

BID NOTICE N.° 01/2020

EDITAL

PREÂMBULO

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BID NOTICE

PREAMBLE

The English version of this Bid Notice is not binding to the parties. The Portuguese version of the document is the only official version of the auction and it is binding to all stakeholders. Should any interpretation doubt arise between this English version and the Portuguese version of this Bid Notice, the Portuguese version shall prevail, as the only official document for the auction.

BID NOTICE N.º 01/2020

Administrative concession for the provision of public lighting services in the City of Aracaju/SE, including the development, modernization, expansion, energy efficiency, operation, and maintenance of the Municipal Public Lighting Network.

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PART I –GENERAL DISPOSITIONS

The Municipality of Aracaju, through the Municipal Secretariat of Planning, Budget and Management (SEPMLOG), makes public, through this Concession Bid Notice No. 01/2020, the conditions of PUBLIC BIDDING, processed by international bidding process, to the hiring of public-private partnership by the Municipal Secretariat of Infrastructure – SEMINFRA, as an Administrative Concession, with the purpose of selecting the best proposal for the delegation of public lighting services in the City of Aracaju, including the development, modernization, expansion, energy efficiency, operation and maintenance of the MUNICIPAL PUBLIC LIGHTING NETWORK.

This PUBLIC TENDER will be governed by the rules provided for in this BID NOTICE and its APPENDIX, and by the Municipal Law No. 4.476, dated December 26, 2013; Municipal Law No. 5.285, dated December 18, 2019; Federal Law No. 8.987, of February 13, 1995, Federal Law No. 8.666, of June 21, 1993; Federal Law No. 11.079, of December 30, 2004; Normative Resolution No. 414, of September 9, 2010, from the Nacional Electric Energy Agency – ANEEL and subsequent changes, and other current rules on the matter. References to the rules applicable in Brazil and those applicable especially to this BID NOTICE shall also be understood as references to the legislation that modify or replace them.

The BIDDERS take cognizance to all these rules and agree to be susceptible to the stipulations, the system of penalties provided for in them and other rules contained even if not expressly transcribed in this instrument or in its APPENDIX.

The Administrative Concession referred to here was authorized by Municipal Law No. 4.476, dated December 26, 2013, changed by the Municipal Law No. 5.285, dated December 18, 2019, in charge of establishing the conditions and procedures for the delegation and granting of SERVICES.

This Administrative Concession was defined as a priority by the Managing Council of the Public-Private Partnerships Program, and the PUBLIC TENDER was duly authorized, according to the Municipal Law No. 4.476, dated December 26, 2013, changed by the Municipal Law No. 5.285, dated December 18, 2019, and considered the publication of Resolution the No 02/2020 of the Managing Council of Municipal Program of Public-Private Partnership (PROMPPP) in the Official Gazette of the Municipality, dated June, 01, 2020.

The documents attached to the Administrative Proceeding No. 37.714/2020 proving the fulfillment of the requirements prior to carrying out this bidding procedure, provided for in Article 10 of the Federal Law No. 11;079, of December 30, 2004, as well as in the Municipal Law No. 4.476, dated December 26, 2013, notably: (i) authorization from the Municipal Secretariat of Infrastructure - SEMINFRA (ii) estimate of the financial budgetary impact in the years in which this CONTRACT is in force; (iii) statement by the originator of the expenditure about the compatibility of the expenses with the Budgetary Guidelines Law, with the Annual Budgetary Law and with the provision of the object in the Pluriannual Plan in force; (iv) estimate of the flow of public funds sufficient to fulfill, during the term of the CONTRACT and per financial year, the obligations contracted by the Public Administration.

The Project and its documents, including the BID NOTICE and the CONTRACT, were submitted into Public Consultation, in the period from January 24, 2020 to February 23, 2020, informed to the public through publication in the DOM, in major newspapers circulation, and on the website www.aracaju.se.gov.br, in accordance with Article 10, item VI, of Federal Law No. 11.079, of December 30, 2004.

The BIDDING was preceded by a Public Hearing, held on the date of February 19, 2020, at the Governmental Center Prefeito Aloísio's Auditorium located in Rua Frei Luis Canelo de Noronha, nº 42, Conjunto Costa e Silva, Bairro Ponto Novo – CEP 49097-270, Aracaju/SE, in accordance with Article 39, of the Federal Law No. 8.666, of June 21, 1993.

The BIDDING will be processed by reversing the order of the qualification and judgment phases, in the form of Article 13, of the Federal Law No. 11.079, of December 30, 2004.

The judgment criterion will be the lowest value of the MAXIMUM MONTHLY PAYMENT to be paid by the GRANTING AUTHORITY to the CONCESSIONAIRE. The proposals and other documents required to participate in the BIDDING will be received on August 04, 2020, at the time of 10:00 a.m. until 2:00 p.m., at the headquarters of B3, located in Antônio Prado Square, 48, City Center, São Paulo, State of São Paulo. After the receipt of ENVELOPES at B3 headquarters, the BIDDING PERMANENT COMMISSION will proceed to the opening and analysis of “ENVELOPE 1 – PROPOSALS GUARANTEES, DOCUMENTS OF REPRESENTATION AND DECLARATION”, releasing the result of the analysis according to this BID NOTICE. The opening of COMMERCIAL PROPOSALS will occur during the PUBLIC BIDDING SESSION, to be held on August 14, 2020, at B3 headquarters; subsequently, the QUALIFICATION DOCUMENTS of the BIDDER rated in first place will be opened.

The BID NOTICE of this Administrative Concession, its APPENDIX, as well as all information, studies, and projects available about the Public Lighting project can be obtained: (i) in electronic media, for free (ii) by physical, against payment, at the Municipal Secretariat of Infrastructure - SEMINFRA, located at Augusto Franco Avenue, 3340, Ponto Novo, ZIP-CODE 49047-040, in business days, from 07 am to 13 pm; (ii) on the website www.aracaju.se.gov.br, for free; and (iii) in the Data Room indicated on the website, for free; considering the rules foreseen for this purpose in this BID NOTICE regarding the availability of information and studies.

All expenses and/or costs incurred by the BIDDERS as a result of this BIDDING will occur at its own cost, being their exclusive responsibility and risk. The GRANTING AUTHORITY shall be exempt from any liability or compensation, regardless of the result of the BIDDING.

PART II – DEFINITIONS AND INTERPRETATION

1. For the purposes of this BID NOTICE and its APPENDIX, and without prejudice to other definitions established herein, the following definitions apply to the corresponding expressions:

- (i) **AWARDED BIDDER:** the BIDDER whose the BIDDING object is awarded;
- (ii) **AFFILIATES:** relationship of a person or investment fund with any other person or investment fund that is characterized as CONTROLLERS or SUBSIDIARIES or under common control, directly or indirectly.
- (iii) **APPENDIX OF THE CONTRACT DRAFT:** each document attached at the CONTRACT draft;
- (iv) **APPENDIX:** document that constitutes an integral part of this BID NOTICE;
- (v) **CONCESSION AREA:** area corresponding to the entire territory of the MUNICIPALITY, encompassing all PUBLIC LIGHTING POINTS and all the infrastructure of the MUNICIPAL PUBLIC LIGHTING NETWORK contained within this territorial boundary;
- (vi) **HIGHER AUTHORITY:** authority in charge of developing a valid judgment on the acts practiced in the BIDDING, with respect to the observance of constitutional and legal rules, being responsible for the potential review of administrative appeals, as well as for the approval of the bid and award of the object of the BIDDING;
- (vii) **B3:** *B3 SA - Brazil, Bolsa, Balcão*, located in the Municipality of São Paulo, State of São Paulo, at Antônio Prado Square, 48 – City Center, Postal Code 01010-901, responsible for providing specialized services in technical advisory and operational support related to the procedures necessary for the tender;
- (viii) **COCIP:** Contribution to the Cost of the public lighting, instituted by the MUNICIPALITY;

- (ix) COLLIGATED: any person or fund submitted to the significant influence of another person or fund. There is significant influence when the power to participate in the financial or operating policy decisions of the investee is held or exercised without controlling it. Significant influence is assumed when there is ownership of 20% (twenty percent) or more of the voting capital of the investee without controlling it;
- (x) PERMANENT BIDDING COMMISSION: commission designated by the Ordinance No 104/SEPLOG, January, 09, 2020, which will be responsible for receiving, examining and judging all documents and conducting the procedures related to the BIDDING;
- (xi) CONCESSION: Administrative Concession for the provision of SERVICES, under the provisions, terms and conditions established in the CONTRACT draft and its APPENDIX;
- (xii) CONCESSIONAIRE: Specific Purpose Company - SPC, as established in this BID NOTICE, to be constituted in accordance with the laws of the Federative Republic of Brazil, with the sole purpose of operating the CONCESSION;
- (xiii) CONCESSION: bidding procedure established by the BID NOTICE;
- (xiv) QUALIFICATION CONDITIONS: conditions to be observed and fulfilled by the participants of this PUBLIC TENDER relating to LEGAL QUALIFICATION, TAX AND LABOR REGULARITY, TECHNICAL QUALIFICATION and ECONOMIC-FINANCIAL QUALIFICATION;
- (xv) CONSORTIUM: group of legal entities that come together to add technical, economic and financial training to participate in the BIDDING, who are jointly responsible for fulfilling the obligations arising from the BIDDING;
- (xvi) BOUND ACCOUNT: bank account owned by the CONCESSION AUTHORITY, opened by the DEPOSITORY FINANCIAL INSTITUTION, with exclusive movement by the DEPOSITORY FINANCIAL INSTITUTION, as established in the CONTRACT, assigned to receive the revenue from the COCIP collected by DISTRIBUTION COMPANY, make payments and recompute the MINIMUM BALANCE OF THE RESERVE ACCOUNT, as contracted with the DEPOSITORY FINANCIAL INSTITUTION;

- (xvii) RESERVE ACCOUNT: bank account owned by the GRANTING AUTHORITY, opened by the DEPOSITORY FINANCIAL INSTITUTION, with exclusive movement by the DEPOSITORY FINANCIAL INSTITUTION, under the terms set forth in the CONTRACT, which composition and recomposition of the minimum balance shall be equivalent to the dispositions of APPENDIX 12;
- (xviii) EFFECTIVE MONTHLY PAYMENT: amount due monthly to the CONCESSIONAIRE for the performance of the CONTRACT, to be paid by the GRANTING AUTHORITY and calculated after the verification of the GENERAL PERFORMANCE INDEX and CONCESSION MILESTONES, according to APPENDIX 5, 8 and 9, of the the CONTRACT draft;
- (xix) MAXIMUM MONTHLY PAYMENT: MONTHLY PAYMENT, consisting of the installments of MAXIMUM MONTHLY PAYMENT – PORTION A and MAXIMUM MONTHLY PAYMENT – PORTION B, which the BIDDER expects to receive for the provision of the CONCESSION SERVICES, after the implementation of all CONTRACT MILESTONES set forth in the CONTRACT and considering compliance with the GENERAL PERFORMANCE INDEX of APPENDIX 8 and PAYMENT MECHANISM of APPENDIX 9, of the CONTRACT draft;
- (xx) MAXIMUM MONTHLY PAYMENT – PORTION A: portion of the MAXIMUM MONTHLY CONSERVATION due to the CONCESSIONAIRE in accordance with the fulfillment of the CONCESSION MILESTONES, as provided in the CONTRACT;
- (xxi) MAXIMUM MONTHLY PAYMENT – PORTION B: portion of the MAXIMUM MONTHLY PAYMENT due to the CONCESSIONAIRE from the beginning of Phase I, as provided for in the CONTRACT;
- (xxii) CONTRACT: is the Administrative Concession CONTRACT, corresponding to APPENDIX 1, of this BID NOTICE;
- (xxiii) CONTROLLER: any person or investment fund whose CONTROL is exercised by another person or investment fund;
- (xxiv) SUBSIDIARY: any person, investment fund or supplementary pension entity that exercises CONTROL over another person or investment fund;

- (xxv) CONTROL: Power held by a person or group of persons bound by a voting agreement or under common control, directly or indirectly, individually or jointly: (i) to exercise, on a permanent basis, rights that ensure a majority of votes in the corporate resolutions and to elect the majority of the administrators or managers of another person, investment fund or supplementary pension entities, as the case may be; and/or (ii) effectively direct the corporate activities and guide the operation of the bodies of another person, investment fund or supplementary pension entity;
- (xxvi) EFFECTIVE DATE: date on which the CONTRACT will become fully effective, as provided for in Clause 5 of the CONTRACT;
- (xxvii) ENVELOPES DELIVERY DATE: August, 04, 2020, between 10:00 a.m. and 2:00 p.m., date and period in which ENVELOPES 1, 2 and 3 shall be delivered at B3 headquarters by the BIDDERS;
- (xxviii) PUBLIC SESSION DIRECTOR: B3 representative who will conduct the PUBLIC BIDDING SESSION, representing the PERMANENT BIDDING COMMISSION, according to the BID NOTICE;
- (xxix) QUALIFICATION DOCUMENTS: set of documents listed in the BID NOTICE, to be mandatorily presented by BIDDERS intended to prove their LEGAL QUALIFICATION, FISCAL AND LABOR REGULARITY, ECONOMIC-FINANCIAL QUALIFICATION AND TECHNICAL QUALIFICATION, in accordance with the BID NOTICE;
- (xxx) DOM: Official Gazette of the Municipality of Aracaju;
- (xxxi) BID NOTICE: This Concession Bid Notice No. 01/2020 and all its APPENDIX;
- (xxxii) PREDECESSOR COMPANY: it is one that has been the object of corporate reorganization with the business succession in relation to the BIDDER, or that has properly transferred its technical collection to the BIDDER characterized by the access to databases systems and information on activities and projects previously performed;

