



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

EXHIBIT I – TEMPLATES



**SPI PROCESS nº 021.00000891/2024-87
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PPP LOTE ALTO TIETÊ**

INTERNATIONAL COMPETITION No. 02/2024

**INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE
PROVISION OF PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13
OF THE STATE OF SÃO PAULO**

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EXHIBIT I - TEMPLATES

ATTACHMEN TS	DESCRIPTION
A.I.	Template Letter of Accreditation or Power of Attorney
I.B.1	Template Letter of Guarantee for Proposal Security
I.B.2	Minimum Surety Bond Terms and Conditions
I.C	Template of Term of Awareness and Notification
I.D	Template of Declaration of Non-Existence of Equivalent Document
I.E	Template of Claims
I.F	Template for Request for Clarification
I.G	Template of Compliance with Decree No. 66,819/22 – CADMADEIRA
I.H	Template of Business Proposal
I.I	Template of Declaration Regarding Compliance with Brazilian Legislation
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I.K	Declaration of Non-Realization of Technical Visit
I.L	Template of Commercial Proposal Ratification
I.M	Declaration of Reservation of Positions for Persons with Disabilities or for Rehabilitated Social Security
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ATTACHMEN TS	DESCRIPTION
I.O	Template of Qualified Professional Hiring Commitment



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EXHIBIT I.A – TEMPLATE LETTER OF ACCREDITATION OR POWER OF ATTORNEY

EXHIBIT I.A - TEMPLATE LETTER OF ACCREDITATION OR POWER OF ATTORNEY

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Dear Sirs,

By this power of attorney, [BIDDER], [qualification], hereinafter referred to as GRANTOR, appoints and constitutes its attorneys-in-fact, Messrs. [•], [qualification] and [•], [qualification], accrediting them to, jointly or individually, regardless of the order of appointment, perform the necessary acts during the bidding process described in the International PUBLIC NOTICE No. 02/2024, including to, on behalf of the GRANTOR:

- a) represent it in the PUBLIC BIDDING SESSIONS and in all other acts of the bidding process;
- b) to lodge appeals, waive the right to lodge appeals and to withdraw appeals lodged;
- c) receive summons, make agreements, waive rights and represent the GRANTOR in the defense of its interests in the administrative and/or judicial spheres during the bidding process; and
- d) sign documents necessary during the bidding process, submit a proposal, provide clarifications, satisfy requirements, adjust conditions, receive notifications and subpoenas, agree and disagree with acts and decisions of CEL.

This power of attorney is valid during the bidding procedure. With the Accreditation, [BIDDER] is aware that its Representatives will be responsible for its full representation in the above-mentioned International Competition, holding the necessary and sufficient powers for representation throughout the bidding process.



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[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]



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EXHIBIT I.B.1 – TEMPLATE LETTER OF GUARANTEE FOR PROPOSAL SECURITY

EXHIBIT I.B.1 - TEMPLATE LETTER OF GUARANTEE FOR PROPOSAL SECURITY

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(Place and Date)

Dear Sirs, Ref.: BANK GUARANTEE

- 1) By this instrument and in the best form of law, the FINANCIAL INSTITUTION [●], headquartered in the City of [●], State of [●], at Rua [●], nº [●], registered with the CNPJ of the MF under nº [●], by its undersigned legal representatives, declares itself guarantor and main payer, up to the limit of R\$ [●] ([●]), of the company [●], established in the City of [●], State of [●], at Rua [●], nº [●], registered with the CNPJ of the MF under nº [●], in guarantee to the faithful, complete, complete and perfect maintenance of the conditions of the Bidding Proposal – International Competition No. 02/2024, whose object is the CONCESSION of the provision of the public passenger transport service on rails on the LINES.
- 2) The limit value established above will be automatically updated at the same time, form and frequency determined in the readjustment clause of the secured contract.
- 3) The guarantee granted herein aims to ensure the fulfillment, by the surety, of any and all obligations provided for in the PUBLIC NOTICE of the INTERNATIONAL COMPETITION in question, in which the BIDDER participates, and the amount of such guarantee may be received by SPI, representing the GRANTING AUTHORITY, at any time, regardless of authorization or agreement of the surety, or even of a court order, as well as any prior justification.
- 4) This bond will become payable if:

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- a) The BIDDER requests the withdrawal of its COMMERCIAL PROPOSAL during the period of its validity;
 - b) The BIDDER presents a document or information that is known to be false, or even omits information relevant to the purposes of this BIDDING, thus considered those related to the QUALIFICATION DOCUMENTS, the conditions of participation in the BIDDING and the presentation of the COMMERCIAL PROPOSAL, under the terms set forth in the PUBLIC NOTICE;
 - c) Being SUCCESSFUL BIDDER, the BIDDER fails to comply with the conditions or present the documents required for contracting, within the deadlines provided for in the PUBLIC NOTICE;
 - d) Being the SUCCESSFUL BIDDER, the BIDDER fails to pay B3's remuneration, under the terms and deadlines provided for in the PUBLIC NOTICE and in the B3 PROCEDURES MANUAL;
 - e) Being the SUCCESSFUL BIDDER, the BIDDER fails to sign the CONTRACT within the period provided for in the call for tenders, either due to lack of compliance with the pre-contractual provisions or due to withdrawal;
 - f) The BIDDER performs act(s) with the purpose of frustrating the objectives of the bidding process or causing its delay; or
 - g) The BIDDER performs an act that gives rise to a declaration of disqualification to contract with the PUBLIC ADMINISTRATION.
- 5) This guarantee will also ensure the payment of fines, penalties and indemnities due by the BIDDER to the GRANTING AUTHORITY due to the total or partial default by the BIDDERS of the obligations assumed by them, resulting from their participation in the BIDDING, pursuant to items 11.12 and following of the PUBLIC NOTICE.
- 6) This FINANCIAL INSTITUTION, hereby, expressly waives the benefits of articles 827, 835 and 838

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of the Brazilian Civil Code and article 794, of Law No. 13,105, of March 16, 2015 (Code of Civil Procedure) and declares, under the penalties of the Law, that:

- a) expressly knows and accepts the terms, provisions and conditions of the International Competition NOTICE No. 02/2024;
 - b) the signatories of this instrument are authorized to provide a BANK GUARANTEE in their name and under their responsibility;
 - c) is legally authorized to issue this LETTER OF GUARANTEE;
 - d) this guarantee is duly accounted for, meeting all the requirements of the banking legislation and regulations of the Central Bank of Brazil applicable;
 - e) the value of this BANK GUARANTEE is contained within the limits allowed by that federal institution; and
 - f) its capital stock is R\$ [●] ([●]), and it is authorized by the Central Bank of Brazil to issue letters of guarantee.
- 7) The FINANCIAL INSTITUTION undertakes to make payments when required within a maximum period of forty-eight (48) hours from the receipt by the FINANCIAL INSTITUTION of the written notification sent by SPI.
- 8) In the event that the State of São Paulo goes to court to demand compliance with the obligation referred to in this BANK GUARANTEE, the FINANCIAL INSTITUTION is obliged to pay arbitral, judicial or extrajudicial expenses.
- 9) Before considering this BANK GUARANTEE to be overdue, this FINANCIAL INSTITUTION undertakes to obtain from STM the confirmation of the release of the BIDDER/SUCCESSFUL BIDDER in relation to the obligations herein guaranteed.
- 10) The jurisdiction for any and all actions or execution of this BANK GUARANTEE will be that of the

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State of São Paulo, with express waiver of any other, however privileged it may be.

- 11) The terms that have not been expressly defined in this BANK GUARANTEE will have the meanings attributed to them in the NOTICE.
- 12) This BANK GUARANTEE will be in force for a period of 180 (one hundred and eighty) days from the date scheduled for the PUBLIC BIDDING SESSION, extendable in the cases dealt with by items 11.7.1 and 11.7.2 of the NOTICE and will be returned within 15 (fifteen) days from the date of signature of the CONTRACT, or, in the case of the SUCCESSFUL TENDERER, it will be returned after the signature of the CONTRACT and presentation of the PERFORMANCE GUARANTEE.
- 13) The FINANCIAL INSTITUTION will not allege any objection or opposition from the BIDDER invoked by it in order to excuse itself from the fulfillment of the obligation assumed before STM under the terms of this BANK GUARANTEE.

(Place/date and authorized signatures of the FINANCIAL INSTITUTION, with notarized signatures).

THIS DOCUMENT SHALL BE ACCOMPANIED BY DOCUMENTS DEMONSTRATING THE POWERS OF REPRESENTATION OF ITS SIGNATORIES.



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I.B.2 – MINIMUM SURETY BOND TERMS AND CONDITIONS

EXHIBIT I.B.2 – MINIMUM SURETY BOND TERMS AND CONDITIONS

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To guarantee a proposal in the form of surety bond, the following must be observed, under special conditions or in particular conditions, at least:

1. Taker

1.1 Corporate Name: PROPONENT [corporate name of the PROPONENT]

1.2 CNPJ/ME: [●]

1.3 Headquarters: [●]

2. Insurer

2.1 Corporate Name: [●]

2.2 CNPJ/ME: [●]

2.3 Headquarters: [●]

3. Object of the Insurance

3.1 Guarantee indemnity, in the amount of up to R\$ [●] ([●]), in the event that the BIDDER fails to comply with any of its obligations arising from the Law or the NOTICE, including the refusal to sign the CONTRACT, and the non-compliance with any of the requirements set forth in item 15.5

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of the PUBLIC NOTICE for signing the CONTRACT, under the conditions and within the deadline established in the PUBLIC NOTICE.

