CVYD	Pátio Calmon Viana Yard.
ESYD	Estudante Yard.
IPYD	Itaim Paulista Yard.
LZYD	Luz Yard.
ROYD	Roosevelt Yard.
VPYD	Várzea Paulista Yard.
DCDB	Direct Current Distribution Board.
ECONOMIC AND FINANCIAL QUALIFICATION	Documentation set out in the PUBLIC NOTICE to prove the economic and financial conditions required for contracting with the GRANTING AUTHORITY.
TECHNICAL QUALIFICATION	Documentation set out in the PUBLIC NOTICE to prove the technical conditions required for for contracting with the GRANTING AUTHORITY.
CSB	Consumer Suplly Branch.
RADIUS	Remote Authentication Dial-In User Service.
RAMS	Reliability, Availability, Maintainability and Safety.
RAP	Preliminary Environmental Report.
RE	Irregular Disposal of Waste.
ANCILLARY REVENUES	Revenues earned directly or indirectly by the CONCESSIONAIRE, through the exploitation or execution of ancillary, alternative or complementary

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	services to the main purpose of the CONCESSION, not including those arising from PUBLIC DEALS, but including those arising: (i) from the commercial exploitation or leasing/assignment of commercial spaces; (ii) the operation of COMPLEMENTARY SERVICE; and (iii) the exploration of the other activities listed in EXHIBIT XII.
MINIMUM RESOURCES AVAILABLE	The MINIMUM AVAILABLE RESOURCES shall be equivalent to six (6) monthly installments of the PECUNIARY CONSIDERATION valid for the month of calculation, from the beginning of the COMMERCIAL OPERATION PHASE until the end of the CONCESSION TERM. Its calculation is carried out as established in Clause 53.1.2 of the AGREEMENT.
OVERHEAD TRACTION NETWORK	Equipment and elements formed by catenary, contact wire, poles, cabling and other installations responsible for the supply of electric energy to traction the trains.
REFUND OF TAXES RELATED TO THE SUBCONTRACTED OPERATOR	Amount to be reimbursed to the CONCESSIONAIRE within the scope of the calculation of the PECUNIARY CONSIDERATION for the payment of taxes levied on activities performed in accordance with the rules applicable to the SUBCONTRACTED OPERATOR, under the terms of the AGREEMENT and EXHIBIT IX.
TAX AND LABOR REGULARITY	Attribute resulting from the absence of pending issues related to tax and labor obligations whose regularity is required, in the form of the PUBLIC NOTICE, for contracting with the GRANTING AUTHORITY.
REIDI	Special Incentive Regime for Infrastructure Development, tax advantaged established by Federal Law No. 11,488/2007.
PERFORMANCE REPORT	Report to be prepared by the INDEPENDENT VERIFIER and sent to ARTESP and the CONCESSIONAIRE, with the result of the measurement of the PERFORMANCE INDICATORS and QSI during the PRE-OPERATIONAL PHASE, under the terms of the EXHIBIT III.D.
TRANSITION REPORT	Report, to be prepared by the INDEPENDENT AUDITOR under the terms of the procedure described in EXHIBIT III.F, which shall point out any divergences between the state of conservation and quantity of the assets that make up the EXISTING INFRASTRUCTURE, as indicated in the EXHIBITES, AGREEMENT and DATA ROOM, in view of their actual state, as well as the ENVIRONMENTAL LIABILITIES identified in the CONCESSION AREA and in the infrastructure listed in EXHIBIT I, Parts I and II, provided that such ENVIRONMENTAL LIABILITIES have not been indicated in EXHIBIT IV.B.
PROVISIONAL RETURN REPORT	Report to be prepared by ARTESP if, at the end of the CONCESSION, the CONCESSION ASSETS and SERVICES will be reverted to the GRANTING AUTHORITY, which will contain guidelines for the return and termination of the CONCESSION and determinations of corrections and replacements of CONCESSION ASSETS.