- (xxxiii) ENVELOPE: enclosure containing the documents for participation in the BIDDING (called the PROPOSAL GUARANTEE, COMMERCIAL PROPOSAL and QUALIFICATION DOCUMENTS);
- (xxxiv) PERFORMANCE FACTOR: factor of adjustment of the consideration to the performance presented by the CONCESSIONAIRE based on the GENERAL PERFORMANCE INDEX determined in the quarter prior to the payment, according to the rules and guidelines presented in APPENDIX 8 and 9 of the CONTRACT;
- (xxxv) PROPOSAL GUARANTEE: the guarantee of compliance with the proposal to be presented by the BIDDERS in order to ensure the maintenance of the COMMERCIAL PROPOSAL, under the terms of this BID NOTICE;
- (xxxvi) PERFORMANCE BOND: the guarantee of the faithful fulfillment of the CONTRACT obligations, to be maintained by the CONCESSIONAIRE in favor of the GRANTING AUTHORITY, in the amounts and under the terms defined in the CONTRACT;
- (xxxvii) ECONOMIC GROUP: for the purposes of this NOTICE, the PROPONENT'S economic group comprises the ASSOCIATED, SUBSIDIARIES and CONTROLLERS, under common or simple participation, under the terms of Article 1,097 and following, of Federal Law No. 10.406, of January 10, 2002 (Brazilian Civil Code) and Article 278, of Federal Law No. 6.404, of December 15, 1976, and companies or investment funds that have directors, managers or shareholders (with more than 1% (one percent) of participation) or common legal representatives, as well as those that depend economically or financially on another company or investment fund, in addition to companies or investment funds subject to the same global structure, including global knowledge sharing, governance and corporate policy;
- (xxxviii) ECONOMIC-FINANCIAL QUALIFICATION: documentation necessary to prove economic-financial qualification for contracting with the Public Administration;
- (xxxix) LEGAL QUALIFICATION: documentation necessary to prove legal qualification for hiring with the Public Administration;
- (xl) TECHNICAL QUALIFICATION: documentation necessary to prove technical qualification for contracting with the Public Administration;

- (xli) PUBLIC LIGHTING: service that has the exclusive objective of providing clarity to public places and goods of common use, periodically, continuously, or potentially, includes SPECIAL LIGHTNING, except those aim at any form of advertising or publicity, for carrying out activities aimed at interests economical and services of traffic lights, radars and traffic monitoring cameras;
- (xlii) GENERAL PERFORMANCE INDEX: set of criteria and technical specifications contained in APPENDIX 8, of the CONTRACT draft, referring to the quality goals of the provision of CONCESSION SERVICES, which will be used to determine the PERFORMANCE FACTOR;
- (xliii) DEPOSITARY FINANCIAL INSTITUTION: official financial institution in which the BOUND ACCOUNT and the RESERVE ACCOUNT will be opened, contracted by the GRANTING AUTHORITY, for the provision of custody, management and administration services of the amounts used in the CONCESSION for the payment of the EFFECTIVE MONTHLY PAYMENT in favor of the CONCESSIONAIRE, under the terms of this CONTRACT;
- (xliv) IPCA: Broad National Consumer Price Index (*Índice Nacional de Preços ao Consumidor Amplo - IPCA*), released by the Brazilian Institute of Geography and Statistics (*Instituto Brasileiro de Geografia e Estatística – IBGE*);
- (xlv) BIDDING: administrative procedure promoted by the MUNICIPALITY to select, from among the COMMERCIAL PROPOSALS presented, the one that is most advantageous for the Municipal Public Administration, based on the criteria provided for in this BID NOTICE;
- (xlvi) LUMINAIRE: equipment consisting of a light emitting module and other components, responsible for directing, fixing and protecting the light source and its auxiliary lighting, operation and control devices;
- (xlvii) B3 PROCEDURES MANUAL: document attached to the BID NOTICE, including guidelines, rules and template documents for PROPOSAL GUARANTEE, operational procedures, as well as all other procedures related to the tender to be conducted under B3's advisory;

- (xlviii) CONCESSION MILESTONES: set of deliveries provided for in the CONTRACT and its APPENDIX;
- (xlix) MUNICIPALITY: City of Aracaju/SE;
- (l) SUBCONTRACTED OPERATOR: Individual or legal entity hired by the CONCESSIONAIRE to perform technical supervision of the provision of the SERVICES or the provision of the SERVICES itself. In any case, the CONCESSIONAIRE will assume joint and several liability, remaining fully responsible for the services provided by the SUBCONTRACTED OPERATOR. For CONTRACT purposes, the obligations related to the CONCESSIONAIRE also reach the SUBCONTRACTED OPERATOR;
- (li) ACCREDITED PARTICIPANTS: Brokerage companies or distributors qualified to operate at B3, contracted by the BIDDERS, through an intermediation contract, to represent them in all acts related to the BIDDING with B3;
- (lii) GRANTING AUTHORITY: MUNICIPALITY, whose powers, during the BIDDING process and during the performance of the CONTRACT, will be exercised by the Municipal Secretariat of Infrastructure;
- (liii) CONCESSION TERM: the term of 13 (thirteen) years, counted from the EFFECTIVE DATE, admitting its possible extension, according to the current legislation;
- (liv) BIDDER: any legal entity, including investment fund or supplementary pension fund, that participates in the PUBLIC TENDER, either alone or in CONSORTIUM, in accordance with the provisions of the BID NOTICE;
- (lv) COMMERCIAL PROPOSAL: the MAXIMUM MONTHLY PAYMENT amount offered by the BIDDER, according to the BID NOTICE;
- (lvi) MUNICIPAL PUBLIC LIGHTING NETWORK: set of equipment that make up the PUBLIC LIGHTING infrastructure;
- (lvii) FISCAL AND LABOR REGULARITY: attribute resulting from the presentation and acceptance of the necessary documentation to prove the tax and labor qualification for contracting with the Public Administration;

- (lviii) ACCREDITED REPRESENTATIVES: people authorized to represent the BIDDERS in all acts related to PUBLIC TENDER;
- (lix) MINIMUM BALANCE OF THE RESERVE ACCOUNT: Number of MAXIMUM MONTHLY PAYMENTS that must be kept in the RESERVE ACCOUNT throughout the CONCESSION, in accordance with APPENDIX 12;
- (lx) SERVICES: PUBLIC LIGHTING services in the MUNICIPALITY, including the development, modernization, expansion, energy efficiency, operation and maintenance of the MUNICIPAL PUBLIC LIGHTING NETWORK as provided in the CONTRACT and its APPENDIX to the CONTRACT draft;
- (lxi) PUBLIC BIDDING SESSION: procedures for price dispute and classification related to the CONCESSION of SERVICES in the MUNICIPALITY, to be held on August 14, 2020, starting at 10:00 am, at B3 headquarters;
- (lxii) SPECIFIC PURPOSE COMPANY: Specific Purpose Company – SPC to be constituted by the winning BIDDER, in the form of a corporation, that will sign the CONTRACT with the MUNICIPALITY; and
- (lxiii) CONTRACT VALUE: sum of all MAXIMUM MONTHLY PAYMENTS due by GRANTING AUTHORITY to the CONCESSIONAIRE through the CONCESSION TERM;
- (lxiv) INDEPENDENT VERIFIER: legal entity to be hired by the CONCESSIONAIRE to provide support to the contractual monitoring process, under the terms of this BID NOTICE and CONTRACT specially to assess the GENERAL PERFORMANCE INDEX and attainment of the CONCESSION MILESTONES.

1.1. Except when the context does not allow such an interpretation:

- (i) The BIDDING definitions will also be applied in singular and plural forms;
- (ii) The titles of the chapters and items of the BID NOTICE and its APPENDIX must not be used in their application or interpretation;

- (iii) In case of divergence between the BID NOTICE and the APPENDIX, the provisions of the BID NOTICE will prevail;
- (iv) In case of divergence between the APPENDIX, the ones issued by the GRANTING AUTHORITY will prevail ;
- (v) In case of divergence between the APPENDIX issued by the GRANTING AUTHORITY, the most recent date will prevail;
- (vi) References to timetables refer to the Official Brasilia time;
- (vii) In case of divergence between:
 - (a) Printed documents and those recorded on electronic media, printed texts will prevail; and
 - (b) Numbers and their full text, the full text will prevail.

PART III – APPENDIX LIST

1. For all purposes, the following APPENDIX are part of the BID NOTICE:
 - 1.1. APPENDIX 1 - REQUEST FOR CLARIFICATIONS TEMPLATE
 - 1.2. APPENDIX 2 – WRITTEN COMMERCIAL PROPOSAL
 - 1.3. APPENDIX 3 – LETTER OF PRESENTATION OF QUALIFICATION DOCUMENTS TEMPLATE
 - 1.4. APPENDIX 4 – DECLARATIONS OF INDEPENDENT PROPOSAL DRAFTING; OR SERVICE TO ARTICLES 7, ITEM XXXIII, OF THE FEDERAL CONSTITUCION; NON-EXISTING FAILURE, JUDICIAL, EXTRAJUDICIAL, OR INSOLVENCY RECOVERY, OF ABSENCE OF IMPEDIMENT TO PARTICIPARE IN THE BIDDING; AND OF FINANCIAL CAPACITY
 - 1.5. APPENDIX 5 – POWER OF ATTORNEY TEMPLATE
 - 1.6. APPENDIX 6 – CONTRACT DRAFT
 - 1.7. APPENDIX 7 – BIDDING SCHEDULE
 - 1.8. APPENDIX 8 – DECLARATION REFERENT TO THE MUNICIPAL LAW No. 1.789/1992; THE MUNICIPAL LAW No. 2.457/96
 - 1.9. APPENDIX 9 – DECLARATION OF CIVIL AND ADMINISTRATIVE RESPONSABILITY
 - 1.10. APPENDIX 10 – TEMPLATE FOR FORMAL DECLARATION OF EXPRESS SUBMISSION TO BRAZILIAN LEGISLATION AND DISCLAIMER OF CLAIMS BY DIPLOMATIC MEANS
 - 1.11. APPENDIX 11 – DECLARATION OF EQUIVALENCE LETTER TEMPLATE

1.12. APPENDIX 12 – B3 PROCEDURAL MANNUAL

1.13. APPENDIX 13 – DECLARATION ABOUT THE ATTENDANCE OF PRERROGATIVES CONCERNING DRAW CRITERIA PURSUANT TO ARTICLE 3, PARAGRAPH 2, OF THE FEDERAL LAW No. 8.666, OF JUNE 21, 1993

PART IV – PUBLIC TENDER RULES

1. NOTICE OBJECT

1.1. The BID NOTICE object is the delegation, by an Administrative Concession, of SERVICES of LIGHTING PUBLIC in the MUNICIPALITY, including the development, modernization, expansion, efficiency energy, operation and maintenance of the MUNICIPAL LIGHTING PUBLIC NETWORK, as provided at the CONTRACT draft and its APPENDIX.

1.2. The specification of the object below mentioned is found in the CONTRACT and in its APPENDIX, notably at APPENDIX 5,6 and 7.

1.3. The performance of the object must obey the dispositions of rules, standards, and other procedures that provided at the applicable legislation, in the following BID NOTICE and its APPENDIX, such as in the documentation presented by the CONTRACTOR BIDDER.

2. ACCESS TO THE PUBLIC TENDER INFORMATIONS

2.1. The BID NOTICE, its plans and formularies could be obtain, exclusively: (i) electronic media, for free; (ii) in paper form, through payment, directly at the Secretariat of Infrastructure - SEMINFRA, located in Augusto Franco Avenue, 3340, Ponto Novo, ZIP CODE 49047-040, in the period of 07 am to 13 pm, in business day, clarifications can be requested to Sir. Ubiratan Barreto dos Santos by the phone number (+55 79) 3179-1621; (iii) in the website www.aracaju.se.gov.br, for free; or (iii) in the Data Room indicated in the website, for free.

2.1.1. The documentation provide to the BIDDERS cannot be reproduced, disclosed or used, total or partial, for any other purposes than the expressly mention at this NOTICE.

2.1.2. Any sourcing of documents in a different way other than the indicated in Subitem 2.1, above, does not generate any responsibility to the GRANTING AUTHORITY.

2.1.3. To access the Data Room with documents of the CONCESSION, the interested party should send a message to pppip@ifc.org. The message must contain the name, the company and e-mail of all that wants to have access to the platform.

2.2. The obtention of the BID NOTICE its not a condition for participating in the BIDDING, but the participation presuppose the acceptance to all terms and conditions of the BID NOTICE, as predicted in Item 6, below.

2.3. The BIDDERS are integrally responsible by the direct analyses of all data and information about the CONCESSION, such as the exam of actual condition of bound assets to the CONCESSION and others physical structure related to the SERVICES, being at its charge, still, to support all costs and expenses related to the necessary requirements for the elaboration of the COMMERCIAL PROPOSAL, as well as the participation in the PUBLIC TENDER.

2.3.1. The information, studies, research, investigations and surveys, projects, plans and others documents or data, related to the MUNICIPAL LIGHTING PUBLIC NETWORK and its development, modernization, expansion, energy efficiency, operation and maintenance were realized and obtained with the sole purpose of pricing the CONCESSION, not presenting for the potential BIDDERS, any linked vinculum or effect in the point of view of the responsibility of the GRANTING AUTHORITY in face to the BIDDERS or future CONCESSIONAIRE.

2.4. The interested parties are fully responsible for the analysis of all instruction, conditions, exigences, laws, decrees, norms, specifications, and regimentations applicable at the BIDDING and into the CONCESSION.

3. REQUEST FOR BID NOTICE CLARIFICATIONS

3.1. In case of any interested party needs further clarification on the BID NOTICE, they should request them from the BIDDING PERMANENT COMMISSION until 13:00 p.m., of July 24, 2020, as follows:

- (i) By means of correspondence addressed to the electronic address colic.ccl@aracaju.se.gov.br, accompanied by the file containing the questions formulated, in “doc.” format, according to the template included in APPENDIX 1, of the BID NOTICE; or
- (ii) By means of correspondence filed with the Secretariat of Infrastructure, addressed to the President of the PERMANENT BIDDING COMMISSION, containing the questions according to the template included in APPENDIX 1, printed and in electronic

format, in a pendrive, with the corresponding file recorded in format ‘doc.’, according to the template included in APPENDIX 1, of the BID NOTICE.

3.1.1. Each clarification will be attributed with a specific number, in the formatted of APPENDIX 1, of the BID NOTICE, been referred at the answers given by the BIDDING PERMANENT COMMISSION.

3.2. The BIDDING PERMANENT COMMISSION will not answer questions that have been formulated in disagreement as provided for in Subitem 3.1, above.

3.3. The answers of the BIDDING PERMANENT COMMISSION, of the complementary clarifications will be disclosed at the website www.aracaju.se.gov.br, in up 5 (five) days previous of the ENVELOPES DELEVERY DATE, without the identification of the responsible for the requirement for clarifications.

3.3.1. The responses of the BIDDING PERMANENT COMMISSION to the clarifications will only change the date of the PUBLIC BIDDING SESSION, when the change made in the BID NOTICE, resulting from the answer to the clarifications, unequivocally affects the conditions of offer of the PROPOSAL GUARANTEE, preparation of the COMMERCIAL PROPOSAL and / or the presentation of the required QUALIFICATION DOCUMENTS, in which case the BID NOTICE will be republished, restarting the terms provided for therein, as provided for in Article 21, paragraph 4, of Federal Law No. 8.666, of June 21, 1993.

3.4. The BIDDERS may also withdraw a copy of the minutes of clarification about the BID NOTICE in the BIDDING PERMANENT COMMISSION room, located at the headquarters of the Secretariat of Infrastructure-SEMINFRA.