4. Instrument

- 4.1 Surety Bond Policy issued by an insurer duly constituted and authorized to operate by the Superintendence of Private Insurance – SUSEP, observing the terms of SUSEP's normative acts.

5. Warranty Value

- 5.1 The Surety Bond Policy must provide for the amount of indemnity of up to R\$ [●] ([●]).

6. Term

- 6.1 The Surety Bond Policy shall have a minimum term of validity of 180 (one hundred and eighty) days from the date scheduled for the PUBLIC SESSION, as provided for in the PUBLIC NOTICE and in the MANUAL OF PROCEDURES B3.

7. Additional Provisions

- 7.1 The Surety Bond Policy must contain the following additional provisions:
- I. Declaration by the Insurer that it knows and accepts the terms and conditions of the International Competition PUBLIC NOTICE No. 02/2024;
 - II. Declaration by the Insurer that it will pay the amounts provided for herein within a maximum period of thirty (30) days, counted from the date of delivery of all documents listed by the Insurer as necessary for the characterization and adjustment of the claim; and
 - III. The right of the Insured to demand from the Insurer the indemnity due to the Policyholder's failure to comply with the obligations covered by the Surety Bond Policy, when the notification made to the Policyholder is unsuccessful.



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Terms that have not been expressly defined in this EXHIBIT shall have the meanings ascribed to them in the AGREEMENT.



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EXHIBIT I.C – TEMPLATE OF TERM OF AWARENESS AND NOTIFICATION

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EXHIBIT I.C - TEMPLATE OF TERM OF AWARENESS AND NOTIFICATION

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GRANTING AUTHORITY: [●] CONCESSIONAIRE: [●] CONTRACT NO. (ORIGIN): [●] OBJECT: [●]

LAWYER(S)/ OAB number/ e-mail: [●]

By this TERM, the PARTIES identified below:

- 1) They declare that they are aware that:
 - a) the above-mentioned adjustment, its amendments, as well as the monitoring of its contractual execution will be subject to analysis and judgment by the Court of Auditors of the State of São Paulo, whose procedural processing will take place through the electronic system;
 - b) may have access to the process, have a view and extract copies of expressions of interest, orders and decisions, through regular registration in the Electronic Process System, according to the data indicated below, in accordance with the provisions of Resolution No. 01/2011, of the TCE-SP;
 - c) in addition to being available in the electronic process, all orders and decisions that may be taken in relation to the aforementioned process will be published in the Official Gazette of the State, Legislative Power Notebook, part of the Court of Auditors of the State of São Paulo, in accordance with article 90 of Complementary Law No. 709, of January 14, 1993, then starting the counting of procedural deadlines according to the rules of the Code of Civil Procedure;

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- d) it is the sole responsibility of the CONCESSIONAIRE to keep its data always updated - any change of physical or electronic address, or contact telephone numbers must be communicated by the interested party, petitioning in the process; and
 - e) the personal information of those responsible for the GRANTING AUTHORITY is registered in the electronic module of the "TCESP Corporate Registry – CadTCESP" –, under the terms provided for in Article 2 of Instructions No. 01/2020, according to the attached "Registration Update Statement(s)".
- 2) The PARTIES and the other signatories are notified to:
- a) the monitoring of the acts of the process until its final judgment and consequent publication; and
 - b) if it is the case and in their interest, exercise the right of defense, file appeals and whatever else fits within the deadlines and in the legal and regimental forms.

PLACE and DATE: [●]

(Place/date and authorized signatures of the PARTIES, with notarized signatures).

HIGHEST AUTHORITY OF THE GRANTING AUTHORITY:

Name: [●]

Job Title: [●]

CPF: [●]

RESPONSIBLE FOR THE APPROVAL OF THE CONTEST:

Name: [●]

Job Title: [●]

CPF: [●]

Signature: [●]

RESPONSIBLE PERSONS WHO SIGNED THE AGREEMENT:

By the GRANTING AUTHORITY

Name: [●]

Job Title: [●]

CPF: [●]

Signature: [●]

By the CONCESSIONAIRE

Name: [●]

Job Title: [●]

CPF: [●]

Signature: [●]

AUTHORIZING OFFICER OF EXPENSES OF THE GRANTING AUTHORITY

Name: [●]

Job Title: [●]

CPF: [●]

Signature: [●]

() Optional. Indicate when already constituted, including the electronic address. This document must be accompanied by documents demonstrating the powers of representation of its signatories.*



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EXHIBIT I.D – TEMPLATE OF DECLARATION OF NON-EXISTENCE OF EQUIVALENT DOCUMENT



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EXHIBIT I.D – TEMPLATE OF DECLARATION OF NON-EXISTENCE OF EQUIVALENT DOCUMENT

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Dear Sirs,

[BIDDER], through its undersigned representative(s), declares, under penalty of the applicable legislation, that the documents indicated below required in International PUBLIC NOTICE No. 02/2024 do not have an equivalent document in the country of origin of the BIDDER company and/or member of the CONSORTIUM.