COMPENSATION	It comprises, for the purposes of the AGREEMENT, the sum of the

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	PECUNIARY CONSIDERATION, the CONTRIBUTION and the ANCILLARY REVENUES.
REGISTERED REPRESENTATIVE	Natural person appointed by the BIDDER to act on its behalf during the conduct of the COMPETITIVE BIDDING.
IFC ENVIRONMENTAL AND SOCIAL REQUIREMENTS	The World Bank Group (WBG)/IFC General Environmental, Health and Safety Guidelines and the WBG/IFC Specific Environmental, Health and Safety Guidelines for railway projects (both prepared in April 2007 and available at https://www.ifc.org/en/insights-reports/2000/general-environmental-health-and-safety-guidelines), as applicable. The applicable environmental and social requirements of IFC and GBM.
TECHNICAL MANAGER	An individual appointed by the CONCESSIONAIRE, with a direct or indirect link with the CONCESSIONAIRE, with powers to represent it before the ARTESP inspection.
PROVISIONAL BIDDING RESULT	Preliminary result of the BIDDING, before the receipt and judgment of any appeals.
EXTRAORDINARY REVIEW	Revision of the AGREEMENT, carried out at the request of the CONCESSIONAIRE or by an official ARTESP act, in order to adjust the AGREEMENT in view of the concrete or imminent materialization of an event whose consequences are sufficiently serious to give rise to the need for evaluation and urgent measures, under the terms of Clause 28 of the AGREEMENT.
GENERAL REVIEW	These are the mandatory revisions that must be made periodically on the ROLLING STOCK, in order to ensure proper maintenance for the provision of the SERVICES, as provided for in the AGREEMENT and in EXHIBIT III.A and III.B.
ORDINARY REVIEW	Revision of the AGREEMENT, carried out every five years, from the signing of the TERM OF DELIVERY OF THE EXISTING INFRASTRUCTURE, under the terms of Clause 27 of the AGREEMENT.
FON	Fiber Optic Network
RG	National Identity Card.
RGS	General Safety Requirements.
EIR	Environmental Impact Report.
RMSP	Metropolitan Region of São Paulo.
ERR	Environmental Regularization Report.
DTN	Digital Transmission Network
SABESP	Companhia de Saneamento Básico do Estado de São Paulo.
DOCUMENT ROOM	Room made available by CPTM to the BIDDERS during the INTERNATIONAL COMPETITION, located at Rua [--] São Paulo/SP, with complementary data and documents to those contained in the DATA ROOM.
SCA	Access Control System.
SCADA	Supervisory Control and Data Acquisition.

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SCAP	Passenger Control and Collection System, operated by METRÔ.
SCC	Centralized Traffic Control System.
EDCS	Energy Data Collection System.
PCS	Power Control System.
SCF	Fixed Communications System
SLC	Local Control System.
MCS	Mobile Communications System
SCMVD	Mobile Voice and Data Communication System
TS	Timekeeping System
SE	Electrical Substation.
EG	Exposed Ground.
ASSB	Ayrton Senna Substation.
CBSB	Braz Cubas Substation.
DBSB	Dom Bosco Substation.
EMSB	Comendador Ermelino Matarazzo Substation.
ESSB	Estudante Substation.
CSSB	Guaianases Substation.
MFSB	Engenheiro Manoel Feio Substation.
SEMIL	Environment, Infrastructure and Logistics Secretariat.
PTSB	Patriarca Substation.
SERHS	Energy, Water Resources and Sanitation and the Environment Secretariat.
ADEQUATE SERVICE	Provision of the SERVICES that satisfies the conditions of regularity, continuity, efficiency, effectiveness, safety, timeliness, generality, transparency and courtesy in its provision, within the best quality parameters, using all means and resources for its execution, observing the standards and procedures established in the AGREEMENT, those determined by the GRANTING AUTHORITY and ARTESP, and the terms of the legislation and regulations in force, especially article 6 of the CONCESSION LAW, article 4 of Federal Law No. 13,460/2017 and article 17 of State Law No. 7,835/1992.