3.5. All correspondence related to the NOTICE sent to the BIDDING PERMANENT COMMISSION will be considered as delivered on the date of its receipt by the recipient, except those received after 1:00 p.m. of July, 24, 2020, including the case of correspondence addressed to an electronic address, which will be deemed received in the immediately following business day.

3.6. All responses from the BIDDING PERMANENT COMMISSION to requests for clarification made under the terms of this Subitem will be included in the minutes, which will form an integral part of this BID NOTICE.

3.7. In the absence of requests for clarification on the BIDDING, it is assumed that the elements provided in the BID NOTICE are sufficiently clear and precise for all acts to be carried out within the scope of the BIDDING, with no right for the BIDDERS to request any further clarification.

4. OBJECTION TO THE BID NOTICE

4.1. Under penalty of the decadence of this right, any challenge to the BID NOTICE could be filed and sent to the e-mail colic.ccl@aracaju.se.gov.br, or, alternatively, filed at the headquarters of the Secretariat of Infrastructure, located at Augusto Franco Avenue, 3340, Ponto Novo, between 07 a.m. to 01:00 p.m. as follows:

4.1.1. By any person, within 5 (five) business days prior to the date of receipt of ENVELOPES, as provided for in Subitem 8.1, of the BID NOTICE; or

4.1.2. For occasional BIDDERS of the PUBLIC TENDER, up to 2 (two) business days prior to the date of receipt of ENVELOPES, as provided for in Subitem 8.1, of the BID NOTICE.

4.2. The objections to the BID NOTICE must be exclusively written, duly initialed and signed by the person in charge, and , in the case of a legal entity, by its legal representative or attorney-in-fact, addressed to the President of the BIDDING PERMANENT COMMISSION and delivered in the place and deadlines mentioned above, observing the legal conditions, containing the General Taxpayers' Registry (CNPJ / CPF), the corporate name/full name. telephone number(s) and electronic address of the interested.

4.3. The timely objection will not prevent the interested to participate in the PUBLIC TENDER.

4.4. The BIDDING PERMANENT COMMISSION will disclose the result of the objection judgment published in the DOM.

4.4.1. Within 3 (three) working days if presented in the form of Subitem 4.1.1, of the BID NOTICE; or

4.4.2. Within 1 (one) business day before the ENVELOPES DELIVERY DATE is presented in the form of Subitem 4.1.2, of the BID NOTICE.

4.5. The opinion of the BIDDING PERMANENT COMMISSION favorable to the objection will only change the ENVELOPES DELIVERY DATE when the amendment to the BID NOTICE affects the conditions of the PROPOSAL GUARANTEE, the elaboration of COMMERCIAL PROPOSAL, or the presentation of QUALIFICATION DOCUMENTS required, hypothesis in which the BID NOTICE will be republished, restarting the minimum terms provided therein, as provided for in Article 21, paragraph 4, of Federal Law No. 8.666, of June 21, 1993.

5. CONCESSION TERM AND VALUE

5.1. The CONCESSION will have the term of 13 (thirteen) years, counted from the EFFECTIVE DATE, as established in the CONTRACT draft, which may be extended under the terms of the law.

5.2. The estimated value of the CONTRACT is R\$ 256,949,057.43 (two hundred fifty-six million nine hundred forty-nine thousand fifty-seven reais and forty-three cents), base date of May, 2020, equivalent to the sum of the CONCESSIONAIRE's total revenues projected for the CONCESSIONS TERM, in constant price values, based on the value to be perceived by the payment of the MAXIMUM MONTHLY PAYMENT, as provided for in Subitem 11.1.2 (vi).

5.3. The estimated value of the CONTRACT is for reference only and cannot be invoked by the BIDDER for any purpose, nor by the CONCESSIONAIRE to support claims for recompositing of the economic-financial balance.

6. CONDITIONS OF PARTICIPATION

6.1. May participate of the PUBLIC TENDER, according to the BID NOTICE, isolated or in a CONSORTIUM, Brazilian or foreign companies, authorized or not to operate in Brazil, which fully satisfy all the terms and conditions of the BID NOTICE, including the applicable legislation.

6.1.1. For the purposes of this BID NOTICE, equate to companies and, therefore, their participation will be admitted in this BIDDING, the closed and/or open supplementary pension entities, financial intuitions, foundations, investment funds and companies with the financial investor activity will be admitted this BIDDING.

6.2. May not participate in this PUBLIC TENDER the legal entities that, isolated or in CONSORTIUM, direct or indirect:

- (i) Have been declared disreputable to bid or contract with the Public Administration;
- (ii) Are suspended from the right to participate in biddings and are prevented from contracting with the Public Administration of the MUNICIPALITY;
- (iii) Whose manager(s) or responsible technician(s) is (are) or has (have) been, in the last 180 (one hundred and eighty) days prior to the date of publication of the BID NOTICE, server (es) occupant(s) of position(s) or employments(s) in contracting bodies or entities responsible for the PUBLIC TENDER, or public agent(s) prevented from contracting with the Public Administration due to constitutional or legal prohibition;
- (iv) Are under judicial or extrajudicial reorganization regime, insolvency, temporary special administration or intervention, and also, whose bankruptcy has been decreed by judicial sentence, except for the provision set forth in Subitem 6.2.1;
- (v) Have incurred the penalty of interdiction of rights for environmental crim, pursuant to Article 10, of the Federal Law No. 9.605, of February 12, 1998;
- (vi) Are under the intervention of the National Superintendence of Complementary Welfare (“*Superintendência Nacional de Previdência Complementar – PREVIC*”) or any agency that replaces it;
- (vii) Have been included in the registers referred to in Articles 22 and 23, of the Federal Law No. 12.846, of August 1, 2013;
- (viii) Have been contracted by the International Finance Corporation – IFC for the preparation of the studies that served as basis for the structuring of this CONCESSION; and

- (ix) Have, with the legal entity referred to in paragraph (viii) above, a technical, commercial, economic, financial or labor bond related to the assessment of the CONCESSION and/or the formulation of proposal in this BIDDING.

6.2.1. In the case of a legal entity that is undergoing judicial or extrajudicial reorganization, their participation in the PUBLIC TENDER will be admitted, as long as their economic and financial capacity is demonstrated in the qualification phase.

6.2.1.1. Proof of economic and financial capacity, referred to in Subitem 6.2.1 above, must be made by demonstrating that the judicial recovery plan has been approved by creditors and judicial recovery has been granted in court or, in the case of extrajudicial recovery, through demonstration that the extrajudicial recovery plan was approved by the competent court.

6.2.2. The restrictions set forth in items (viii) and (ix), of Subitem 6.2, above, also apply to the CONTROLLERS, SUBSIDIARIES, AFFILIATES and/or entities under common CONTROL of the legal entities contracted by the International Finance Corporation - IFC and by the Fund for Supporting the Structuring of Concession and PPP Projects (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – FEP*”), managed by *Caixa Econômica Federal*, for the structuring of this CONCESSION, and other concessions related to the public lighting sector structured by CONTROLLERS, SUBSIDIARIES, AFFILIATES and / or entities under common CONTROL of legal entities hired by the International Finance Corporation - IFC and by the Fund for Supporting the Structuring of Concession and PPP Projects (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – FEP*”), as well as for individuals and other legal entities that have participated in the preparation of the technical studies carried out for structuring of the CONCESSION.

- 6.3. If the BIDDER participates through a CONSORTIUM, the following rules must be observed, without prejudice to others existing in the BID NOTICE:

6.3.1. Each consortium member must individually meet the requirements relating to LEGAL QUALIFICATION, TAX AND LABOR REGULARITY contained in the BID NOTICE;

6.3.2. Each consortium member must individually meet the requirements for ECONOMIC-FINANCIAL QUALIFICATION, except for those relating to the

PROPOSAL GUARANTEE, which may be met individually by one consortium member or divided by the different consortium members, as provide for in Subitem 10.6;

6.3.3. The TECHNICAL QUALIFICATION requirements may be met jointly by the CONSORTIUM, as provided for in this BID NOTICE;

6.3.4. The disqualification of any consortium member will result in the automatic disqualification or inhabitation of the CONSORTIUM;

(i) In case the disqualification of the winning BIDDER, the BIDDER who has submitted the second-best COMMERCIAL PROPOSAL will be declared the winner, and its proposal will be considered for all purposes including that provided for in Item 11;

(ii) If there is a refusal to sign the CONTRACT within the period and under the established conditions, the refusal to constitute the PERFORMANCE BOND or if there is a failure to comply with any of the preliminary requirements to its signature, the BIDDING PERMANENT COMMISSION may call the remaining BIDDERS, in the order of classification, to do so under the conditions proposed by the winning BIDDER, following the provisions of Subitem 19.8, or revoke the BIDDING in whole or in part, without prejudice to the applicable administrative and civil sanctions.

6.3.5. It won't have any limitation to the number of companies that could participate in the CONSORTIUMS;

6.3.6. The consortium members, as well as the entities belonging to their ECONOMIC GROUP, cannot participate in the BIDDING individually through more than one CONSORTIUM, or in any way that results in the presentation of more than one proposal by such companies or the corresponding ECONOMIC GROUP;

6.3.7. No BIDDER may participate in more than one CONSORTIUM, not even by its AFFILIATES or COLIGATED COMPANIES;

6.3.8. If a BIDDER participated in a CONSORTIUM, it will be prohibited from participating in the PUBLIC TENDER individually;

6.3.9. The admission, replacement, withdrawal or exclusion of consortium members will not be allowed until the CONTRACT is signed, moment in which the contractual rules for any change in the CONCESSIONAIRES corporate composition must be observed;

6.3.10. The consortium members are jointly responsible for the acts performed in CONSORTIUM due to PUBLIC TENDER, pursuant to Article 33, item V, of Federal Law No. 8.666, of June 21, 1993;

6.3.11. The CONSORTIUM must present, in “ENVELOPE 1 – PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS, CONSTITUTION DOCUMENT OR COMMITMENT FOR THE CONSTITUTION OF THE SPECIFIC PURPOSE COMPANY”, which must include the following information:

- (i) Denomination, organization and objective of the CONSORTIUM;
- (ii) Qualification of the consortium members;
- (iii) Composition of the CONSORTIUM with the corresponding participations of their members;
- (iv) Indication of the leader company, responsible for the acts related to the CONSORTIUM during the PUBLIC TENDER until the signature of the CONTRACT;
- (v) Commitment that the consortium members will answer, individually and jointly, for all the requirements of the notice and for the acts performed by the CONSORTIUM, until the signing of the CONTRACT, as well as, as future shareholders of the SPECIFIC PURPOSE SOCIETY, by all the acts of the SPECIFIC PURPOSE SOCIETY practiced throughout the performance of the CONTRACT, up to the date of completion of the payment of the minimum share capital of the SPECIFIC PURPOSE SOCIETY, required in the CONTRACT; and

- (vi) Obligation regarding the future constitution of the SPECIFIC PRUPOSE SOCIETY, related to the participation of each consortium member in the share capital of the SPECIFIC PURPOSE SOCIETY.

6.3.12. In the case of CONSORTIUM between Brazilian and foreign companies, the leadership will necessarily belong to the Brazilian company.

6.3.13. Will be accepted the participation of a CONSORTIUM formed solely by foreign companies, hypothesis that will not be required the leadership of a Brazilian company.

6.4. Foreign legal entities, participating in isolation or in CONSORTIUM, must present, as far as possible, documents compatible with those required for Brazilian legal entities, duly consularized and translated by a sworn translator, or handouts, as appropriate, in addition to:

- (i) Declaration that the documents presented meet the requirements of the corresponding items;
- (ii) Power of attorney granted to the legal representative residing in Brazil, with express powers to represent them in any acts related to this BIDDING, and must also be able to receive service and respond administrative and judicially for their acts;
- (iii) When it comes of foreign company with operation in Brazil, corresponding authorization decree and register act of function dispatched by the competent organ when the activity demands it; and
- (iv) Declaration that, in order to participate in this BIDDING, it will be submitted to the legislation of the Federative Republic of Brazil, including the provisions of Article 31, paragraph 4, of the Federal Law No. 8.666, of June 21, 1993, and that it waives the right to make potential claims through diplomatic channels.

6.5. In the case of a winning CONSORTIUM, it must provide, prior to the performance of the corresponding CONTRACT, the constitution of the SPECIFIC PURPOSE SOCIETY, observing the same shareholdings in its share capital as those contained in the CONSORTIUM and its constitution commitment, unless otherwise authorized by the GRANTING AUTHORITY.

7. SCHEDULE

7.1. The reception of the ENVELOPES and the PUBLIC BIDDING SESSION will follow the order of events and places provided for in APPENDIX 11.

7.2. The BIDDING events must be suspended, postponed, and/or extended by the BIDDING PERMANENT COMMISSION, which must publish its decisions in the DOM and in the website indicated in the BID NOTICE preamble.

7.3. The practice of acts by BIDDERS must observe the order and the corresponding dates for each stage of the BIDDING, precluding the performance of faculties referring to stages already completed in the BIDDING, except in cases admitted in the BID NOTICE.

8. PRESENTATION OF DOCUMENTATION

8.1. The documents of representation, the PROPOSAL GUARANTEE, the COMMERCIAL PROPOSAL and the QUALIFICATION DOCUMENTS must be handed out at 3 (three) sealed ENVELOPES until August 04, 2020, at 10:00 a.m. until 2:00 p.m., at B3 headquarters, by a representative of the ACCREDITED PARTICIPANTS, in possession of the documents that prove its powers to represent, as provided for in APPENDIX 12, of the BID NOTICE.

8.2. The documents should be presented in 3 (three) sealed and different ENVELOPES, with the following identification in its cover:

(i) **ENVELOPE 1 – PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS**

BID No. 01/2020 – ADMINISTRATIVE CONCESSION FOR THE PROVISION OF SERVICES OF PUBLIC LIGHTING AT THE MUNICIPALITY OF ARACAJU/SE, INCLUDING THE DEVELOPMENT, MODERNIZATION, EXPANSON AND ENERGY EFFICIENCY, OPERATION AND MAINTENANCE OF THE MUNICIPAL LIGHTING PUBLIC NETWORK.

CORPORATE DENOMINATION OR CONSORTIUM DENOMINATION,
INDICATING THEIR MEMBERS AND LEADERS.

NAME, TELEPHONE, AND E-MAIL OF THE ACCREDITED
REPRESENTANT(S)

(ii) **ENVELOPE 2 – COMMERCIAL PROPOSAL**

BID NOTICE No. 01/2020 – ADMINISTRATIVE CONCESSION FOR THE
PROVISION OF SERVICES OF PUBLIC LIGHTING AT THE
MUNICIPALITY OF ARACAJU/SE, INCLUDING THE DEVELOPMENT,
MODERNIZATION, EXPANSON AND ENERGY EFFICIENCY,
OPERATION AND MAINTENANCE OF THE MUNICIPAL LIGHTING
PUBLIC NETWORK.

