

**GOVERNMENT OF THE STATE OF MINAS GERAIS**

**BIDDING NOTICE OF INTERNATIONAL PUBLIC BIDDING PROCESS No. 001/2022.**

**CONTRACTING OF PUBLIC-PRIVATE PARTNERSHIP (PPP), IN THE SPONSORED CONCESSION MODALITY, FOR THE PREPARATION OF PROJECTS, CONSTRUCTION, OPERATION AND MAINTENANCE OF THE RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE.**

**MAY 2022.**

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## **BIDDING NOTICE OF INTERNATIONAL PUBLIC BIDDING PROCESS No. 001/2022.**

### **PART I – PREAMBLE**

The STATE OF MINAS GERAIS, through its SECRETARY OF STATE for **INFRASTRUCTURE and MOBILITY OF the STATE OF MINAS GERAIS – SEINFRA/MG**, hereby makes public, in the form of International Public Bidding Process, with the purpose of contracting a public-private partnership (PPP), in the form of Sponsored Concession, for the preparation of projects, construction, operation and maintenance of the Ring Road of the Metropolitan Region of Belo Horizonte, for a period of 30 (thirty) years, according to the conditions established in this BIDDING NOTICE and ANNEXES.

This BIDDING PROCESS will be governed by the rules set forth in this Bidding Notice and its Annexes, as well as by the provisions of Federal Law No. 11.079/04 and, in the alternative, by State Law No. 12.219/96, by the Concession Law No. 8.987/95, Federal Law No. 9.074/95 and Federal Law No. 8.666/1993, and other rules in force on the matter.

In the manner provided for in articles 191 and 193, item II, of Federal Law No. 14.133/21, the option is registered for not applying the new bidding law, but for the application of Federal Law No. 8.666/93.

The BIDDING PROCESS was preceded by Public Consultations and Hearing, pursuant to article 39, of Federal Law No. 8.666/93, and article 10, item VI, of Federal Law No. 11.079/04 and the technical, legal and economic-financial feasibility studies are available for consultation at the website <http://www.infraestrutura.mg.gov.br/>.

The Public Consultations were published in the Government Printing Office of the State of Minas Gerais, in a widely circulated newspaper, as well as at the electronic address <http://www.infraestrutura.mg.gov.br/>, being open to the public for the period from 02/05/2021 to 03/22/2021, subsequently extended until 04/28/2021, and after analysis and adaptation of the minutes according to contributions and suggestions sent, a new deadline was opened for the period from October 26, 2021 to November 25, 2021.

The Public Hearings were published in the Government Printing Office of the State of Minas Gerais, in a widely circulated newspaper, as well as at the electronic address

<http://www.infraestrutura.mg.gov.br/>, and the public hearings were held on February 26, 2021; March 8, 11, 22 and 26, 2021, and later, on October 22 and 23, 2021 and November 26, 2021.

The selection criterion of this BIDDING PROCESS will be the "Lowest Value of the Consideration to be paid by the State Government", pursuant to article 12, item II, item a), of Federal Law No. 11.079/04.

Bids and other documents necessary for participation in the BIDDING PROCESS will be received between 9:00 am and 12:00 pm on July 26, 2022, at the headquarters of B3, at Rua XV de Novembro No. 275, Centro, São Paulo/SP.

The opening of the bids will be held in a Public Session beginning on July 28, 2022, at 2:00 p.m., at the headquarters of B3 S.A., at Rua XV de Novembro, 275, Centro, São Paulo/SP.

The BIDDING NOTICE of this CONCESSION, its annexes, as well as all information, studies and projects available on the ROAD SYSTEM can be obtained at the website of SEINFRA, <http://www.infraestrutura.mg.gov.br/> and <http://www.parcerias.mg.gov.br/>, focusing on the availability of this information and studies the rules provided for in this Bidding Notice.

## PART II – DEFINITIONS

For the purposes of this BIDDING NOTICE, unless expressly provided otherwise, the terms, phrases and expressions listed below, when written in this BIDDING NOTICE and its ANNEXES, in upper case, notwithstanding the other definitions, shall be understood and interpreted in accordance with the following meanings:

<b>SHAREHOLDER</b>	Means company(ies) participating in the capital stock of the SPC;
<b>WINNING BIDDER</b>	Means the business company or CONSORTIUM of business companies declared winner of the BIDDING PROCESS by the BIDDING COMMITTEE, after the approval of the BIDDING PROCESS by the Secretary of State for Infrastructure and Mobility;
<b>GOVERNMENT</b>	Means the agencies or entities, directly and indirectly, of the Government, federal, state, Federal District and municipalities;
<b>ANNEX(ES)</b>	Means the documents attached to this BIDDING NOTICE;
<b>ANNEX OF DRAFT AGREEMENT</b>	Means each of the documents attached to the draft CONTRACT;
<b>PUBLIC CONTRIBUTION/ CONTRIBUTION</b>	Means the contribution of public funds, to be made by the GOVERNMENT in favor of the CONCESSIONAIRE, in accordance with the provisions of article 6, paragraph 2 of Federal Law No. 11.079/04, for the construction and purchase of reversible assets, to be disbursed in accordance with the milestones established in ANNEX 12 of the AGREEMENT;
<b>B3</b>	Means B3 S.A. - Brasil, Bolsa, Balcão.
<b>CONTROL BLOCK</b>	Means the group of shareholders of the SPECIAL PURPOSE COMPANY that exercises power of control over the company;
<b>CAGEF</b>	<i>Cadastro Geral de Fornecedores de Minas Gerais – CAGEF/MG</i> (General Register of Suppliers of Minas Gerais), an electronic platform that allows the accreditation of companies interested in participating in bidding processes, contracts with suppliers and public consultations within the scope of the State of Minas Gerais.

<b>AFFILIATED COMPANY</b>	Means the company subject to the significant influence of another company. 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;
<b>SPECIAL BIDDING COMMITTEE</b>	Means the committee established by act of the Secretary of State for Infrastructure and Mobility – SEINFRA, responsible for receiving and examining all documents submitted under this BIDDING PROCESS, conducting the procedures described in this Instrument, processing and judging the BIDDING PROCESS, under the terms of this BIDDING NOTICE;
<b>BIDDING PROCESS</b>	Bidding procedure carried out to grant the CONCESSION;
<b>SPONSORED CONCESSION / CONCESSION</b>	It is the Public-Private Partnership, in the form of a sponsored concession, pursuant to article 2, paragraph 1 of Federal Law No. 11.079/04, entered into for the EXPLORATION of the RING ROAD of the METROPOLITAN REGION OF BELO HORIZONTE, under the terms and conditions established in the CONTRACT and its ANNEXES;
<b>CONCESSIONAIRE / CONTRACTOR</b>	Means the SPECIFIC PURPOSE COMPANY constituted by the WINNING BIDDER of the BIDDING PROCESS, to which the subject of this AGREEMENT is granted by the GOVERNMENT;
<b>CONSORTIUM</b>	Means the group of companies, jointly and severally liable for the fulfillment of the obligations arising from this BIDDING PROCESS and bound through an Agreement of Commitment for the Constitution of a Special Purpose Company, in accordance with Item 9.7 of this Bidding Notice;
<b>CONSIDERATION</b>	Means the financial contribution to be paid by the GOVERNMENT to the CONCESSIONAIRE, as provided for in the AGREEMENT, for the implementation of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, the subject of the CONCESSION;

<b>AGREEMENT</b>	Means the CONCESSION AGREEMENT, including its ANNEXES, entered into between the State of Minas Gerais and the CONCESSIONAIRE;
<b>CONTROLLED COMPANY</b>	Means any legal entity or investment fund whose Control is exercised by another person or investment fund and understood as such the company in which the parent company, directly or through other controlled companies, holds partner rights that ensure, permanently, preponderance in corporate resolutions and power to elect the majority of the managers of the controlled company, pursuant to art. 243, § 2, of Federal Law No. 6.404/76;
<b>PARENT COMPANY</b>	Means any person or investment fund exercising Control over another person or investment fund;
<b>CONTROL</b>	Means the power, held by a person or group of persons bound by a voting agreement or under common control, which, directly or indirectly, individually or jointly: (i) permanently exercise rights that ensure the majority of votes in the resolutions and elect the majority of directors or managers of another entity, investment fund or supplementary pension entities, as the case may be; and/or (ii) effectively direct the corporate activities and guide the functioning of bodies of another entity, investment fund or supplementary pension entity
<b>PHYSICAL-EXECUTIVE SCHEDULE</b>	Schedule part of the ORIGINAL INVESTMENT SCHEDULE (COI, <i>CRONOGRAMA ORIGINAL DE INVESTIMENTOS</i> ), to be presented by the WINNING BIDDER, as a condition for signing the AGREEMENT, containing the details, through initial, intermediate and final milestones, for each of the investments and works indicated, considering the initial and final terms of completion of the works provided for therein that were defined based on EVTE, the AGREEMENT and its ANNEX 3;
<b>ORIGINAL INVESTMENT SCHEDULE (COI)</b>	Document presented by the CONCESSIONAIRE, as a condition for signing the AGREEMENT, composed of the works and investments defined in the AGREEMENT, BIDDING NOTICE and