COMPLEMENTARY SERVICE	Service considered convenient, but not essential, to the provision of the ADEQUATE SERVICE in the SERVICES, which may be operated by the CONCESSIONAIRE under the terms set forth in the AGREEMENT.
AIRPORT EXPRESS SERVICE or AIRPORT EXPRESS	Intercity passenger rail transport service, of an express nature, integrated to the METRO-RAIL SYSTEM, connecting the Palmeiras-Barra Funda and Aeroporto-Guarulhos stations. In the future, the service will also stop at the Gabriela Mistral station, according to the data contained in EXHIBITS I, II and III of the AGREEMENT.
SERVICES or GRANTED SERVICE	Jointly, the public rail passenger transport services that use the infrastructure of LINE 11, LINE 12 and LINE 13, including the AIRPORT EXPRESS SERVICE. A service is characterized by two terminal stations, the intermediate stations served by it and a specific timetable throughout the

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	day.
SGSB	Sebastião Gualberto Substation.
PUBLIC SESSION	Referring to the PUBLIC SESSION FOR DELIVERY OF ENVELOPES and PUBLIC SESSION FOR OPENING PROPOSALS.
PUBLIC OPENING SESSION OF THE PROPOSALS	Event to be held at B3's headquarters, with date and time stipulated in the PUBLIC NOTICE, to open ENVELOPE C of the BIDDERS whose BID GUARANTEES have been declared regular by the AGREEMENTING COMMITTEE and classification of the COMMERCIAL PROPOSALS according to the criterion of the highest percentage discount to be applied on the GROSS PECUNIARY CONSIDERATION to be paid by the GRANTING AUTHORITY.
PUBLIC SESSION FOR THE DELIVERY OF ENVELOPES	Event to be held at B3's headquarters, with date and time stipulated in the PUBLIC NOTICE PROTOCOL, for (i) deposit of ENVELOPES A, B, C and D by the BIDDERS before the BIDDING COMMITTEE, (ii) opening of ENVELOPE B – BID GUARANTEE and (ii) ACCREDITATION of the BIDDERS.
PFS	Passenger Flow System.
SFPE	Society of Fire Protection Engineers.
CMS	Central Management System.
SGSSAS	Health, Safety, Environment and Social Management System including (i) the CONCESSIONAIRE's social and environmental policy; (ii) plan for the development of the CONCESSIONAIRE's organizational capacity; (iii) ENVIRONMENTAL AND SOCIAL MANAGEMENT PLAN (iv) STAKEHOLDER ENGAGEMENT PLAN.
SIGO	Computerized Operation Management System, disciplined in EXHIBIT III.A.
SIL	Safety Integrity Level.
SYSTEM or SYSTEMS	Set of systems necessary for the proper operation of the LINES, including, but not limited to, the following: (i) SCT - Traffic Control System; (ii) SME - Electronic Monitoring System; (iii) SMV - Track Monitoring System; (iv) SPU - Overstep Protection System; (v) SSC - Signaling and Control System; (vi) SSE - Station Public Address System; (vii) STD - Data Transmission System; (viii) STO - Optical Transmission System; (ix) SAL - Electrical Power Systems; (x) SCF - Fixed Communications System; (xi) SCL - Local Control System; (xii) SCMV - Mobile Voice Communications System; (xiii) SCMVD - Mobile Voice and Data Communication System; (xiv) ATC - Automatic Train Control System; (xv) ATO - Automatic Train Operation; and/or (xvi) AUX - Auxiliary Systems; (xvi) SCAP – Passenger Control and Collection System; (xvii) SCADA - Supervisory Control and Data Acquisition; (xviii) SCA – Access Control System. The SYSTEMS must meet the guidelines and requirements set forth in EXHIBIT II.C.