CORPORATE DENOMINATION OR CONSORTIUM DENOMINATION,
INDICATING THEIR MEMBERS AND LEADERS.

NAME, TELEPHONE, AND E-MAIL OF THE ACCREDITED
REPRESENTANT(S)

(iii) **ENVELOPE 3 – QUALIFICATION DOCUMENTS**

BID NOTICE No. 01/2020 – ADMINISTRATIVE CONCESSION FOR THE
PROVISION OF SERVICES OF PUBLIC LIGHTING AT THE
MUNICIPALITY OF ARACAJU/SE, INCLUDING THE DEVELOPMENT,
MODERNIZATION, EXPANSON AND ENERGY EFFICIENCY,
OPERATION AND MAINTENANCE OF THE MUNICIPAL LIGHTING
PUBLIC NETWORK.

CORPORATE DENOMINATION OR CONSORTIUM DENOMINATION,
INDICATING THEIR MEMBERS AND LEADERS.

NAME, TELEPHONE, AND E-MAIL OF THE ACCREDITED
REPRESENTANT(S)

8.3. Each of the ENVELOPES must contain 2 (two) identical physical copies, bound separately, with all pages with content numbered sequentially, including separation sheets, catalogs, drawings or similar, if there is any, regardless of being more than one file, from the first to the last page, so that the numbering on the last page reflects the total number of pages of the ENVELOPE content, with no amendments, erasures, between lines or reservations allowed.

8.4. Each copy will contain, as the last page, its own closing term, indicating the number of pages in the copy, including the page of closing term, which should also be numbered.

8.5. For the effect of presentation:

(i) The copies contained in each of the ENVELOPES must contain, in addition to the identification mentioned in Subitem 8.1, above, the subheadings “1st copy” and “2nd copy”, respectively;

(ii) The “1st copy” documents, should be presented in their original form or certified copy, except for documents related to the 1st copy of the “ENVELOPE 1 - PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS”, that must be presented in their original form;

(iii) The “2nd copy” documents may be presented in a simple copy, representing a faithful reproduction of the documents presented in the “1st copy” ENVELOPES.

8.6. All pages of “1st copy” documents of each volume must be initialed by one of the ACCREDITED REPRESENTATIVES of the BIDDERS.

8.7. One of the ACCREDITED REPRESENTATIVES must initial on the seal of each ENVELOPE containing each of the volumes indicated in Subitem 8.1, inserting the date and time next to the rubric.

8.8. All the documents with template provided for in the BID NOTICE must be submitted in accordance with its template.

8.9. Any formal failures in delivery or formal defects in the documents from the ENVELOPES may be remedied by the BIDDING PERMANENT COMMISSION, by motivated

act, within a period established by it, according to peculiarities of each case, observing the PUBLIC TENDER celerity.

8.9.1. Its considered formal failure or defect the one that (i) does not denature the object of the presented document, and (ii) allows to verify, with due security, the information contained in the document.

8.9.2. When the remedying of formal failures referred to in this item, the inclusion of a mandatory document will not be accepted, under the terms of this BID NOTICE, originally absent in the documentation submitted by the BIDDER.

8.10. The documents must be presented in clear language, without amendments, erasures, between lines or reservations, and must observe the following rules regarding the language:

8.10.1. All documents related to the PUBLIC TENDER must be presented in Portuguese, the language by which all the documentation presented will be understood and interpreted; and

8.10.2. In the case of documents in a foreign language, they will only be considered valid if they are duly translated into Portuguese by a sworn public translator and consularized or apostille, as in case.

8.11. Will not be allowed the delivery of documents within the PUBLIC TENDER, by post or another way not established in this Item 8, or after the terms provided for in this BID NOTICE.

8.12. The BIDDERS are responsible for all costs and efforts related to the preparation and preservation of the ENVELOPES of the PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS, COMMERCIAL PROPOSAL and QUALIFICATION DOCUMENTS, exempting the GRANTING AUTHORITY, in any case, for such costs, whatever they may be the procedures adopted in the PUBLIC TENDER or its results.

8.13. All documentation that the BIDDERS present in paper form must be accompanied by a faithful copy, in electronic media, in non-editable PDF (Adobe Acrobat) standard files, which must integrate each ENVELOPE.

8.13.1. The presentation in electronic media must correspond to a specific pen-drive for the documentation of each ENVELOPE;

8.13.2. The pen-drives must be labeled with the name of the BIDDER, the BID NOTICE number and the ENVELOPE description to which they refer (1,2 or 3).

8.14. All documents and certificated that are presented in this BIDDING must be presented within their corresponding expiration terms.

8.14.1. Any document submitted after the expiration date will be considered undeliverable, and the BIDDER bears the consequences of the absence of documentation;

8.14.2. For certificates delivered without an express expiration date, the term of 90 (ninety) days from the date of issue will be considered, unless another validity is established by law.

8.15. All documents that contain values expressed in foreign currency will have the values converted into national currency (Real), by applying the exchange rate (PTAX) for sale published by the Central Bank of Brazil on the day immediately before the ENVELOPES DELIVERY DATE.

8.16. All correspondence information and communications related to the BIDDING procedures must be written in Portuguese, the official language of this BIDDING, and have the values expressed in national currency (Real).

8.17. The signatory countries of the Convention on the Elimination of the Requirement for Legalization of Foreign Public Documents, signed by the Federative Republic of Brazil, in Hague, on October 5, 1961, will be applied the rules established in the Federal Decree No. 8.660, of January 29, 2016, as applicable, remaining the obligation to translate the documents by a sworn translator.

8.18. The practice of acts shall observe the schedule established for each stage of the PUBLIC TENDER in APPENDIX 11, precluding the exercise of powers relating to the consummated stages of the PUBLIC TENDER, except in cases admitted in the BID NOTICE.

8.19. Unopened ENVELOPES may be withdrawn by the BIDDERS within 30 (thirty) days after the CONTRACT signing. If they are not withdrawn within that period, they will be rendered useless, regardless of any notice or notification.

9. BIDDERS REPRESENTATION

9.1. ACCREDITED REPRESENTATIVES

9.1.1. Each PROPONENT must have up to 2 (two) ACCREDITED REPRESENTATIVES.

9.1.2. The proof of the powers of representation of the ACCREDITED REPRESENTATIVES must be included in the “ENVELOPE 1 – PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS”, as provided for in Subitem 8.1 above, upon presentation of the following documents:

- (i) Power of attorney that proves the powers to perform, on behalf of the PROPONENT, all the acts related to the PUBLIC TENDER, according to the template contained in the APPENDIX 5;
- (ii) In case of CONSORTIUM, the power of attorney abovementioned must be conferred by the leader company and other consortium members, and must have its document of commitment for the constitution of the SPECIFIC PURPOSE COMPANY
- (iii) Simplified certificate issued by the Commercial Registry of the BIDDERS headquarters. In the case of CONSORTIUM, present the simplified certificate for each consortium member.

9.1.3. To the ACCREDITED REPRESENTATIVES or ACCREDITED PARTICIPANTES is guaranteed the possibility to intervene and practice acts during the PUBLIC BIDDING SESSION.

9.1.4. The BIDDER shall be prohibited from registering its own notes in the minutes, from initialing or becoming aware of documents, as well as from performing any other acts in the PUBLIC BIDDING SESSION other than through its ACCREDITED REPRESENTATIVE.

9.1.4.1. The prohibition mentioned in the Subitem above does not prevent the BIDDERS from participation in the PUBLIC TENDER.

9.1.5. All declarations and documents referred to in this BID NOTICE shall be, preferably, signed by the ACCREDITED REPRESENTATIVES.

9.1.6. Each ACCREDITED REPRESENTATIVE can only represent one sole BIDDER.

9.1.7. The ACCREDITED REPRESENTATIVE must be provided with a suitable identification document in all presential sessions of the BIDDING.

9.1.8. Other documents that prove the powers of the grantors of the power of attorney of the ACCREDITED REPRESENTATIVE, as well as other corporate acts necessary to verify the terms of exercise of the powers of the grantor and those granted, should be presented only in “ENVELOPE 3 – QUALIFICATION DOCUMENTS”.

9.1.9. At any time during the bidding process, the BIDDER may appoint or replace its ACCREDITED REPRESENTATIVE(s) upon presentation of the documents listed in Subitem 9.1.2.

9.2. ACCREDITED PARTICIPANTS

9.2.1. ACCREDITED PARTICIPANTS must represent the BIDDERS at B3, in the ENVELOPES DELIVERY DATE required in this BID NOTICE, regarding the copies of the ENVELOPES “1 - PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS”, “2 - COMMERCIAL PROPOSAL” and “3 - QUALIFICATION DOCUMENTS”, and in the acts of the PUBLIC BIDDING SESSION attributed exclusively to the ACCREDITED PARTICIPANTS.

9.2.2. The requirements of APPENDIX 12 regarding the participation and documentation of the ACCREDITED PARTICIPANT must be followed.

10. PROPOSAL GUARANTEE (ENVELOPE 1)

10.1. The PROPOSAL GUARANTEE must be made in the amount of R\$ 2.569.490,57 (two million five hundreds sixty-nine thousand four hundred ninety reais and fifty-seven cents), base date of May, 2020, equivalent to 1% (one percent) of the estimated CONTRACT VALUE, and may be provided in cash deposit , public debt securities, surety bonds or performance bonds, being prohibited any changes to its terms and conditions.

10.2. The BIDDER will be exempted from the presentation of the documents proving the powers of representation of the signatories of surety bond and insurance guarantee, when the issuer of the instrument has updated registration as a guarantee issuer in B3, according to the instructions in APPENDIX 12.

10.3. The PROPOSAL GUARANTEE must have a minimum term of 180 (one hundred and eighty) days from the ENVELOPES DELIVERY DATE, and contain an extension clause, for an equal period, in case of extension of the validity of the COMMERCIAL PROPOSAL, the PROPONENT being responsible for proving its renewal, if necessary, to the BIDDING PERMANENT COMMISSION up to 10 (ten) days before the expiration of this term.

10.3.1. If the BIDDER does not prove the renewal of the PROPOSAL GUARANTEE within the period established in Subitem 10.2, it will be notified by the BIDDING PERMANENT COMMISSION to do so within 5 (five) days from the receipt of notification, under penalty of being disqualified on the PUBLIC TENDER.

10.3.2. In case of the renewal occurs in a period exceeding 180 (one hundred and eighty) days from its original issue, the PROPOSAL GUARANTEE will be readjusted by IPCA, between the month prior to the ENVELOPES DELIVERY DATE and the month immediately prior to renewal.

10.4. In addition to the representation documents referred to in Subitem 9.1.2, the ENVELOPE of the PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS must contain, as the case may be: (a) in the form of deposit: proof of deposit in its original format; (b) in the insurance guarantee modality: policy with digital certification; (c) in the surety bond modality: original bank letter; or (d) in the form of federal public debt securities: the confirmation of the contribution will be made through consultation with B3, who will verify the existence of the contribution by the official custody systems.

10.5. The BIDDERS must also observe the following conditions and the provisions set forth in APPENDIX 12, of the BID NOTICE, when offering the PROPOSAL GUARANTEE:

10.5.1. In case of offering cash deposit, the BIDDER must establish a bank guarantee, expressed in an original document, addressed to the GRANTING AUTHORITY, dated and issued by the custodian financial institution, which clearly states: (i) the amount security deposit; and (ii) the clause according to which the GRANTING AUTHORITY may foreclose deposit under the conditions provided for in this BID NOTICE.

10.5.1.1. In the case of security deposit, the PROPOSAL GUARANTEE must be provided in national currency, by means of a bank deposit identified in the name of the Municipal Secretariat of Infrastructure - SEMINFRA, CNPJ 13.128.780/0100-83, Caixa Econômica Federal Bank, Agency 059, Bank Account 483-0, presenting the proof deposit, under penalty of ineffectiveness of the provision of the guarantee.

10.5.2. In the hypothesis in which the PROPOSAL GUARANTEE is provided in public debt securities, only Prefixed Treasury (National Treasury Bills - LTN), SELIC Treasury (Financial Treasury Bills - LFT), Series B National Treasury Notes (NTN-B), Series B Main Treasury Notes (NTN-B Main), IGPM Treasury + with Semiannual Interest (National Treasury Notes - series C - NTN - C) or Prefixed Treasury with Semiannual Interest (National Treasury Notes - series F - NTN-F), that shall be issued in a book-entry form, through the registry in system of centralized liquidation and authorized custody by the Central Bank of Brazil.

10.5.2.1. The blocking of securities under guarantee must be carried out in accordance with the operational routines provided for in APPENDIX 12.

10.5.3. If presented in the surety bond modality, the PROPOSAL GUARANTEE must be issued by a national or foreign insurance company authorized to operate in Brazil, under the terms of the legislation in force at the time of its presentation, and the policy must be in accordance with the provisions of Circular of the Superintendence of Private Insurance (“*Superintendência de Seguros Privados – SUSEP*”) No. 477, of September 30, 2013, and the template of APPENDIX 2, of this BID NOTICE.

10.5.4. In case of a bank guarantee, in addition to following the minimum content of the template set out in APPENDIX 12, of the BID NOTICE, the PROPOSAL

GUARANTEE must be issued by financial institutions authorized to operate in Brazil, that are rated between the first and the second floor, that is, between “A” and “B”, on the long-term rating scale of at least one of the risk rating agencies, Fitch Ratings, Moody's or Standard & Poors.

10.5.4.1. The surety bond must also have an express waiver by the guarantor of the rights provided for in Articles 827, 835, 837, 838 and 839, of the Federal Law No. 10.406, of January 2,2002 (Brazilian Civil Code), observing the template contained in APPENDIX 3, of the BID NOTICE.

10.6. If the BIDDER is a CONSORTIUM, the PROPOSAL GUARANTEE may be provided by a single company or divided by the different consortium members, and must guarantee the obligations of the consortium members and include in the guarantee the name of the CONSORTIUM, its consortium members and corresponding holdings.

10.7. The BIDDERS who do not present the PROPOSAL GUARANTEE under the conditions established at this BID NOTICE will be prevented from participating in the PUBLIC TENDER and will have their other documents returned.

10.8. The BIDDING PERMANENT COMMISSION will analyze the regularity and effectiveness of the PROPOSAL GUARANTEES.

10.8.1. In case of identification of defect.in the PROPOSAL GUARANTEE, the BIDDING PERMANENT COMMISSION may request to the BIDDER to make an adjustment in the PROPOSAL GUARANTEE, being prohibited the subsequent inclusion of a document or information that should originally appear in the documents submitted by the BIDDER, under the terms of the Subitem 15.2(ii).