Document required in the PUBLIC NOTICE that does not have an equivalent document in the country of origin	Item of the PUBLIC NOTICE in which the document is required

[signature(s) of the legal representative(s) or attorney-in-fact(s) of the foreign individual BIDDER or of the foreign company that is part of the CONSORTIUM]

RG nº [•]

CPF/MF under the number [•]

THIS DOCUMENT SHALL BE ACCOMPANIED BY DOCUMENTS DEMONSTRATING THE POWERS OF REPRESENTATION OF ITS SIGNATORIES.



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EXHIBIT I.E – TEMPLATE OF CLAIMS

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The [BIDDER], represented in the above-mentioned Bid, by its legal representatives, [●] (*full name of the legal representatives*), presents the documents required for its qualification, under the conditions established in the PUBLIC NOTICE, whose terms it unconditionally accepts, including those of the draft of the CONTRACT, and declares, under penalty of the law, that:

- (i) is in good standing with the Ministry of Labor, with regard to compliance with the provisions of item XXXIII of article 7 of the Federal Constitution;
- (ii) is not in bankruptcy, judicial or extrajudicial liquidation, insolvency, temporary special administration or intervention;
- (iii) there are no impeding facts for the participation of this company (individual or member of a CONSORTIUM) in this bidding, in the sense that:
 - a) has not been declared disreputable and is not prevented from contracting with the PUBLIC ADMINISTRATION, not being included in the National Registry of Punished Companies – CNEP and in the National Registry of Disreputable and Suspended Companies – CEIS of the Federal Government, and in the State Registry of Punished Companies – CEEP of the State of São Paulo, established under the terms of article 5 of State Decree No. 60,106/2014, and in the National Registry of Civil Convictions for Acts of Administrative Improbability and Ineligibility – CNIA of the National Council of Justice;
 - b) is not serving a sentence of temporary suspension from contracting with the PUBLIC

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ADMINISTRATION of the State of São Paulo;

- c) undertakes to communicate the occurrence of any supervening facts related to the object of this Statement; and
 - d) is not sentenced, by a final and unappealable judgment, to the penalty of interdiction of rights due to the practice of environmental crimes, as disciplined in article 10 of the LAW ON ENVIRONMENTAL CRIMES.
- (iv) observes the Occupational Safety and Health Standards, under the terms of the sole paragraph of article 117 of the Constitution of the State of São Paulo;
- (v) is aware that the existence of registration in the a) STATE CADIN; b) National Registry of Disreputable and Suspended Companies – CEIS (Federal Law No. 12,846/12); c) National Registry of Punished Companies – CNEP; d) State Registry of Punished Companies – CEEP of the State of São Paulo; e) National Registry of Civil Convictions for Acts of Administrative Improbity and Ineligibility – CNIA of the National Council of Justice; and f) Electronic System for the Application and Registration of Administrative Sanctions - e-Sanctions (State Decree No. 61,751/2015) prevent contracting with the GRANTING AUTHORITY, without prejudice to other legal penalties;
- (vi) is a) aware that it is subject to all the conditions of the PUBLIC NOTICE; b) the operation and maintenance services object of the CONCESSION; c) the SERVICE GRANTED, the conditions of the route that is part of the scope of the CONTRACT, the nature and complexity of the services and investments required; d) is responsible for the veracity of all the information contained in the documentation and the PROPOSAL presented; and e) received all the elements that make up this PUBLIC NOTICE and became aware of all the information and conditions for the fulfillment of the obligations object of the BIDDING, having considered the information received sufficient for the preparation of its proposal; and
- (vii) complies, in compliance with article 63, IV, of Federal Law No. 14,133/2021, the reservation of positions provided for by law for people with disabilities or for those rehabilitated by Social Security and that meets the accessibility rules provided for in the legislation, as provided for



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in article 93 of Law No. 8,213, of July 24, 1991.