AUXILIARY SYSTEMS	Systems that assist the centralized operation and supervision of the station and cover the overall management process for operational and

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	maintenance purposes, such as locks, escalators, power supply, monitoring, fire detection, multimedia, ventilation, water pumps, telephony, radio communication or other related systems.
COLLECTION SYSTEM	Set of resources (subsystems, equipment, software, procedures, etc.), to be used for pricing and access control to the various means of collective public passenger transport, as well as management of the amounts received from the sale of monetary credits and travel rights, and may also involve the possible exploitation of other businesses as a source of ANCILLARY REVENUES.
ABASP COLLECTION SYSTEM	System that includes collection, marketing, ticketing, and measurement of the amounts received for the sale of TRAVEL PASS by the means of payment managed by ABASP, currently QR Code and TOP card (Smart Card - Card with integrated circuit).
SINGLE TICKET REVENUE SYSTEM	Mechanism responsible: (i) for the control, measurement and management of the amounts received for the sale of TRAVEL PASS in the COLLECTION SYSTEM of the Single Ticket of the Municipality of São Paulo; (ii) for the realization, on behalf and order of the participants of the MANAGEMENT COMMITTEE, of the distribution of the amounts collected to the metropolitan public transport operators participating in the COLLECTION SYSTEM of the Single Ticket of the Municipality of São Paulo, according to the apportionment rules defined by the METRO-RAILWAY COMMITTEE, including the transfers, to the CENTRALIZING ACCOUNT, of the amounts related to the SERVICES, under the terms described in Clause 17 of the AGREEMENT and in its EXHIBIT IX.
POWER SYSTEM	A set of equipment and infrastructure responsible for the electrical supply of the metro-rail system, composed mainly of primary and rectifier substations, sectioning and paralleling cabins and telecontrol and telecommand systems, which subsidize the OVERHEAD TRACTION NETWORK, enabling the power supply for trains operating along the tracks.
RAILWAY SIGNALLING SYSTEM	Set of methods and means related to safety requirements to supervise, control and track the circulation of trains safely along the tracks, aiming to ensure the regularity of the operation through equipment installed in the field and in the Operational Control Center (CCO), through the Centralized Traffic Control (CCS) system, as well as on trains, through the on-board equipment.
TELECOM SYSTEMS	System responsible for all data, voice and image communications, in view of the operational needs of metro-rail systems, composed of several subsystems, which in addition to their operational functionalities also provide means for their management and remote control. Its main subsystems are: Integrated Supervision System – Multiservice Platform – CCO and SSO, based on the Supervisory Control and Data Acquisition – SCADA; Mobile Communication System (Radio Communication); Fixed

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	Communication System – Telephony System – STEL; Recording System; Multimedia System – SMM; Access Control System – SCA; Electronic Monitoring System – SME – CCTV; Passenger Control and Collection System – SCAP; Optical Transmission System – STO or Phony, Data and Video Transmission System – STFD.
METRO-RAIL SYSTEM	A set of existing and future subway, monorail, and metropolitan train lines.
FIXED SYSTEMS	The systems refer to all areas under the responsibility of the CONCESSIONAIRE, including stations, yards, PERMANENT TRACK, substations and special engineering works – OAEs. The non-exhaustive list of items is: ventilation, signaling, telecommunication, telecontrol, energy, telephony and others of the same nature.
SLA	Service Level Agreement.
SMA	Environment Secretariat.
SME	Electronic Monitoring System.
SMM	Multimedia System
SMMT	São Paulo Municipal Secretariat of Mobility and Transit.
SMVA	São Paulo Municipal Secretariat of Green and Environment.
TRANSFER OF CONTROL REQUEST	Request made by the CONCESSIONAIRE, subject to prior consent by ARTESP, for the direct or indirect TRANSFER OF CONTROL of the CONCESSIONAIRE, in the situation in which such consent is required under the terms of Clause 35 of the AGREEMENT, under the terms set forth in the TRIPARTITE AGREEMENT, if it is signed.
SP	São Paulo.