10.9. The total or partial non-compliance with the obligations assumed by the BIDDERS as a result of their participation in the PUBLIC TENDER, will give rise to the execution of the PROPOSAL GUARANTEE, upon notification by the BIDDING PERMANENT COMMISSION to the defaulting BIDDER, without prejudice to the other penalties provided for in Subitem 20.1, of the BID NOTICE, or applicable law, respecting the due process of law and preliminary defense.

10.10. In the hypothesis of withdrawal of the COMMERCIAL PROPOSAL presented, of unjustified refusal to sign the CONTRACT or failure to submit the documentation required in

Subitem 19.3, the BIDDER will be exposed to a fine in the full value of the PROPOSAL GUARANTEE, which will be foreclosed in full.

10.11. The PROPOSAL GUARANTEE will be responsible for the penalties and indemnities due by the BIDDER during the PUBLIC TENDER, until the signing of the CONTRACT or until the presentation of the documentation described in Subitem 19.3, of the BID NOTICE, in the case of the winning BIDDER, up to the limit of its value.

10.12. If the value of the PROPOSAL GUARANTEE is insufficient to cover the penalties and/or indemnities imposed, the BIDDER will be obliged to pay for the remaining amounts within the same period indicated for the payment of the penalty or indemnity imposed.

10.13. After the BIDDING, the PROPOSAL GUARANTEES for all BIDDERS will be returned within 30 (thirty) days after the CONTRACT signing or after the date of publication of the revocation or cancellation of the BIDDING.

10.14. It shall also be delivered in ENVELOPE 1:

10.14.1. Intermediation Agreement between the ACCREDITED PARTICIPANT and the BIDDER, according to the templates and guidelines in APPENDIX 12;

10.14.2. SPECIAL PURPOSE COMPANY CONSTITUTION COMMITMENT, provided for in Subitem 6.3.11; and

10.14.3. Specific statement where it will indicate in which prerogatives referring to the draw criteria established in Article 3, paragraph 2, of the Federal Law No. 8.666, of June 21, 1993, it fits, in the terms of the template contained in APPENDIX 13.

10.15. In case of a winner, as of the application of the said prerogatives, the BIDDER must prove its fulfillment by delivering documents for analysis by the BIDDING PERMANENTCOMMISSION, within a period to be established.

11. COMMERCIAL PROPOSAL (ENVELOPE 2)

11.1. The COMMERCIAL PROPOSAL ENVELOPE will contain solely the presentation of the COMMERCIAL PROPOSAL duly signed, as the template provided for in APPENDIX 2, of the BID NOTICE.

11.1.1. The COMMERCIAL PROPOSAL of the BIDDER must register the lower value of the MAXIMUM MONTHLY PAYMENT that the BIDDER expects to receive for the provision of SERVICES, after the implementation of CONCESSION MILESTONES provided for in the CONTRACT draft and considering the compliance of the GENERAL PERFORMANCE INDEX, in Reais (R\$), up to two decimal places.

11.1.1.1. The value of the MAXIMUM MONTHLY PAYMENT registered in the BIDDERS' COMMERCIAL PROPOSAL will represent the discount applied, uniformly, to the installments of the MAXIMUM MONTHLY PAYMENT – PORTION A and MAXIMUM MONTHLY PAYMENT – PORTION B, components of the MAXIMUM MONTHLY PAYMENT.

11.1.2. The COMMERCIAL PROPOSAL its unconditional, irrevocable and irreversible during the validity period and shall have as a base date of May, 2020, considering:

- (i) All investments, taxes, costs and expenses (including, but not limited, to the financial ones) necessary for the CONCESSIONS' operation;
- (ii) The risks to be assumed by the CONCESSIONAIRE due to the CONCESSIONs operation;
- (iii) The amounts to be paid to the Support Fund for the Structuring of Concession Projects and PPP (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – FEP*”), managed by *Caixa Econômica Federal*, as reimbursement for the studies, as provided for in Subitem 19.4, of this BID NOTICE, as well as the amounts to be paid to B3, for its advisory services during the bidding proceeding, as provided for in Subitem 19.3 (vi), of this BID NOTICE;
- (iv) The existence of reversible assets, subject to the condition set forth in the CONTRACT;
- (v) The term of 13 (thirteen) years for the CONCESSION; and

- (vi) The limit of R\$ 1,802,797.87 (one million eight hundred and two thousand seven hundred ninety-seven reais and eighty-seven cents), base date of May, 2020, as MAXIMUM MONTHLY PAYMENT.

11.2. The COMMERCIAL PROPOSAL must be valid for 180 (one hundred and eighty) year, counted from the ENVELOPES DELIVERY DATE, maintaining all its conditions during this period.

11.2.1. Within 10 (ten) days before the expiration of the COMMERCIAL PROPOSAL, the BIDDER will be notified to renew it and present a new PROPOSAL GUARANTEE, renewed for the same period, as provided for in Subitem 10.3, being able to refuse to do so, in a reasoned manner, in which case it will be excluded from the BIDDING.

11.2.2. In refusing to extend the validity of the COMMERCIAL PROPOSAL, without the occurrence of the application of any penalty to the BIDDER who had quit, the BIDDER will be excluded from the BIDDING and will have the return of its GUARANTEE PROPOSAL authorized by the BIDDING PERMANENT COMMISSION, except in the case of a cash deposit, in current currency, case in which it will be operated by the BIDDING PERMANENT COMMISSION.

11.3. The information contained in the COMMERCIAL PROPOSAL may be maintained by the GRANTING AUTHORITY to form a bidding database.

12. QUALIFICATION DOCUMENTS (ENVELOPE 3)

12.1. The QUALIFICATION DOCUMENTS ENVELOPE must be initiated with the presentation letter, duly signed, as the template provided for in APPENDIX 3 of the BID NOTICE.

12.2. The QUALIFICATION DOCUMENTS ENVELOPE must contain the documents indicated below, according to the legal nature of the BIDDER.

12.3. When the BIDDER is a legal entity, it must present the following documents:

12.3.1. For the LEGAL QUALIFICATION:

- (i) Constitutive act, corporate by-laws or contract in force, accompanied by its changes if it is not consolidated, and, proof of the current BIDDERS administrators, duly registered in the corporate register or competent body.

12.3.1.1. When the PROPONENT is a financial institution, it must present, in addition to the documents referred to in Subitem 12.3.1 above, the proof of authorization to operate as a financial institution issued by the Central Bank of Brazil (BACEN).

12.3.1.2. When the BIDDERS is an open or closed supplementary pension entity, it must presents, in addition to the documents referred to in Subitem 12.3.1 above, proof of express and specific authorization regarding the constitution and functioning of the supplementary pension entity, granted by the competent supervisory body, and declaration that the plans and benefits administered by it are not under liquidation or intervention by the Supplementary Pension Superintendence (“*Superintendência Nacional de Previdência Complementar – PREVIC*”) of the Ministry of Economy, or other entity that will officially replace it.

12.3.1.3. When the BIDDERS is an investment fund, is must present, in addition to the documents referred to in Subitem 12.3.1, the following documents:

- (i) Proof of hiring a manager, if any, as well as the election of the current acting manager;
- (ii) Proof of registration of the investment fund with Securities and Exchange Commission (“*Comissão de Valores Imobiliários – CVM*”);
- (iii) Proof of the Investment fund regulation (and its subsequent amendments, if any);
- (iv) Proof of registration of the investment fund regulation towards the competent Registry of Securities and Documents or the Securities

and Exchange Commission (“*Comissão de Valores Imobiliários – CVM*”), pursuant to Letter CVM/SIN 12/19;

- (v) Proof that the investment fund is duly authorized by the shareholders meeting to participate in the BIDDING and that its administrator can represent it in all acts and for all purposes of the BIDDING, assuming on behalf of the investments fund all obligations and rights arising from the BIDDING;
- (vi) Proof of registration of the administrator and, in any, of the investment fund manager, in the Securities and Exchange Commission (“*Comissão de Valores Imobiliários – CVM*”); and
- (vii) Proof that the administrator, investment manager and the fund are not in a judicial liquidation process, by means of a certificate issued by the Court Distribution Office(s) of its headquarters, or by extrajudicial liquidation, by means of proof obtained in consultation with the website of the Brazilian Central Bank.

12.3.1.4. In the case foreign legal entities operating in Brazil, an authorization decree or equivalent, pursuant to Article 28, item V, of Federal Law No. 8.666, of June 21, 1993, and act of registration or authorization for operation issued by the competent body, when the activity so requires.

- (i) Foreign legal entities, which participate separately or gathered in CONSORTIUM, which do not operate in Brazil, must present the documentation provided for in this item, in accordance with the legislation of their country of origin, and must also present an express declaration attesting the submission to Brazilian law and waiver to any claim through diplomatic channels, as provided for in APPENDIX 14, of the BID NOTICE;
- (ii) Foreign legal entities must submit a declaration according to the template in APPENDIX 11, of the BID NOTICE, certifying the correlation between the legal administrative documents and their validity, normally required in bids in Brazil and the correspondents in the country of origin; and

- (iii) A Legal Representative of foreign legal entities is considered to be a person legally accredited and domiciled in Brazil, with express powers, by means of power of attorney by public or private instrument, with a signature recognized as true by a notary or another entity in accordance with the applicable legislation to the documents, to be summoned and to respond administratively and judicially in Brazil, as well as to represent it at all stages of the process, with all documentation written in Portuguese.

12.3.2. For the ECONOMIC-FINANCIAL QUALIFICATION:

- (i) Negative certificate of bankruptcy or judicial reorganization request issued by the Court Distribution Office in the Municipality where the BIDDERS' headquarters is located. In case of a non-entrepreneurial company or other form of legal entity, a negative certificate issued by the Court Distribution Office in general (enforcement proceedings) in the municipality where the BIDDER is based, dated at most 90 (ninety) days before the ENVELOPES DELIVERY DATE;
- (ii) In case of a certificate indicating the existence of judicial or extrajudicial recovery, the BIDDER must present a document proving his economic and financial capacity, as provided in this BID NOTICE;
- (iii) Presentation of the balance sheet and accounting statements for the last fiscal year required under the law, duly registered with the competent registry body and, in the cases required by Brazilian law, audited by an independent auditing company, regularly registered with the competent bodies, being prohibited the presentation of trial balance sheets or provisional balance sheets.
 - (a) In case of a company submitted to the Digital Accounting Bookkeeping (*“Escrituração Contábil Digital – ECD”*) regime, operated through the Electronic Digital Bookkeeping System (*“Sistema Eletrônico de Escrituração Digital – SPED”*), the presentation of the balance sheet and financial statements must comply with the provisions of the applicable legislation.

- (b) In case of a BIDDER constituted in the same financial year, the requirement will be met by submitting the balance sheets for the constitution and the month before the ENVELOPES DELIVERY DATE.

12.3.2.1. When the BIDDER is an open or closed supplementary pension entity, it must present, in addition to the documents referred in Subitem 12.3.2, a declaration that the plans and benefits administered by it are not under liquidation or intervention by the National Superintendence of Private Pension Plans (“*Superintendência Nacional de Previdência Complementar – PREVIC*”) or any other body that replaces it.

12.3.3. For proof of the FISCAL AND LABOR REGULATORY:

- (i) Proof of enrollment in the General Taxpayers’ Registry of the Ministry of Economy (“*Cadastro Nacional da Pessoa Jurídica - CNPJ*”);
- (ii) Proof of enrollment in the municipal and/or state Taxpayer Register, if any, related to the BIDDERS domicile or headquarters or declaration signed by the BIDDER stating the absence of municipal and/or enrollment;
- (iii) Proof of regularity related to Social Security and with the Severance Pay Fund (“*Fundo de Garantia do Tempo de Serviço – FGTS*”);
- (iv) Negative certificate, issued by the Federal Revenue of Brazil (“*Receita Federal do Brasil – RFB*”) and the Attorney General of the National Treasury (“*Procuradoria-Geral da Fazenda Nacional - PGFN*”), regarding the taxes administered by the RFB, social security contributions and the active debt of the Federal Government managed by PGFN;
- (v) Proof of regularity at the State and Municipal Treasury (referring to municipal service tax “*ISSQN*”) at the BIDDERS' headquarters; and
- (vi) Proof of non-payment of outstanding debts before the Labor Court, by presenting a Negative Certificate of Labor Debt, pursuant to Article 29, item V, of the Federal Law No. 8,666, of June 21, 1993.

12.3.3.1. It will be accepted as proof of FISCAL AND LABOR REGULARITY negative certificates or positive certificates with negative effect that inform that the debts are juridically guaranteed or with their enforceability suspended.

12.3.4. For proof of the TECHNICAL QUALIFICATION:

12.3.4.1. Proof that the BIDDER has participated in any project, which may or may not be related to the public lighting sector, in infrastructure, in which it has made or has an investment forecast of R\$ 24.790.129,11 (twenty-four million seven hundred ninety thousand one hundred twenty-nine reais and eleven cents) or more, base date of May, 2020, with own or third-party resources, the latter hypothesis of which must comprise a long-term return, subject to the following conditions:

- (i) For the purpose of achieving the amount provided above, is allowed the sum of certification documents, as long as at least one of the enterprise referred in the certification documents certificate that the BIDDER has invested the minimum amount of R\$ 7,437,038.73 (seven millions four hundreds thirty-seven thousands thirty-eight reais and seventy-three cents) at May, 2020 database;
- (ii) It will not be allowed certification documents referred to enterprises which the BIDDER has invested less than 50% (fifty per cent) of the amount indicated in item 12.3.4.1.
- (iii) It will be considered as investment value the amount of funds raised by the BIDDER for the construction, renovation, expansion, acquisition and installation of equipment or for the modernization and efficiency of the infrastructure and services related to the certified enterprise.
- (iv) In order to prove that the return on invested capital is a long-term investment, the BIDDER must demonstrate, by means of presentation of the relevant contractual instrument, applicable , exclusively, for the purpose of proving the debt, that the financing term must be longer than 5 (five) years.

12.3.4.1.1. It will be accepted as certification of attendance of item 12.3.4.1 (iv), above, accounting documents or/and attestation provided by financial institutions that had supported the BIDDER, as long as the it indicates the enterprise and the amount of money obtained.