[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]

***THIS DOCUMENT SHALL BE ACCOMPANIED BY DOCUMENTS DEMONSTRATING THE POWERS OF
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EXHIBIT I.F – TEMPLATE FOR REQUEST FOR CLARIFICATION

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EXHIBIT I.F - TEMPLATE FOR REQUEST FOR CLARIFICATION

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EXHIBIT I.F - MODEL FOR REQUEST FOR CLARIFICATION				
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Applicant:				
Company/Entity:				
Means of contact:				
Request for Clarification No.	Document - indication of which document the request for clarification refers to - e.g., PUBLIC NOTICE, Draft Contract, Annexes or Attachment)		Transcribe Clause of the Draft Contract, item of the PUBLIC NOTICE, Exhibit or Appendix contained in the original document to which the request for clarification refers, or a certain subject addressed in its content	Submission of Request for Clarification
1				
2				
3				



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EXHIBIT I.G – TEMPLATE OF COMPLIANCE WITH DECREE NO. 66,819/22 – CADMADEIRA



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EXHIBIT I.G - TEMPLATE OF COMPLIANCE WITH DECREE NO. 66,819/22 – CADMADEIRA

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Dear Sirs,

Hereby, [BIDDER], [QUALIFICATION], through its legal representative, declares, under the penalties of the applicable legislation, to be aware of CADMADEIRA, and that, in the execution of the bidded services, only wood products and by-products of exotic origin or products and by-products listed in the form of paragraph 2 of article 1 of State Decree No. 66,819/22, acquired from legal entities enrolled in CADMADEIRA, will be used.

[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]

THIS DOCUMENT SHALL BE ACCOMPANIED BY DOCUMENTS DEMONSTRATING THE POWERS OF REPRESENTATION OF ITS SIGNATORIES.



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EXHIBIT I.H - TEMPLATE OF BUSINESS PROPOSAL

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Dear Sirs,

WHEREAS:

- (i) this COMMERCIAL PROPOSAL reflects the intention of this BIDDER and is binding, irrevocable, irreversible and unconditional;
- (ii) for the preparation of this COMMERCIAL PROPOSAL, the BIDDER must consider all investments, taxes, costs and expenses necessary for the execution of the CONCESSION, observing the provisions of the PUBLIC NOTICE, AGREEMENT and respective EXHIBITS;
- (iii) in the preparation of the COMMERCIAL PROPOSAL, this BIDDER was informed, in order to agree and consider all the risks assumed in any contract, if it wins this BID;
- (iv) the COMMERCIAL PROPOSAL must consider the term of 25 (twenty-five) years of the CONCESSION, to be counted under the terms of the CONTRACT; and
- (v) all initial investments, services and other characteristics of the CONCESSION must be considered by the BIDDER, as well as that the information disclosed was sufficient for the presentation of this COMMERCIAL PROPOSAL.

We present our COMMERCIAL PROPOSAL for the CONCESSION of the LINES, as defined in the PUBLIC NOTICE and in the CONTRACT.

1. SERVICES

- 1.1. This proposal refers to the CONCESSION for the provision of public passenger transport service on the LINES of the metropolitan train network of the metropolitan region of São Paulo, presented considering all the other provisions of the CONTRACT and the requirements of the PUBLIC NOTICE.

2. DISCOUNT ON THE MAXIMUM FIXED PECUNIARY CONSIDERATION

- 2.1. The percentage discount on the MAXIMUM FIXED PECUNIARY CONSIDERATION that we propose, as required in item 6.1.1 of the PUBLIC NOTICE, **is [●]% ([full description]), composed of up to 2 (two) decimal places**, which will be applied to all the prices that make up the FIXED PECUNIARY CONSIDERATION 1, calculated under the terms of EXHIBIT IX.A to the CONTRACT, the MAXIMUM FIXED PECUNIARY CONSIDERATION 2 of R\$ 490,000,000.00 (four hundred and ninety million reais), and the MAXIMUM UNIT PRICE CAR KM of R\$ 4.63 (four reais and sixty-three cents).

(Include item below if the proposed percentage discount on the MAXIMUM FIXED PECUNIARY CONSIDERATION reaches 100%, resulting in a FIXED PECUNIARY CONSIDERATION of an amount equal to R\$ 0.00)

3. VALIDITY OF THE PROPOSAL.

- 3.1. The validity period of this proposal is 180 (one hundred and eighty) days, counted from the date of its receipt and, during this period, all conditions will be maintained.

4. STATEMENT

- 4.1. By submitting this COMMERCIAL PROPOSAL, this BIDDER declares (i) to be fully aware of the nature and extent of the risks assumed by it; and (ii) having taken into account in the formulation of its PROPOSAL the risks provided for in Chapter X of the draft CONTRACT.