SPE OR SPECIAL PURPOSE ENTITY	A corporation, incorporated in accordance with Brazilian law, with the specific purpose of providing the public services object of the CONCESSION.
SPI	State Secretariat for Investment Partnerships.
SPTans	São Paulo Transporte S/A
SSC	Signaling and Control System.
SSO	Operational Supervision Room.
STI	Speech Transmission Index.
STEL	Telephony System
STM	State Secretariat for Metropolitan Transport.
STO	Optical Transmission System.
SUBCONTRACTED	Third party contracted at the expense and risk of the CONCESSIONAIRE to perform activities and services related to the CONCESSION.
SUCCESSOR	Public services future operator(s) related to the CONCESSION, which will succeed the CONCESSIONAIRE, under the terms of the relevant legal provisions.
CONSEQUENT SUPPRESSION	Immediate Service, failure that directly interferes with the circulation of the ROLLING STOCK without stopping or harming the operating system.

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SUSEP	Private Insurance Superintendence.
SVOC	Semi-volatile organic compounds.
SW	Software.
INFRACTION LEADERBOARD	Table identifying the infractions and levels of the respective sanctions, set out in item 6 of EXHIBIT V.
TAC	Consent Decree.
PUBLIC FARE	Amount established by the GRANTING AUTHORITY for the unitary use of the METRO-RAIL SYSTEM by PAYING PASSENGERS, observing the benefits arising from the fare reduction policy.
DISCOUNT RATE	Fee calculated pursuant to Clause 25.5.2.3 of the AGREEMENT, used to discount constant amounts from a cash flow.
SELIC RATE	Basic interest rate of the Brazilian economy, defined by the Monetary Policy Committee - Copom of the Central Bank of Brazil.
TCA	Environmental Commitment Agreement.
TEC	Entrepreneur's Term of Commitment.
INTERESTED THIRD PARTY	Third party interested in the expansion or improvement of the SERVICES, or in generating benefits to the PASSENGERS, who intends to carry out works in the CONCESSION AREA, which will result in an EMBEDDED INFRASTRUCTURE, including, but not limited to, concessionaires to whom the provision of the federal public service of rail freight transportation has been delegated.
OPERATION CLOSURE TERM	Document to be issued by ARTESP on the closing date of the CONCESSION TERM, to mark the assumption of the provision of the SERVICES directly by the GRANTING AUTHORITY or through the SUCCESSOR, under the terms of EXHIBIT III.G.
TERM OF DELIVERY OF EXISTING INFRASTRUCTURE	Document to be signed by ARTESP and the CONCESSIONAIRE during the period of the PRE-OPERATIONAL PHASE of the SERVICES, through which the responsibility for the EXISTING INFRASTRUCTURE, including the CONCESSION AREA, will be definitively transferred to the CONCESSIONAIRE after the issuance of the final version of the TRANSITION REPORT.
INSPECTION TERM	Document to be issued by ARTESP, which shall contain the records of the occurrences found in the inspections carried out in the SERVICES provided by the CONCESSIONAIRE, for the regularization of defaults, faults or defects verified, without prejudice to the immediate application of the result of the inspection for the purposes provided for in the AGREEMENT, especially for the purpose of measuring the PERFORMANCE INDICATORS and for the purpose of initiating an administrative sanctioning proceeding.
FINAL ACCEPTANCE TERM OF THE INTERVENTION	Document that must be issued by the IMPLEMENTATION CERTIFIER or INDEPENDENT AUDITOR: (i) if no inconsistencies or failures have been identified in the INTERVENTION in the joint inspection referred to in

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	Clause 33.11 of the AGREEMENT, pursuant to Clause 33.11.8.1 of the AGREEMENT; or (ii) if inconsistencies or failures are identified in the INCORPORATED INFRASTRUCTURE in the joint inspection referred to in Clause 33.11 of the AGREEMENT, these have been fully remedied, as provided for in Clause 33.13 of the AGREEMENT.