	respective ANNEXES. The ORIGINAL INVESTMENT SCHEDULE must contain the PHYSICAL-EXECUTIVE SCHEDULE;
<b>EFFECTIVE DATE</b>	date of publication of the extract of the Agreement in DOE MG, immediately after implementing the conditions of effectiveness provided for in the Agreement;
<b>DATE FOR RECEIPT OF ENVELOPES</b>	Between 9:00 am and 12:00 pm on July 26, 2022, at which time all documents necessary for its participation in the Bidding Process must be delivered by the Bidders, at the headquarters of B3 S.A., at Rua XV de Novembro, 275, Centro, São Paulo/SP;
<b>DER/MG</b>	Department of Buildings and Roads of Minas Gerais;
<b>SESSION DIRECTOR</b>	Representative of B3 who will lead the PUBLIC SESSION to open and judge the PRICE BIDS, on behalf of the SPECIAL BIDDING COMMITTEE, according to the dictates of the BIDDING NOTICE;
<b>QUALIFICATION DOCUMENTS</b>	Means the set of documents described in Item 9 of this Bidding Notice, to be mandatorily filed by THE bidders with the BIDDING COMMITTEE, intended to prove its legal qualification, labor tax regularity, economic and financial qualification, and technical qualification, in addition to additional declarations;
<b>DOE MG</b>	Official Gazette of the State of Minas Gerais;
<b>BIDDING NOTICE</b>	Means the Bidding Notice of International Public Bidding Process No. 001/2022 and its ANNEXES, bidding document, containing the set of instructions and rules that guide the administrative procedure of selection of CONCESSIONAIRE capable of receiving the grant of the CONCESSION;
<b>REGULATORY ENTITY</b>	The Transport Regulation Committee, established under the terms of Joint Resolution SEINFRA/DER No. 004, of April 5, 2021, and, after its creation, the Regulatory Agency that will succeed the Committee, pursuant to art. 12 of this Joint Resolution;
<b>EVTEA</b>	The Technical and Economic-Financial Feasibility Study, which presents the values and contractual years of the investments that will compose the ORIGINAL INVESTMENT SCHEDULE (COI), and which will serve as a basis for the preparation of the PHYSICAL-EXECUTIVE SCHEDULE to be presented by the

	CONCESSIONAIRE and its consequences, under the terms of this AGREEMENT;
<b>GUARANTEES OF PERFORMANCE OF THE AGREEMENT</b>	Means all guarantees to be provided by the CONCESSIONAIRE in order to ensure compliance with the obligations set forth in the AGREEMENT in all its terms;
<b>BID GUARANTEE</b>	The guarantee of compliance with the ECONOMIC BID to be submitted by the BIDDERS, under the terms of this BIDDING NOTICE;
<b>IPCA / IPCA-IBGE</b>	Broad National Consumer Price Index, published by IBGE – Brazilian Institute of Geography and Statistics, used to readjust the TARIFF and other pecuniary obligations of the PARTIES, according to the rules established in the AGREEMENT, or another that may replace it in the event of its extinction.
<b>BIDDING PROCESS</b>	Means International Public Bidding Process No. 001/2022, under the terms of the BIDDING NOTICE;
<b>BIDDER(S)</b>	Means any legal entity, investment fund, supplementary pension entity or Consortium participating in the BIDDING PROCESS;
<b>WINNING BIDDER</b>	Means the BIDDER declared the winner for having submitted the highest ranked bid and met all the conditions of the BIDDING NOTICE, which was awarded the subject of the BIDDING PROCESS;
<b>PROCEDURE MANUAL</b>	Document prepared by B3, containing guidelines, rules and document templates for the BID GUARANTEE procedures, operational procedures, as well as all other procedures pertinent to the performance of the bidding process, subject to the rules of this BIDDING NOTICE;
<b>RELATED PARTIES</b>	With respect to the CONCESSIONAIRE, any person, PARENT COMPANY, AFFILIATED COMPANY or CONTROLLED COMPANY, as well as those so considered by the current accounting standards;
<b>ACCREDITED PARTICIPANT</b>	Brokerage/distribution companies authorized to operate in B3 contracted by the BIDDERS, through an intermediation