12.3.4.1.2. Will be accepted as supporting documents for the purposes of meeting this item:

- (i) Declarations and / or certificates provided by legal entities under public or private law contracting the venture performance;
- (ii) Declarations and / or certificates provided by financial institutions that have granted possible funding, provided that the corresponding venture and the amounts obtained are mentioned;
- (iii) Presentation of a public or private debenture deed;
- (iv) Proof of issuance of shares on the open capital market;
- (v) Evidence from the investment fund institution; or
- (vi) Declaration by the BIDDER or by a CONTROLLED, SUBSIDIARY or under common CONTROL that indicates the amounts invested with its own resources or those of third parties, accompanied by a copy of the concession contract, financing signed with a financial institution, or other evidence that it has.

12.3.4.1.3. The amounts described in the supporting documents of Subitem 12.3.4.1 above will be updated, from the reference date of the investment, until the date of publication of this BID NOTICE, by the IPCA, or, failing this, by another official inflation index.

12.3.4.1.4. The experience required in Subitem 12.3.4.1 can also be proven through certificates issued in the name of the company that is part of the same ECONOMIC GROUP as the BIDDER.

12.3.4.1.4.1. The relationship between the BIDDER and the company holding the supporting documents for the experiences contained in Subitem 12.3.4.1, of this BIDNOTICE, must be proven by presenting (i) the organization chart of the ECONOMIC GROUP that demonstrates the corporate relationship(s) between the BIDDER and the company holding the said supporting documents; and (ii) corporate documents, under the terms of the applicable legislation, which support the corporate relationships indicated in that organization chart, such as social contracts, corporate by-laws, share registration books (including book-entry shares), share transfer registration books (including book-entry shares) and quota or shareholder agreements.

12.3.4.1.5. In case of corporate changes and mergers, incorporations or spin-offs of the companies, the certificates will only be considered if accompanied by documentary and unequivocal proof of the definitive transfer of the technical collection from the PREVIOUS COMPANY to the company of its ECONOMIC GROUP.

12.3.4.1.6. The following rules will be considered to prove the experience provided for in Subitem 12.3.4.1:

- (i) In case the BIDDER presents proof document(s) stating its individual responsibility for the investment(s) or for the execution of the investment(s), the total value of the investment(s) contained in the supporting document(s); and
- (ii) The BIDDER shall present document(s) proving the undertaking(s) in which it has acted as a consortium member or shareholder, the proportion of the BIDDERS' participation in the corresponding CONSORTIUM or society will be observed, applying this proportion on the total value of the investment(s) contained in the supporting document(s).

12.3.4.1.7. It is recommended, for the purpose of standardization, that the attestation(s) contain(s), but are not limited to, the following information:

- (i) Object;

- (ii) Characteristics of the activities and services developed;
- (iii) Dates of start and end of the activities and services or forecast of the end date of the activities and services;
- (iv) Date of start and end of the BIDDERS' participation in the CONSORTIUM, when the certificate has been issued in the name of the CONSORTIUM;
- (v) Description of the activities performed in the CONSORTIUM, when the certificate has been issued in the name of the CONSORTIUM;
- (vi) Location of the activities and services;
- (vii) Issuers' corporate name;
- (viii) Name and identification of signatory; and
- (ix) Other technical information deemed necessary and sufficient for the evaluation of the experiences by the BIDDING PERMANENT COMMISSION.

12.3.4.1.8. If the certificates do not have the information referred to in the previous item, they must be sent in a declaration separate from the BIDDER, accompanied by documents that corroborate their content, without prejudice to additional steps to be taken at the discretion of the BIDDING PERMANENT COMMISSION.

12.3.4.2. Formal declaration by the BIDDER that the performance of the CONTRACT object to this BIDDING will comply with the provisions of the municipal policy for the disposal of lamps and tree pruning, when applicable, in accordance with the provisions of Decrees / Laws, pursuant to APPENDIX 8, of the BID NOTICE.

12.3.5. In addition to the QUALIFICATION DOCUMENTS abovementioned, the BIDDER must also present, still, an unified declaration, duly accompanied by proof of the powers of its signatories:

- (i) Declaration of independent proposal elaboration, in the form of APPENDIX 4, of the BID NOTICE;
- (ii) Declaration of commitment to comply with the provisions of Article 7, item XXXIII, of the Federal Constitution, according to the template contained in APPENDIX 4, of the BID NOTICE;
- (iii) Declaration that the BIDDER is not in a judicial or extrajudicial recovery regime, as well as insolvency, temporary special administration or intervention, according to the template contained in APPENDIX 4, of the BID NOTICE, except as provided for in Subitem 6.2.1;
- (iv) Declaration regarding the absence of an impediment to participate in the PUBLIC TENDER, according to the template contained in APPENDIX 4, of the NOTICE; and
- (v) Declaration of financial capacity included in APPENDIX 4, of the BID NOTICE. The BIDDER must declare that it disposes or has the capacity to obtain sufficient financial resources to fulfill the obligations to fulfill its own resources and resources attainment from third parties necessary to achieve the object of the CONCESSION, including the obligation to pay up in the share capital of the SPECIFIC PURPOSE COMPANY, pursuant to Subitem 19.3 (ii), of the BID NOTICE.

12.3.6. Additionally, it will also be necessary for the BIDDER to present, in the QUALIFICATION DOCUMENTS, the statements contained in APPENDIX 8 and 9 of this BID NOTICE, duly accompanied by proof of the powers of its signatories.

12.4. When the BIDDER is an open or closed supplementary pension entity, it must submit, in addition to the documents referred to in Subitem 12.3.1.2, a declaration that the plans and benefits administered by it are not under liquidation or intervention by the Secretariat of Complementary Security (“*Secretaria de Previdência Complementar*”) of the Ministry of Social Security (“*Ministério da Previdência Social*”).

12.5. Certificates presented for the purpose of complying with the qualification requirements will be accepted, unless otherwise stated in the BID NOTICE and when there is no expiration date, if issued up to 90 (ninety) days before the ENVELOPES DELIVERY DATE.

12.6. The submission by the BIDDER, of any false or invalid QUALIFICATION DOCUMENT, on the date to the ENVELOPES DELIVERY DATE will result in its' disqualification from the PUBLIC TENDER, without prejudice to the application of the applicable administrative, civil and criminal sanctions.

12.7. The BIDDERS undertake to inform the BIDDING PERMANENT COMMISSION, immediately after its occurrence, of any supervening fact or circumstance that changes its qualification conditions, under penalty of disqualification from the PUBLIC TENDER, without prejudice to the application of the applicable administrative, civil and criminal sanctions.

13. PAYMENTS' GUARANTEES

13.1. The payment of the CONCESSIONAIRES' EFFECTIVE MONTHLY PAYMENT, as provided in the CONTRACT, will be guaranteed by the use of the revenue from the collection of COCIP, deposited in the BOUND ACCOUNT, whose constitution is a condition for the EFFECTIVE DATE.

14. INSPECTION

14.1. The inspection of the CONCESSION, covering all the activities of the future CONCESSIONAIRE, during the entire term of the CONTRACT, will be performed by the GRANTING AUTHORITY, with the technical assistance of the INDEPENDENT VERIFIER under the terms established in the CONTRACT.

15. BIDDING PERMANENT COMMISSION

15.1. The PUBLIC TENDER will be processed and judged by the BIDDING PERMANENT COMMISSION, responsible for the conduction of work necessary for its accomplishment.

15.1.1. The BIDDING PERMANENT COMMISSION may request assistance from the Secretariat of Infrastructure, the Municipal Attorney, from consultants, as well as

from other members of the municipal public administration who are not members of the BIDDING PERMANENT COMMISSION.

15.1.2. In carrying out its functions, the BIDDING PERMANENT COMMISSION may also rely on the assistance of third parties, specialized technical service providers, especially for the analysis of the PROPOSAL GUARANTEE provided for in this BID NOTICE.

15.2. In addition to the prerogatives that implicitly arise from its legal function, the BIDDING PERMANENT COMMISSION may:

- (i) Request to the BIDDERS, at any time, clarifications on the documents presented by them;
- (ii) Promote diligence aimed at clarifying or complementing the PUBLIC TENDER instruction, being prohibited the subsequent inclusion of a document or information that originally should have been included in the documents submitted by the BIDDER;
- (iii) Publish announcements about the BIDDING;
- (iv) Extend or anticipate, within the legal limits, the deadlines referred to in the BID NOTICE, in case of public interest, unforeseeable circumstances or force majeure;
- (v) Remedy legal irregularities, when possible; and
- (vi) In the event of a change that unequivocally affects the preparation of the PROPOSAL GUARANTEE, the COMMERCIAL PROPOSAL and/or the QUALIFICATION DOCUMENTS, change (a) the ENVELOPES DELIVERY DATE; and (b) the date foreseen for the opening of the ENVELOPES and the judgment of the proposals, extending or reopening the term initially established, observing the minimum terms provided for in the legislation, pursuant to Article 21, paragraph 4, of the Federal Law No. 8.666, of June 21, 1993.

15.3. Any alteration in the BID NOTICE will be published in the DOM and in the other means used to make the documentation available.

15.4. The refusal to provide clarifications and documents and to comply with the requirements requested by the BIDDING PERMANENT COMMISSION, within the deadlines determined by it and in accordance with the terms of this BID NOTICE, may lead to the disqualification of the BIDDER and the execution of the PROPOSAL GUARANTEE.

16. ORDER OF THE PUBLIC TENDER PROCEDURES

16.1. The receipt of ENVELOPES and the PUBLIC BIDDING SESSION will follow the order of events indicated in APPENDIX 7.

16.2. In addition to the need to deliver the 3 (three) ENVELOPES in the day and time indicated in the BID NOTICES schedule, the BIDDERS' participation in the PUBLIC BIDDING SESSION will be subject to the regularity of the documents required in ENVELOPE 1.

16.3. The BIDDING PERMANENT COMMISSION will analyze the regularity of ENVELOPE 1 presented, and the BIDDERS who do not meet any of the requirements set out in the BID NOTICE, regarding this ENVELOPE, will be disqualified.

16.4. Until the business day immediately preceding the day of the PUBLIC BIDDING SESSION, the unaccepted ENVELOPE 1 and its motivation will be published on the website indicated in the preamble of the notice.

16.5. On the day, time and location established in this BID NOTICE, the BIDDING PERMANENT COMMISSION will install the PUBLIC BIDDING SESSION for the opening of ENVELOPE 2 of all BIDDERS, to be conducted by the B3 SESSION DIRECTOR; and ENVELOPE 3 of the BIDDER who presents the lowest COMMERCIAL PROPOSAL, obeying the following work order.

16.6. After the beginning of the PUBLIC SESSION, the BIDDING PERMANENT COMMISSION will promote the opening of "ENVELOPE 2 - PROPOSAL GUARANTEE" of all BIDDER, individually, in the value of the MAXIMUM MONTHLY PAYMENT contained in the COMMERCIAL PROPOSAL of each BIDDER

16.7. After the judgment of the COMMERCIAL PROPOSAL, the BIDDING PERMANENT COMMISSION will then promote the opening of "ENVELOPE 3 - QUALIFICATION DOCUMENTS" only of the highest ranked BIDDER so far, and, if it meets all the requirements

related to the qualification provided for in the BID NOTICE , as per Subitem 12.3, of the BID NOTICE, will be declared the winner of the PUBLIC TENDER.

16.7.1. The BIDDING PERMANENT COMMISSION may suspend the session for the analysis of the QUALIFICATION DOCUMENTS and will render its decision according to the scheduled provided for in this BID NOTICE.

16.8. If the BIDDER, originally ranked first in the COMMERCIAL PROPOSAL, does not meet the qualification requirements, the BIDDING PERMANENT COMMISSION, once the possibilities of sanitation, clarification or diligence are depleted, it will be promoted the opening of “ENVELOPE 3 - QUALIFICATION DOCUMENTS” of the second placed and, so on, successively, until a BIDDER meets the qualification requirements, and is then declared the winner of the PUBLIC TENDER.

16.9. Once the qualification is decided, the BIDDERS will have the right to view the documentation included in ENVELOPES 1, 2 and 3, and a time period will be opened for any appeal against all the decisions of the BIDDING PERMANENT COMMISSION, as provided for in Item 18, of the BID NOTICE.

16.9.1. If all BIDDERS expressly decline the right to appeal, the BIDDING PERMANENT COMMISSION will deliver the result of the PUBLIC TENDER, which will be forwarded to the GRANTING AUTHORITY for approval and potential adjudication.

16.9.2. Before the appeal is filed, the BIDDING PERMANENT COMMISSION will analyze it, in a reconsideration judgment.

16.9.3. If the decision is not reconsidered, the BIDDING PERMANENT COMMISSION will forward the case files to the SUPERIOR AUTHORITY for review.

16.9.4. Once the appeal(s) is decided, the PUBLIC TENDER will be returned to the BIDDING PERMANENT COMMISSION, which will, as the case may be, continue the bidding.

16.10. Once the appeal decision has been executed, without any new administrative appeals at this stage, the BIDDING PERMANENT COMMISSION will issue the result of the PUBLIC

TENDER which will be forwarded to the SUPERIOR AUTHORITY for approval and potential adjudication.

16.11. The BIDDING PERMANENT COMMISSION, at the end of each one of the stages abovementioned, will realize the analysis and deliberation about the content of the documents presented, and publish its decision in the DOM or website indicated in the preamble of the BID NOTICE, as provide for in the BID NOTICE'S APPENDIX 7.

17. JUDGEMENT OF THE COMMERCIAL PROPOSALS

17.1. THE BIDDING PERMANENT COMMISSION will disqualify the BIDDER whose COMMERCIAL PROPOSAL:

17.1.1. Does not meet all of the requirements established in the applicable legislation and in the BID NOTICE;

17.1.2. Contains erasures, blurs, between lines or language that makes it difficult to understand the statement;

17.1.3. Contains amendments, reservations or omissions;

17.1.4. Implies an offer submitted to the condition or term not provided for in this BID NOTICE; and

17.1.5. To assign a MAXIMUM MONTHLY PAYMENT in an amount greater than R\$ 1,802,797.87 (one million eight hundred and two thousand seven hundred ninety-seven reais and eighty-seven cents), base date of May, 2020.

17.2. The classification of COMMERCIAL PROPOSALS will occur in an ascending order of value; therefore, the first place will be placed the COMMERCIAL PROPOSAL with the lowest value of MAXIMUM MONTHLY PAYMENT.

17.3. In case of a draw in relation to the values presented by the BIDDERS, the BIDDING PERMANENT COMMISSION will observe the applicable draw criteria, pursuant to Article 3, paragraph 2, of the Federal Law No. 8.666, of June 21, 1993, proceeding, in case the draw persists, to a raffle promoted by the President of the BIDDING PERMANENT COMMISSION, pursuant to Article 45, paragraph 2, of the same legal diploma.

17.4. Pursuant to Subitem 15.2, the BIDDING PERMANENT COMMISSION may promote diligence to clarify or complement the judgment of the COMMERCIAL PROPOSAL highest ranked, requesting additional information to verify the feasibility of its COMMERCIAL PROPOSAL.