PROVISIONAL ACCEPTANCE OF INTERVENTION TERM OF THE	Document that must be issued by the IMPLEMENTATION CERTIFIER or INDEPENDENT AUDITOR at the end of the joint inspection referred to in Clause 33.11 of the AGREEMENT, if: (i) inconsistencies or failures are identified in the INTERVENTION that do not compromise the operational safety and quality of the services object of the CONCESSION, under the terms of Clause 33.11.8.2 of the AGREEMENT, and that do not qualify as items impeding the operation; and (ii) such inconsistencies or flaws identified have not yet been fully remedied, subject to the provisions of Clause 33.13 of the AGREEMENT.
TERM OF REFERENCE	Terms of reference for the preparation of documents, PLANS and socio-environmental programs, contained in the appendices of EXHIBIT IV.A.
FINAL TERM OF RETURN	Document to be signed by ARTESP and the CONCESSIONAIRE, within two (2) months from the end of the CONCESSION TERM, provided that all the conditions determined in the PROVISIONAL TERM OF RETURN are met, including the performance of any indemnities, under the terms of EXHIBIT III.G.
PROVISIONAL TERM OF RETURN	Document to be issued eighteen (18) months in advance of the end of the CONCESSION TERM, pursuant to EXHIBIT III.G, which shall contain the situation of the CONCESSION ASSETS and the eventual need for corrections or replacements, under the responsibility of the CONCESSIONAIRE, as well as the provision for training of personnel appointed by the GRANTING AUTHORITY, and no type of reimbursement is due to the CONCESSIONAIRE.
TETRA	Terrestrial Trunked Radio.
DATA SUBJECT	An identified or identifiable natural person who is the holder of PERSONAL DATA.
TRAVEL PASS	Document that guarantees the right of travel recognized by the GRANTING AUTHORITY for validation of PASSENGER access to the METRO-RAIL SYSTEM, configured in the following, but not exclusive, modalities: Smart Card - Card with integrated circuit of the MIFARE type, for contactless reading (Contactless Smart Card); QR Code - Optical reading ticket, printed with a Quick Response Code, and those defined in EXHIBIT X of the AGREEMENT.
TOP	TRAVEL PASS issued in the form of a Smart Card or QR CODE through an application or automatic service machines, managed by ABASP.
TPH	Total Petroleum Hydrocarbons.
TRANSFER OF	Any change in the corporate structure, amendment of the shareholders

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CONTROL	agreement or any other operation that, in accordance with the legislation in force, implies a modification of the CONTROL of the CONCESSIONAIRE, subject to the provisions of Federal Law No. 6,404/76.
TRANSFERS	PASSENGERS who enter the SERVICES through an integration station, coming from other lines of the METRO-RAIL SYSTEM, with or without the need to pay a new PUBLIC FARE, either through a blockade line or through PASSENGER flow counters in a paid area.
FINAL TRANSITION	Process of demobilization of services in the final years of the CONCESSION, including reversion and/or transfers of the SERVICES and CONCESSION ASSETS to the GRANTING AUTHORITY or to the new delegate, governed by EXHIBIT III.G.
OPERATIONAL TRANSITION	Period that comprises the PRE-OPERATIONAL PHASE and the ASSISTED OPERATION STAGE, in which the activities described in EXHIBIT III.B are performed, preparing the CONCESSIONAIRE for the full assumption of the SERVICES.
PROCESSING OR PROCESSING OF PERSONAL DATA	Any operation carried out with personal data, such as those referring to the collection, production, reception, classification, use, access, reproduction, transmission, distribution, processing, filing, storage, elimination, evaluation or control of information, modification, communication, transfer, dissemination or extraction.
TRE	Specific Term of Reference.
CRITICAL SECTION	Stretch between two consecutive stations of a given line in which the highest load (volume of passengers transported) is observed, in a given direction and for a given time slot (or other unit of time).
TRAIN	Complete service unit, which refers to the schedules, frequencies and headways.