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BIDDER IDENTIFICATION DATE

Corporate Name: Address: CNPJ:

Telephone:

Facsimile:

Email:

By your legal representative

RG nº [•]

CPF/MF under the number [•]

THIS DOCUMENT SHALL BE ACCOMPANIED BY DOCUMENTS DEMONSTRATING THE POWERS OF REPRESENTATION OF ITS SIGNATORIES.



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I.I TEMPLATE OF DECLARATION REGARDING COMPLIANCE WITH BRAZILIAN LEGISLATION



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

I.I TEMPLATE OF DECLARATION REGARDING COMPLIANCE WITH BRAZILIAN LEGISLATION

INTERNATIONAL COMPETITION No. 02/2024

INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE PROVISION OF PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13 OF THE STATE OF SÃO PAULO

Dear Sirs,

[BIDDER], through its undersigned representative(s), declares, under the penalties of the applicable legislation, for the purposes of item 7.6 of the PUBLIC NOTICE, that, in order to participate in this BIDDING, it is subject to the legislation of the Federative Republic of Brazil, including the provisions of article 70, sole paragraph, of Federal Law No. 14,133/2021.

[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]

THIS DOCUMENT SHALL BE ACCOMPANIED BY DOCUMENTS DEMONSTRATING THE POWERS OF REPRESENTATION OF ITS SIGNATORIES.



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I.J – CERTIFICATE OF TECHNICAL VISIT



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EXHIBIT I.J - CERTIFICATE OF TECHNICAL VISIT

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Dear Sirs,

Regarding INTERNATIONAL COMPETITION No. 02/2024, we hereby certify that [corporate name of the BIDDER] carried out the optional TECHNICAL VISIT on [●]/[●]/2024, with the purpose of knowing and verifying the existing infrastructure that will be assumed by the future CONCESSIONAIRE, in the physical-operational conditions in which they are, in order to allow the verification of local conditions, for their own evaluation of the quantity and nature of the work, materials and equipment necessary to carry out the object of the CONCESSION, form and conditions of supply, means of access to the site and obtaining any other data that they deem necessary for the adequate provision of the service granted and for the execution of the other objects of the CONTRACT, being aware of the risks and consequences related to them.

Any doubts arising from this TECHNICAL VISIT must be submitted in writing in the manner provided for in the PUBLIC NOTICE.

[LOCAL], [DATE]

[signature of the technician who accompanied the technical visit]

RG nº [●]

CPF/MF under the number [●]



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I.K – DECLARATION OF NON- REALIZATION OF TECHNICAL VISIT



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EXHIBIT I.K - DECLARATION OF NON- REALIZATION OF TECHNICAL VISIT

INTERNATIONAL COMPETITION No. 02/2024

**INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE PROVISION OF
PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13 OF THE STATE OF SÃO
PAULO**

Dear Sirs,

The [name of the corporate name of the BIDDER - individual or leading company of the consortium], declares that it did not carry out the optional technical visit provided for in the PUBLIC NOTICE, being aware that it had the possibility of doing so to become aware of the existing infrastructure and under implementation, but that, aware of the risks and consequences involved, it chose to formulate the COMMERCIAL PROPOSAL without carrying out the technical visit that had been provided to it.

[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]



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EXHIBIT I.L – TEMPLATE OF COMMERCIAL PROPOSAL RATIFICATION

EXHIBIT I.L – TEMPLATE OF COMMERCIAL PROPOSAL RATIFICATION

INTERNATIONAL COMPETITION No. 02/2024

INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE PROVISION OF PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13 OF THE STATE OF SÃO PAULO

Dear Sirs,

Pursuant to the PUBLIC NOTICE and EXHIBITES, as well as the other information made available in the above-mentioned bidding process, as well as in the surveys and deepening of studies carried out, with which this BIDDER fully agrees, we present our Ratified COMMERCIAL PROPOSAL for the Concession for the provision of the public passenger transport service on the LINES, as specified in the PUBLIC NOTICE.

WHEREAS:

- (i) this COMMERCIAL PROPOSAL reflects the intention of this BIDDER and is binding, irrevocable, irreversible and unconditional;
- (ii) the COMMERCIAL PROPOSAL was presented by the BIDDER;
- (iii) the bidding phase has been processed, and the BIDDERS who have offered bids must ratify their proposal, which may be signed by the ACCREDITED REPRESENTATIVE;
- (iv) for the preparation of this COMMERCIAL PROPOSAL, the BIDDER considered all investments, taxes, costs and expenses necessary for the execution of the CONCESSION, observing the provisions of the PUBLIC NOTICE, as well as the respective EXHIBITES;
- (v) in the preparation of the COMMERCIAL PROPOSAL, this BIDDER became aware, agreed and considered all the risks assumed in any contract, if it wins this BID;

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- (vi) the COMMERCIAL PROPOSAL considered the term of 31 (thirty-one) years of the CONCESSION, counted under the terms of the CONTRACT; and
- (vii) all initial investments, services and other characteristics of the CONCESSION were considered, as well as the information disclosed was sufficient for the presentation of this COMMERCIAL PROPOSAL.