18. ADMINISTRATIVE APPEALS

18.1. The BIDDERS who participate in the PUBLIC TENDER may file an appeal against the decisions of the BIDDING PERMANENT COMMISSION, about the examination and analysis of PROPOSAL GUARANTEES, the examination and judgment of the COMMERCIAL PROPOSAL and of the QUALIFICATION DOCUMENTOS, after the declaration of a WINNING BIDDER and publication of the BIDDING judgment minutes, pursuant to Article 109, of Federal Law No. 8.666, of June 21, 1993.

18.1.1. The appeal must be filed within 5 (five) business days, counted from the publication of the corresponding decision.

18.1.2. The appeal filed will be communicated to the other BIDDERS, who can challenge it within 5 (five) business days.

18.1.3. The appeals and counterclaims to the appeals must be directed to the President of the BIDDING PERMANENT COMMISSION, who may reconsider his decision within 5 (five) business days or forward them to the SUPERIOR AUTHORITY, duly informed, for approval or rejection, observed, also in this case, the term of 5 (five) working days.

18.2. The appeals will only be admitted when subscribed by legal representative(s), ACCREDITED REPRESENTATIVES, attorney with specific powers or any person undersigned in such specific powers, provided that they are instructed to demonstrate these powers, and could be sent by e-mail colic.ccl@aracaju.se.gov.br, or, alternatively, filed in paper form at the Secretariat of Infrastructure-SEMINFRA headquarters, located at Augusto Franco Avenue, N.3340, Ponto Novo, from 07 a.m. to 01 p.m., identified as follows:

ADMINISTRATIVE APPEAL

RELATING TO THE BID NOTICE No. 01/2020 - ADMINISTRATIVE CONCESSION TO PROVIDE PUBLIC LIGHTING SERVICES IN THE MUNICIPALITY OF ARACAJU/SE.

At. Mr. President of the BIDDING PERMANENT COMMISSION

18.3. Appeals filed after the deadline and time or in a place other than the indicated will not be known.

18.4. The appeals filed against the decision-making acts will have a mandatory suspensive effect in the cases of qualification or disqualification of the BIDDER and of judgment, whether it is a GUARANTEE OF PROPOSAL or a COMMERCIAL PROPOSAL, being possible that the competent authority, promptly and having reasons of public interest, grants the suspensive efficacy to the other appeals.

18.5. Once the judgment of the potential appeals is over, the result will be published on the website www.aracaju.se.gov.br and published in the DOM, not being able to file any other appeal to the highest competent authority.

18.6. The acceptance of the appeal filed will result in the invalidation of only insusceptible acts of use.

18.7. If all BIDDERS are disqualified or all proposals are disqualified, the BIDDING PERMANENT COMMISSION may set a deadline of 8 (eight) working days for the presentation, in PUBLIC BIDDING SESSION, of new QUALIFICATION DOCUMENTS or COMMERCIAL PROPOSALS, corrected the causes of their disqualifications or disqualifications, pursuant to Article 48, paragraph 3, of Federal Law No. 8.666, of June 21, 1993.

19. HOMOLOGATION; ADJUDICATION AND CONTRACT SIGNING

19.1. Once the result of the bid has been published and the appeal period has elapsed, the BIDDER who submitted the best proposal and has been declared qualified will be declared the

winner, the object will be awarded to the winning BIDDER and the homologation of the BIDDING will be published in the DOM.

19.2. The deadline to sign the CONTRACT will be 30 (thirty) days from the publication of the homologation act, extendable once, for an equal period, if requested during its course by the AWARDED BIDDER and since there is a reason duly justified and accepted by the GRANTING AUTHORITY.

19.3. The signature of the CONTRACT will be conditioned to the presentation, by the AWARDED BIDDER, of the following documents to the GRANTING AUTHORITY:

- (i) Proof of constitution of the SPECIFIC PURPOSE SOCIETY, with the corresponding certificate from the competent business registry, as well as the corresponding proof of registration in the National Register of Legal Entities (“*Cadastro Nacional de Pessoas Jurídicas*”);
- (ii) Description of the shareholding and management structure considered for the SPECIFIC PURPOSE SOCIETY, containing: (a) description of the types of shares; (b) shareholders and their corresponding holdings by type of share; (c) indication of the CONCESSIONAIRES’ corporate composition; (d) shareholder agreements of the SPECIFIC PURPOSE SOCIETY, when applicable; (e) identification of the main administrators; and (f) a description of the corporate governance principles adopted in the management of the SPECIFIC PURPOSE SOCIETY;
- (iii) Proof, up to 7 (seven) business days prior to the date of signature of the CONTRACT, by the AWARDED BIDDER or by a SUBCONTRACTED OPERATOR, of experience in a PUBLIC LIGHTING park, for a minimum period of 1 (one) year, of preventive and corrective operation and maintenance services of, at least, 29,000 (twenty-nine thousand) PUBLIC LIGHTING POINTS, including, in the scope of the contract, contractual responsibility for the supply of specific PUBLIC LIGHTING materials and equipment, such as luminaires, lamps, arms and supports for installation, projectors, connectors, conductors, reactors, photoelectric relays and sockets for photoelectric relays, regardless of the contractual specifications related to the quantity of the material to be supplied, following the conditions provided for in the CONTRACT;
 - a. For the purpose of reaching the value abovementioned, is allowed the sum of supporting documents, as long as at least one of the certification documents indicates

50% (fifty per cent) of the quantity of the PUBLIC LIGHTING POINTS indicated. In this case, will be applicable the on the terms indicated in item 12.3.4.

- (iv) Subscription and payment of the share capital of the SPECIFIC PURPOSE SOCIETY in the minimum amount of R\$ 24,790,129.11 (twenty-four million, seven hundred and ninety thousand, a hundred twenty-nine Reais and eleven cents), base date of May, 2020, in local currency national;
- (v) Constitution of the PERFORMANCE BOND referred to in the CONTRACT draft;
- (vi) Proof of payment to the Support Fund for the Structuring of Concession Projects and PPP (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – - FEP*”), managed by *Caixa Econômica Federal*, for carrying out studies related to the object of the CONCESSION, as authorized by Article 21, of the Federal Law No. 8.987, of February 13, 1995, in a bank account to be previously indicated; and
- (vii) Proof of payment, by the ACCREDITED PARTICIPANT representing the AWARDED PARTY, of the remuneration due to B3, through the payment of a bank slip to be issued after approval, for payment within 15 (fifteen) days, but unfailingly before the CONTRACT signing, corresponding to R\$ 132,191.74 (one hundred thirty-two thousand one hundred ninety-one reais and seventy-four cents), base date of May, 2020, subject to the annual monetary update by the variation of the IPCA, pursuant to APPENDIX 12 of the BID NOTICE.

19.4. The reimbursement amount to the Support Fund for the Structuring of Concession Projects and PPP (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – - FEP*”) mentioned in item (vi) above is composed of 3 (three) components:

- (i) The amount of R\$ 3,071,360.00 (three million seventy-one thousand three hundred and sixty reais), duly restated by the Average Referential Rate of the Special Settlement and Custody System (“*Sistema Especial de Liquidação e Custódia – Selic*”), ever since the disbursement, as of 11/21/2019, including that date, until the date of the effective reimbursement by the AWARDED BIDDING, excluding that date;
- (ii) The percentage of 10% (ten percent) levied on the amount mentioned in item (i) above, already duly updated, as compensation for the Support Fund for the

Structuring of Concession Projects and PPP (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – - FEP*”); and

- (iii) The additional amount of R\$ 104,000.00 (one hundred and four thousand reais), as maintenance of the Support Fund for the Structuring of Concession Projects and PPP (“*Fundo de Apoio à Estruturação de Projetos de Concessão e PPP – - FEP*”), updated by the Average Referential Rate of the Special Settlement and Custody System (“*Sistema Especial de Liquidação e Custódia – Selic*”).

19.4.1. The corporate structure of the SPECIFIC PURPOSE SOCIETY must observe, for the entire term of the contract, the provisions of Article 9, paragraph 4, of the Federal Law No. 11.079, of December 30, 2004, and its subsequent amendments.

19.4.2. The term provided for in Subitem 19.2 may be extended, for an equal period, if requested during its course by the AWARDED PARTY and if it stems from a justified reason, accepted by the GRANTING AUTHORITY.

19.5. Once the requirements set out in the previous Subitem are fulfilled, the SPECIFIC PURPOSE SOCIETY will be called by the GRANTING AUTHORITY to sign the CONTRACT.

19.6. If, within the expiration term of its COMMERCIAL PROPOSAL and after its summoning, the SPECIFIC PURPOSE SOCIETY refuses to sign the CONTRACT, or still, does not present the required documentation until the EFFECTIVE DATE, the MUNICIPALITY will apply a fine in the amount of the PROPOSAL GUARANTEE, through immediate execution, of the PROPOSAL GUARANTEE total presented by the AWARDED PARTY to receive the fine applied, without prejudice to indemnities for losses and damages suffered by the Public Administration in cases where the value of the PROPOSAL GUARANTEE is insufficient.

19.7. The refusal to sign the CONTRACT, without justification accepted by the GRANTING AUTHORITY, within the established term, will result in the A, or, in the case of CONSORTIUM, to all consortium members, the temporary suspension of participation in biddings, the impediment to contract with the Public Administration for a period of 24 (twenty-four) months and the declaration of unreputable to bid or contract with the Public Administration, in accordance with the law.

19.8. If the AWARDED BIDDER refuses to sign the CONTRACT within the term established in Subitem 19.2, or, still, does not fulfill any of the requirements prior to the

CONTRACT signing, the BIDDING PERMANENT COMMISSION is authorized to summon the other BIDDERS, in the order of classification of their COMMERCIAL PROPOSALS to proceed with the signature of the CONTRACT, after checking the QUALIFICATION DOCUMENTS, under the same conditions proposed by the first one ranked.

19.9. In case of the hypothesis provided for in Subitem 19.8 and due to supervening facts, the GRANTING AUTHORITY is authorized to revoke the BIDDING, upon proposal by the BIDDING PERMANENT COMMISSION, duly justified in the public interest, without prejudice to the applicable sanctions.

19.10. The GRANTING AUTHORITY, ex officio or at the provocation of third parties, must cancel the BIDDING if any illegality that cannot be remedied is verified.

19.11. The nullity of the BIDDING implies the nullity of the CONTRACT, generating no obligation to indemnify from the GRANTING AUTHORITY, subject to the provisions of Article 59, sole paragraph, of Federal Law No. 8.666, of June 21, 1993.

19.12. The BIDDING PERMANENT COMMISSION may, at any time, postpone the stages of the PUBLIC TENDER, under the terms of the applicable legislation, without the BIDDERS being entitled to indemnification or reimbursement of costs and expenses in any capacity.

19.13. All copies of the ENVELOPES of PROPOSAL GUARANTEES and QUALIFICATION DOCUMENTS that are not withdrawn by the other BIDDERS within 30 (thirty) days from the date of the CONTRACT signing will be rendered useless.

20. PENALTIES

20.1. Subject to the sanctions provided for in this BID NOTICE, the BIDDER who fails to comply with it, in order to harm the bid or to perform any illegal act among those provided for in Article 89 and the following Articles, of Federal Law No. 8.666, of June 21, 1993.

20.2. Guaranteed the adversarial and the preliminary and legal defense, the administrative penalties to which the BIDDERS are subject are the following:

20.2.1. Fine up to the value of the PROPOSAL GUARANTEE;

20.2.2. Temporary suspension of participation in bids and impediment to contract with the Municipal Public Administration, for a period not exceeding 2 (two) years; and

20.2.3. Declaration of non-reputability to bid or contract with the Public Administration, while the reasons for this punishment persist or until their rehabilitation is promoted by the authority that applied the penalty.

20.3. The sanction provided for in Subitem 20.2.1 may be applied cumulatively with one of the other penalties detailed in Subitem 20.2, based on the gravity of the infraction and the parameters of reasonableness and proportionality to be observed in each case, ensuring legal defense and the contradictory to the AWARDED PARTY, within 5 (five) working days from the summons of the act, and 10 (ten) working days, in case of application of the declaration of non-reputability.

20.4. The sanction of suspension from participating in bids and contracting with the Municipal Public Administration and the sanction of non-reputability declaration can also be applied to those who make a false declaration or commit tax fraud and to those who do not maintain the COMMERCIAL PROPOSAL.

21. FINAL PROVISIONS

21.1. The sanctions for default cases, as well as the payment conditions and the criteria for adjusting the remuneration will be provided for in the CONTRACT and its APPENDIX.

21.2. The GRANTING AUTHORITY, ex officio or at the provocation of third parties, may revoke or cancel the BIDDING, pursuant to Article 49, of the Federal Law No. 8.666, of June 21, 1993, if any illegality that cannot be remedied is verified.

21.3. The deadlines established in days, in the BID NOTICE, in the CONTRACT draft and in the APPENDIX, will be counted in calendar days, unless express reference is made to working days. In all the hypothesis, it must exclude the first day and include the last day of the deadline.

21.3.1. Unless otherwise specified, the deadlines start and expire on business days of the GRANTING AUTHORITY, extending to the next business day in cases where the start or expiration date coincides with a non-working.

21.4. The GRANTING AUTHORITY may, at any time, postpone the BIDDING stages, under the terms of the applicable legislation, without the BIDDERS being entitled to indemnify or reimburse the costs and expenses in any capacity.

Aracaju, [●] of [●] of 2020.

President of the BIDDING PERMANENT COMMISSION

Municipal Secretary of Infrastructure - SEMINFRA

APPENDIX 1 – REQUEST FOR CLARIFICATIONS MODEL

Aracaju, [●] [●], 2020.

To

[●]

Municipality of Aracaju

Ref.: BID NOTICE No. 01/2020 - Request for Clarification

Dear Sirs,

The [BIDDER], by its legal representative(s), submits the following request for clarification regarding the NOTICE.

Number of the question asked	BID NOTICE Item	Clarification Requested
1	Insert item of the BID NOTICE to which the requested clarification refers to	Clearly write the desired clarification request in the form of a question
2	Insert item of the BID NOTICE to which the requested clarification refers to	Clearly write the desired clarification request in the form of a question
3	Insert item of the BID NOTICE to which the requested clarification refers to	Clearly write the desired clarification request in the form of a question
4	Insert item of the BID NOTICE to which the requested clarification refers to	Clearly write the desired clarification request in the form of a question

Number of the question asked	BID NOTICE Item	Clarification Requested
5	Insert item of the BID NOTICE to which the requested clarification refers to	Clearly write the desired clarification request in the form of a question

Sincerely,

[BIDDER]

Contact person: [●]

Phone: [●]

Email address: [●]

APPENDIX 2 - WRITTEN COMMERCIAL PROPOSAL

Aracaju, [●] [●], 2020.