EXISTING TRAINS	Trains that make up the EXISTING INFRASTRUCTURE.
NEW TRAINS	Trains acquired during the CONCESSION TERM by the CONCESSIONAIRE.
OPERATIONAL TRAINS	Trains in operating conditions, part of the EXISTING INFRASTRUCTURE, and the CONCESSIONAIRE is responsible for the maintenance and adaptation of the trains in order to meet the PERFORMANCE INDICATORS and conditions defined in the ROLLING STOCK MAINTENANCE PLAN.
ARBITRAL TRIBUNAL	Institutional arbitral collegiate to be designated under the terms of Clause 73 of the AGREEMENT to resolve disputes subject to arbitration.
UC	Conservation Units.
UNION	Legal entity of Public Law representing the Federal Government internally and the Federative Republic of Brazil externally, bringing together all the Brazilian States that make up the Federative Republic of Brazil.
UPS	Uninterruptible Power Supply.
USER	Natural person beneficiary of the public service of railway transport and related services in the CONCESSION AREA.
UTM	Universal Transverse Mercator.

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UTS	Services Uptime. It is a PERFORMANCE INDICATOR that aims to verify the availability and quality of the operation, gauging the frequency and duration of occurrences that impact the NORMAL OPERATION of each of the services granted.
CONTRIBUTION ADJUSTMENT AMOUNT	Economic and financial benefit of the CONCESSIONAIRE, to be determined by the GRANTING AUTHORITY, in the event of anticipation of the receipt of the CONTRIBUTION, as provided for in EXHIBIT IX.
ESTIMATED AGREEMENT VALUE	Estimated value of the AGREEMENT, equivalent to the sum of the investments, according to Clause 6.1 of the AGREEMENT.
PRESENT VALUE OF THE FIXED PECUNIARY CONSIDERATION 1 or VPCPF1	Amount referring to each of the INVESTMENT PACKAGES provided for in EXHIBIT IX.A, which will be used under the terms of EXHIBIT IX, for the calculation of the corresponding installments of the FIXED PECUNIARY CONSIDERATION 1.
AUXILIARY VEHICLES AND EQUIPMENT	Railway vehicles intended for the maintenance of FIXED SYSTEMS, specialized tools and machinery used in the construction, maintenance and operation of railway systems to ensure the efficiency, safety, availability and reliability of the railway system.
INDEPENDENT VERIFIER	Company or consortium of companies to be hired by the CONCESSIONAIRE, within the period set forth in EXHIBIT III.B, to act as an independent evaluator of the PERFORMANCE INDICATORS, pursuant to Clause 19 of the AGREEMENT and its EXHIBIT II.E, without prejudice to the competences of the GRANTING AUTHORITY and ARTESP.
VHF	Very High Frequency.
PERMANENT TRACK	Railway vehicle traffic support and guidance system, consisting of components and installations distributed in two subsystems, namely: (i) infrastructure (embankments, cuts, slope containment provisions, engineering works, drainage); and (ii) superstructure (rails, deviations, sleepers, fastening accessories, shock absorbing devices, ballast, sub-ballast).
VIAMOBILIDADE	Concessionaire of Lines 8-Diamond and 9-Emerald of the Metropolitan Train System of São Paulo.
VIAQUATRO	Concessionaire of Line 4-Yellow of the Metropolitan Rail Transport System of São Paulo.
HIDDEN DEFECT	Defect, defect or non-conformity in the EXISTING INFRASTRUCTURE that meets the requirements described in Clause 21.1.24 of the AGREEMENT.
TECHNICAL VISIT	Visit with the aim of enabling the interested party to obtain information and technical subsidies it deems appropriate for the preparation of their COMMERCIAL PROPOSAL.
VIVO	Telefônica Brasil S.A.
LVR	Light Vehicle on Rails.
VOC	Volatile Organic Compounds.
VOIP	Voice Over Internet Protocol.

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NPV	Net Present Value.
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