COMMERCIAL PROPOSAL

This BIDDER, whose data are presented below, hereby, through its legal representative, presents the following Ratified COMMERCIAL PROPOSAL for the purposes of the above-mentioned Bid:

Percentage discount offered on the MAXIMUM PECUNIARY CONSIDERATION: [●]% [percentage to be filled in with two decimal places, from 0% (zero) to 100% (one hundred percent)]

Validity: This COMMERCIAL PROPOSAL will be valid for 180 (one hundred and eighty) days, counted from the date of its receipt and, during this period, all conditions will be maintained.

BIDDER DATE

Corporate Name / Name of the Consortium: [●]

CNPJ/ME (in case of Consortium, use CNPJ/ME of the leading company): [●]

Shareholding Composition / Consortium Interest: [●] Lead Company (when applicable): [●]

Address: [●]

Contact Phones: [●] Fax: [●]

Bidder's Representative: [●]

E-mail: [●]



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[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]



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**EXHIBIT I.M – DECLARATION OF RESERVATION OF POSITIONS FOR PERSONS WITH DISABILITIES OR
FOR REHABILITATED PERSONS OF SOCIAL SECURITY**



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**EXHIBIT I.M – DECLARATION OF RESERVATION OF POSITIONS FOR PERSONS WITH DISABILITIES OR
FOR REHABILITATED PERSONS OF SOCIAL SECURITY**

INTERNATIONAL COMPETITION No. 02/2024

**INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE PROVISION OF
PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13 OF THE STATE OF SÃO
PAULO**

Dear Sirs,

The [name of the corporate name of the BIDDER - individual or company leader of the consortium] declares, under the penalties of the applicable legislation, that it complies with the reservation of positions provided for by law for people with disabilities or for rehabilitated persons of the Social Security and that it meets the accessibility rules provided for in the legislation, as provided for in article 93 of Law No. 8,213, of July 24, 1991.

[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]



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EXHIBIT I.N – TEMPLATE OF TECHNICAL VISIT REPRESENTATIVE NOMINATION



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EXHIBIT I.N – TEMPLATE OF TECHNICAL VISIT REPRESENTATIVE NOMINATION

INTERNATIONAL COMPETITION No. 02/2024

INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE PROVISION OF PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13 OF THE STATE OF SÃO PAULO

Dear Sirs,

The [name of the corporate name of the BIDDER - individual or consortium leader company] indicates, for the purposes of carrying out a technical visit under the terms of the PUBLIC NOTICE, Mr. (a) [name], [profession], [CPF], [position], linked [professionally/contractually] to the [name of the BIDDER's corporate name - individual or consortium leader company] under the terms of the attached documents, for the purpose of knowing and verifying the existing infrastructure that will be assumed by the future CONCESSIONAIRE, in the physical-operational conditions in which they are, in order to allow the verification of local conditions for proper evaluation of the quantity and nature of the work, materials and equipment necessary to carry out the object of the CONCESSION, form and conditions of supply, means of access to the site and obtaining any other data that it deems necessary for the adequate provision of the service granted and for the execution of the other objects of the CONTRACT, being aware of the risks and consequences related to them.

[LOCAL], [DATE]

By your legal representative

RG nº [•]

CPF/MF under the number [•]



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EXHIBIT I.O – TEMPLATE OF QUALIFIED PROFESSIONAL HIRING COMMITMENT

EXHIBIT I.O – TEMPLATE OF QUALIFIED PROFESSIONAL HIRING COMMITMENT

INTERNATIONAL COMPETITION No. 02/2024

INTERNATIONAL COMPETITION NO. 02/2024 FOR SPONSORED CONCESSION FOR THE PROVISION OF PUBLIC PASSENGER TRANSPORT SERVICE ON RAILS OF LINES 11, 12 AND 13 OF THE STATE OF SÃO PAULO

This EXHIBIT I.O contains the essential clauses for the execution of the contracting commitment between the BIDDER and the qualified professional, if he has been indicated to comply with the TECHNICAL QUALIFICATION requirements provided for in the PUBLIC NOTICE. Adaptations to the model may be made to meet the best market practices and interest between the parties, provided that the minimum requirements set forth in the PUBLIC NOTICE are met.

1. Parts

- 1.1. BIDDER, [qualification], and
- 1.2. QUALIFIED PROFESSIONAL, [qualification].