To

BIDDING PERMANENT COMMISSION

Ref.: Bid Notice No. 01/2020 - Commercial Proposal.

Dear Sirs,

1. In view of the summons of the GRANTING AUTHORITY, we present our COMMERCIAL PROPOSAL for the performance of the object of the PUBLIC TENDER in reference.
2. We propose, as the MAXIMUM MONTHLY PAYMENT an amount to be paid by the GRANTING AUTHORITY, for the performance of the CONCESSION SERVICES object of this PUBLIC TENDER as defined in the BID NOTICE, after the delivery of all CONCESSION MILESTONES and considering the full attendance of PERFORMANCE INDICATORS, the amount of R\$ [●] ([●]), base date of May, 2020.
3. We expressly declare that:
 - 3.1. This COMMERCIAL PROPOSAL is valid for 180 (one hundred and eighty days), counted from the ENVELOPES DELIVERY DATE, as specified in the BID NOTICE;
 - 3.2. In calculating the amounts proposed in Item “2” above, all charges, taxes, costs and expenses necessary for the CONCESSION performance, according to elements of the BID NOTICE and the CONTRACT;
 - 3.3. We fully and unreservedly agree with the contracting conditions set out in the BID NOTICE in reference;
 - 3.4. We confirm that we are fully aware of the object of the CONCESSION, as well as the conditions of the CONTRACT performance;

3.5. We assume, from now on, full responsibility for carrying out the work in accordance with the provisions of the CONTRACT and applicable legal and normative diplomas; and

3.6. We have fully complied with all the obligations and requirements contained in the BID NOTICE.

Sincerely,

[BIDDER]

[legal representative]

**APPENDIX 3 - LETTER OF PRESENTATION OF QUALIFICATION DOCUMENTS
TEMPLATE**

Aracaju, [●] [●], 2020.

To

BIDDING PERMANENT COMMISSION

Ref.: Bid Notice No. [●]/2020 - Presentation of QUALIFICATION DOCUMENTS

Dear Sirs,

1. [BIDDER] (“BIDDER”), by their legal representative(s), attaches the documents for their qualification in the bidding process in reference, under the terms of Item 12, of the PUBLIC TENDER, organized according to the order established there , reflected in the attached index.
2. The BIDDER expressly declares that it is fully aware of the terms of the BID NOTICE and that it fully accepts them, especially with regard to the powers conferred on the BIDDING PERMANENT COMMISSION to conduct special steps to verify the veracity of the documents presented and seek any necessary clarifications to elucidate the information contained therein.
3. The BIDDER expressly declares that it has met all the requirements and criteria for qualification and has presented the QUALIFICATION DOCUMENTS, as defined in BID NOTICE No. 01/2020, correctly.
4. The BIDDER further declares that the QUALIFICATION DOCUMENTS presented herein are complete, true and correct in every detail.

[BIDDER]

[LEGAL REPRESENTATIVE]

**APPENDIX 4 - DECLARATIONS OF INDEPENDENT PROPOSAL DRAFTING;
ACCORDING TO ARTICLE 7, ITEM XXXIII, OF THE FEDERAL CONSTITUTION;
NON-EXISTING FAILURE, JUDICIAL, EXTRAJUDICIAL OR INSOLVENCY
RECOVERY; OF ABSENCE OF IMPEDIMENT TO PARTICIPATE IN THE
BIDDING; AND OF FINANCIAL CAPACITY**

Aracaju, [●] [●], 2020.

To

BIDDING PERMANENT COMMISSION

Ref.: Bid Notice No. 01/2020 - Presentation of QUALIFICATION DOCUMENTS

[BIDDER] (“BIDDER”), by its legal representative(s), attaches the documents for its qualification in the bidding process in reference, pursuant to Subitem 12.3.5, of the BID NOTICE, and, under the penalties of the Law, in particular Article 299 of the Brazilian Penal Code, which:

- (i) The proposal submitted to participate in this BIDDING was prepared independently by the BIDDER, and the content of the proposal was not, in whole or in part, directly or indirectly, informed, discussed or received from any other potential participant or in fact the BIDDING by any means or by any person;
- (ii) The intention to present the proposal prepared to participate in this BIDDING was not informed, discussed or received from any other potential or in fact participant in the BIDDING, indicated in the preamble, by any means or by any person;
- (iii) That it has not tried, by any means or by any person, to influence the decision of any other potential or in fact participant in the BIDDING as to whether or not to participate in said BIDDING;
- (iv) That the content of the proposal submitted to participate in the BIDDING, in reference, will not be, in whole or in part, directly or indirectly, communicated or discussed with any other potential participant or in fact of the BIDDING prior to the award of the object of the aforementioned BIDDING;
- (v) That the content of the proposal submitted to participate in the BIDDING was not, in whole or in part, directly or indirectly, informed, discussed or received from any member of the BIDDING, before the official opening of the proposals; and that it is fully aware of the content and extent of this declaration and that it has full powers and information to sign it;
- (vi) Is in a regular situation before the Ministry of Labor, with regard to compliance with the provisions of item XXXIII, of Article 7, of the Federal Constitution;
- (vii) Is not under judicial or extrajudicial reorganization, insolvency, special temporary administration or intervention, and its bankruptcy has not been decreed by judicial sentence; or, that their corresponding judicial reorganization plan was approved by

creditors and judicial reorganization was granted in court or, in the case of extrajudicial reorganization, that the extrajudicial reorganization plan was approved by the competent court;

- (viii) Is not prevented from participating in public biddings or contracting with the Public Administration; and

- (ix) It has or has the capacity to obtain sufficient financial resources to fulfill the obligations to contribute its own resources and those of third parties necessary to achieve the object of the CONCESSION. It further declares that (i) it has credibility in the market to contract all the insurance necessary to achieve the object of the CONCESSION and (ii) it has or has the capacity to obtain the funds for payment in national currency of, in the minimum amount of R\$ 24,790,129.11 (twenty-four million, seven hundred and ninety thousand, a hundred twenty-nine Reais and eleven cents), base date of May 2020, in the share capital of the specific purpose company to be constituted according to what was defined in the BID NOTICE indicated in the preamble.

[BIDDER]

[legal representative]

APPENDIX 5 - POWER OF ATTORNEY TEMPLATE

By this instrument of mandate, [BIDDER], [qualification], hereinafter referred to as "Grantor", appoints and constitutes its numerous attorneys, Messrs. [●], [qualification], [e-mail for contact], [phone number], to, jointly or separately, regardless of the order of the nomination, perform the following acts in the Federative Republic of Brazil, in and out of court:

- (a) Represent the Grantor in any government entities, bodies or departments, open or closed companies and any government agencies, including the Municipal Secretariat of Infrastructure, to establish and maintain understandings with said public entities, agencies, bodies or departments, for receive service of any kind, to request and/or promote consultations, to request certificates and other documents and to perform the necessary acts during the bidding process described in the Bid Notice No. 01/2020, including to appeal and waive the right to appeal; and in particular:
 - (i) Make commitments and/or obligations on behalf of the Grantor and in any case contract, make agreements, give and receive discharge on behalf of the Grantor;
 - (ii) Represent the Grantor in the defense of its interests in court, in any instance and before any court or tribunal, including hiring lawyers, with special powers to confess, settle, give up, make agreements, give and receive discharge; and
 - (iii) At its discretion, underwrite, in whole or in part, subject to powers, any of the powers granted herein, under the conditions it deems or deems appropriate.

This power of attorney has a term of _____ [minimum term of one year from the date of submission of the COMMERCIAL PROPOSALS].

Aracaju, [●] [●], 2020.

[BIDDER]

[legal representative]

APPENDIX 6 – CONTRACT DRAFT

This document will be available separately.

APPENDIX 7 – BIDDING SCHEDULE

Event	Event Description
1	Publication of the BID NOTICE.
2	Term for request of clarifications about the BID NOTICE.
3	Term for publication the clarifications about the BID NOTICE.
4	Term for impugnation of the BID NOTICE.
5	Receipt, at B3, by the BIDDING PERMANENT COMMISSION, of all copies of the ENVELOPES related to: (i) PROPOSAL GUARANTEE, REPRESENTATION AND DECLARATION DOCUMENTS; (ii) COMMERCIAL PROPOSAL; and (iii) QUALIFICATION DOCUMENTS.
6	Opening of ENVELOPE 1, containing the PROPOSALS GUARANTEES and documents of accreditation of the ACCREDITED REPRESENTATIVES and declaration.
7	Disclosure of the decision of the BIDDING PERMANENT COMMISSION about the PROPOSALS GUARANTEES that did not meet any of the conditions established in the BID NOTICE.
8	PUBLIC BIDDING SRSSION to the opening of copies of ENVELOPE 2, containing the COMMERCIAL PROPOSALS of the BIDDERS whose PROPOSAL GUARANTEE has been accepted and disclosure of the BIDDERS final classification.
9	Opening of VOLUME 3, containing the QUALIFICATION DOCUMENTS of the BIDDER first ranked.
10	Publication, by the BIDDING PERMANENT COMMISSION, of the Judgement Minute of the BIDDING result, including the decision regarding the analysis of QUALIFICATION DOCUMENTS, starting from this date the deadline to file potential appeals about all the decisions rendered by the BIDDING PERMANENT COMMISSION related to ENVOLPES 1, 2 and 3, and the possibility to request the files for examination.
11	Publication , by the BIDDING PERMANENT COMMISSION, of the decision about the appeals and its correspondent impugnation.
12	Adjudication of the object of the BIDDING to the winning BIDDER and approval of the result of the BIDDING.
13	Proof of attendance, by the winning BIDDER, of the conditions prior to the CONTRACT signing.

14	CONTRACT signing.
15	ENVELOPES withdraw by the other BIDDERS, under the risk of disposal in case of non-withdraw.

**APPENDIX 8 – DECLARATION REFERENT TO THE MUNICIPAL LAW No.
1.789/1992; LAW No. 2.457/96**

To

The President of the BIDDING PERMANENT COMMISSION

[*Address*]

[*city/state*]

Ref.: BID NOTICE No. [●]/2020 - Declaration Ref. to Municipal Law No. 1.789/1992 and
Municipal Law No. 2.457/96

[name / corporate name of the company]

National Registry of Legal Entities - CNPJ No. [●]

[address of the company]

The [BIDDER], by its undersigned representatives, in accordance with the provisions of
Municipal Law No. 1.789/1992 and Municipal Law No. 2.457/96, and others applicable, under
the applicable penalties, that the execution of the contract object of this bidding will observe the
provisions of the municipal waste disposal and tree pruning policy, if any.

[BIDDER]

[accredited representative(s)]

**APPENDIX 9 –DECLARATION OF CIVIL AND ADMINISTRATIVE
RESPONSIBILITY**

Aracaju, [●] [●], 2020.

To

BIDDING PERMANENT COMMISSION

Ref.: Bid Notice No. 01/2020 - Declaration of Civil and Administrative Liability

Dear Sirs,

The [BIDDER], by its undersigned representatives, declares, under the penalties of the applicable legislation, that it undertakes to act in an ethical, integral, legal and transparent manner, and is aware that neither party may offer, give or commit to give to anyone, or accept or commit to accept from anyone, either on their own account or through someone else, any payment, donation, compensation, financial advantages or benefits of any kind that constitute illegal practice or corruption, whether directly, indirectly or through subcontractors or third parties, as to the object of this contract, or otherwise unrelated to it, under the terms of Federal Law No. 12.846, of August 1, 2013.

It also declares to be aware that the liability of the legal entity remains in the event of contractual alteration, transformation, incorporation, merger or corporate spin-off, covering the controlling, controlled, affiliated or consortium companies for the contract, except for the harmful acts that occurred before the date of the merger or incorporation, when the successor's liability will be restricted to the obligation to pay a fine and fully repair the damage caused, up to the limit of the transferred equity.

[BIDDER]

[legal representative(s)]

**APPENDIX 10 – TEMPLATE FOR FORMAL DECLARATION OF EXPRESS
SUBMISSION TO BRAZILIAN LEGISLATION AND WITHDRAWAL OF CLAIMS
BY DIPLOMATIC VIA**

Aracaju, [●] [●], 2020.

To

BIDDING PERMANENT COMMISSION

Municipality of Aracaju/SE

Ref.: Public Tender Notice No. 01/2020

Dear Sirs,

In compliance with Subitem 12.3.1.4, of the Public Tender Notice No. 01/2020, the [BIDDER], by its undersigned representative(s), declares, for due purposes, its formal and express submission to Brazilian law and full waiver of claim, for any reason or fact, through diplomatic channels.

[BIDDER]

[legal representative(s)]

APPENDIX 11 - DECLARATION OF EQUIVALENCE TEMPLATE LETTER

Aracaju, [●] [●], 2020.

To

BIDDING PERMANENT COMMISSION

Municipality of Aracaju/SE

Ref.: Public Tender Notice No. 01/2020

Dear Sirs,

In compliance with Subitem 12.3.1.4, of the Public Tender Notice No. 01/2020, the [BIDDER], by its undersigned representative(s), declares, under the penalties of the applicable legislation, that the documents listed below of the company's country of origin (NAME AND QUALIFICATION) are equivalent to the documents required in the Public Tender in reference.

Document description in the country of origin	Document required in the Public Tender	Public Tender item in which the document is required

[BIDDER]

[legal representative(s)]

APPENDIX 12 – B3 PROCEDURAL MANNUAL

This document will be available separately.

**APPENDIX 13 – DECLARATION ABOUT THE ATTENDANCE OF
PREROGATIVES CONCERNING DRAW CRITERIA PURSUANT TO ARTICLE 3,
PARAGRAPH 2, OF THE FEDERAL LAW No. 8.666, OF JUNE 21, 1993**

Aracaju, [●] [●], 2020.

To
BIDDING PERMANENT COMMISSION

Ref.: Public Tender Notice No. 01/2020 – Declaration of Attendance of Draw Criteria

Dear Sirs,

In compliance with the Public Tender Notice No. 01/2020, the [BIDDER], by its undersigned representative (s), declares, for due purposes, that it meets the following criteria pursuant to Article 3, paragraph 2, of the Federal Law No. 8.666, of June 21, 1993:

Fulfillment	Item of Article 3, paragraph 2	Criteria
[]	II	Services produced in the country.
[]	III	Services performed by Brazilian companies.
[]	IV	Services performed by companies that invest in research and development of technology in the country.
[]	V	Services provided by companies that prove the fulfillment of working positions to disabled people or to rehabilitated people from the Social Security, that fulfills the accessibility rules provided for in the legislation.

[BIDDER]

[legal representative(s)]