2. Object

- 2.1. By this Commitment to Hire a Qualified Professional ("Commitment"), [BIDDER] and [QUALIFIED PROFESSIONAL], by their respective legal representatives, agree to enter into the [Service Provision Agreement or Employment Agreement] ("Definitive Agreement") that will regulate the performance of the QUALIFIED PROFESSIONAL within the scope of the Concession Agreement, resulting from PUBLIC NOTICE No. 02/2024 ("PUBLIC NOTICE").

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- 2.2. The purpose of this Commitment is to ensure compliance with the requirements of TECHNICAL QUALIFICATION by the [BIDDER], as provided for in the PUBLIC NOTICE.
- 2.3. The conclusion of the main contract, resulting from this preliminary contract, is conditioned to the award of the object of the Concession Contract to the BIDDER.

3. Term

- 3.1. [In the case of provision of services:] The Definitive Agreement shall have the same term as the Concession Agreement, subject to the hypotheses of replacement and waiver provided for in this Commitment.
- 3.2. [In the case of an Employment Contract:] The QUALIFIED PROFESSIONAL will be hired for an indefinite period.
- 3.3. If the BIDDER has not been the winner of the auction provided for in the PUBLIC NOTICE, this Commitment ends on the date of award of the Concession Contract to third parties.

4. Value [Clause can be kept confidential in the document to be presented in the bidding]

- 4.1. [BIDDER] and [QUALIFIED PROFESSIONAL] agree that the monthly amount of [payment or remuneration] to be provided for by the Definitive Agreement will be R\$ [--] (--).

5. Declarations of the QUALIFIED PROFESSIONAL

- 5.1. By entering into this Commitment, the QUALIFIED PROFESSIONAL declares that:
 - I. Meets the minimum experience requirements to comply with the TECHNICAL QUALIFICATION, under the terms of the PUBLIC NOTICE;
 - II. Does not fail to comply with any restrictions on participation in the BIDDING provided for in the PUBLIC NOTICE;

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- III. Knows and accepts the terms and conditions of the Concession Agreement and the PUBLIC NOTICE; and
- IV. It has not entered into a commitment with any other bidder or consortium, participating in the auction provided for by the PUBLIC NOTICE exclusively together with the BIDDER.

6. BIDDER's Statements

6.1. By entering into this Commitment, the BIDDER declares that:

- I. It is not exempt from fully complying with the obligations arising from the CONTRACT, without delays or irregularities in the execution of its object, due to the contract entered into with the QUALIFIED PROFESSIONAL;
- II. Is exclusively liable to the GRANTING AUTHORITY for compliance with the Concession Agreement, the PUBLIC NOTICE and the applicable legislation, despite any agreements established with the QUALIFIED PROFESSIONAL for the right of recourse;
- III. Took steps to verify compliance with the minimum experience requirements of the QUALIFIED PROFESSIONAL to comply with the TECHNICAL QUALIFICATION, under the terms of the PUBLIC NOTICE;
- IV. It took steps to verify that the QUALIFIED PROFESSIONAL does not violate any restrictions on participation in the BIDDING provided for by the PUBLIC NOTICE; and
- V. It will not replace the QUALIFIED PROFESSIONAL indicated in the BID until the signature of the Concession Agreement.

7. Additional Provisions

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- 7.1. The Definitive Agreement will have its validity and effectiveness subject to the execution of the Concession Agreement by the BIDDER.
- 7.2. Once the Concession Agreement is signed, if the QUALIFIED PROFESSIONAL [resigns from his position or intends to terminate the Definitive Agreement] or if the BIDDER wishes to replace the QUALIFIED PROFESSIONAL, the QUALIFIED PROFESSIONAL must continue to perform his activities for a period of thirty (30) days.
- 7.3. The termination, replacement or change in the scope of the Definitive Agreement must be communicated within five (5) days to the GRANTING AUTHORITY. Changes may be refused by the GRANTING AUTHORITY, if they lead to non-compliance with the qualification conditions required in the BIDDING, without prejudice to the application of sanctions under the terms of the Concession Agreement.
- 7.4. The QUALIFIED PROFESSIONAL must provide any and all information that may be requested by the BIDDER in relation to the services provided.
- 7.5. The QUALIFIED PROFESSIONAL shall provide the services in accordance with the Concession Agreement, and shall maintain during its execution, as applicable, the conditions set forth in the Concession Agreement.
- 7.6. The QUALIFIED PROFESSIONAL shall keep confidential any data, information and documents of the BIDDER that may become aware of or have access to it, except when such data, information or documents are in the public domain.

[BIDDER]

[Legal Representative]

RG: [--]

CPF: [--]



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[QUALIFIED PROFESSIONAL]

[Legal Representative]

RG: [--]

CPF: [--]