	agreement, to represent them in all acts related to the BIDDING PROCESS with B3;
<b>GUARANTEE PLAN</b>	The document presented by the CONCESSIONAIRE, containing the list of all guarantees that must be provided by the CONCESSIONAIRE, as a way to ensure, unconditionally, the fulfillment of the obligations assumed within the scope of the AGREEMENT, and which will be subject to revision, according to the rules of the AGREEMENT;
<b>INSURANCE PLAN</b>	Document containing the list of all compulsory contracting insurance, under the terms of the AGREEMENT and ANNEXES, whose policies must be valid and in force throughout the CONCESSION TERM, being subject to revision under the terms of the AGREEMENT;
<b>GOVERNMENT</b>	Means the State of Minas Gerais, through the Secretary of State for Infrastructure and Mobility – SEINFRA;
<b>CONCESSION TERM</b>	Original term of thirty (30) years, counted from the EFFECTIVE DATE, during which there will be provision of the subject of the agreement by the CONCESSIONAIRE, under the terms of the AGREEMENT;
<b>QUALIFIED PROFESSIONAL</b>	Professional, of higher level, to be technically responsible for the provision of services related to the CONCESSION, the subject of the BIDDING PROCESS;
<b>ROAD EXPLORATION PROGRAM / PER</b>	Means the set of technical and operational information, covering the guidelines of the DEPLOYMENT WORKS and minimum OPERATING CONDITIONS OF the HIGHWAY for EXPLORATION of the ROAD SYSTEM;
<b>PRICE BID / ECONOMIC BID</b>	Means the value of the CONSIDERATION proposed by the BIDDER for the execution of this AGREEMENT and other related documents;
<b>ANCILLARY REVENUES</b>	Means the portion of the CONCESSIONAIRE'S compensation corresponding to the collection of any alternative, complementary, ancillary or supplementary revenues to the TOLL FEES, the CONTRIBUTION and CONSIDERATION, resulting

	from the deployment of projects associated with the CONCESSION, under the terms set forth in the AGREEMENT;
<b>TARIFF REVENUES</b>	Means the revenues to be earned by the CONCESSIONAIRE due to the collection of TOLL FEES;
<b>ACCREDITED REPRESENTATIVE(S)</b>	Means the persons authorized to represent the bidders in all documents related to the Bidding Process, except in the acts practiced with B3;
<b>RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE</b>	Means the road modal to be implemented ( <i>greenfield</i> ), currently embodied in the project of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, inserted in the context of a macro development and urbanization plan of the Metropolitan Region of Belo Horizonte, for the deployment, conservation, maintenance and operation of the traffic system of the region, which has as its main objective to remove traffic passing through Belo Horizonte and the current road ring, as defined in the BIDDING NOTICE and in this AGREEMENT;
<b>SEINFRA</b>	Means the State Secretariat for Infrastructure and Mobility - SEINFRA, which is a body of the direct government of the State of Minas Gerais;
<b>PUBLIC SESSION</b>	Public session starting on July 28, 2022, at 2:00 pm, according to the procedure provided for in this BIDDING NOTICE, when all documents necessary for participation in the BIDDING PROCESS must be delivered by the BIDDERS;
<b>SERVICES</b>	Means (i) the deployment and management of the EXPLORATION of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE; (ii) the support, notwithstanding the exclusive responsibility of the GOVERNMENT, in the execution of NON-DELEGATED SERVICES; and (iii) the management and/or provision, as the case may be, of COMPLEMENTARY SERVICES;
<b>NON-DELEGATED SERVICES</b>	Means the services of exclusive competence of the GOVERNMENT, whose execution is not included in the subject of the CONCESSION;

<b>COMPLEMENTARY SERVICES</b>	Means the services considered convenient, but not essential, to be provided in the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, at the discretion of the CONCESSIONAIRE, (i) by third parties previously authorized, in writing, by the CONCESSIONAIRE or (ii) directly by the CONCESSIONAIRE;
<b>ROAD SYSTEM</b>	Means the road network granted to the CONCESSIONAIRE, including all its elements that are part of the RIGHT-OF-WAY, in addition to ACCESSES and sections, buildings, land, lanes, shoulders, special works of art, any new works and investments made by the CONCESSIONAIRE under this concession agreement and any other elements, as well as by the areas occupied with operational and administrative facilities related to the CONCESSION;
<b>SPECIAL PURPOSE COMPANY / SPC</b>	Means the corporation to be incorporated by the WINNING BIDDER of the BIDDING PROCESS, with the exclusive purpose of exploring the subject of the CONCESSION, as a condition precedent to the execution of the AGREEMENT;
<b>SUSEP</b>	Superintendency of Private Insurances;
<b>TOLL FEES/ TARIFFS</b>	Means the prices to be paid by the USERS as a result of the use of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, according to the assumptions contained in ANNEX 7 of the AGREEMENT;
<b>USER</b>	Means every person, owner, driver and/or passenger, who travels by VEHICLE in the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE;
<b>ESTIMATED CONTRACT VALUE</b>	Net Present Value of the PUBLIC CONTRIBUTION, CONSIDERATION and estimated TARIFF REVENUES in EVTEA.

### **PART III - THE PURPOSE**

#### **1. Purpose of the BIDDING PROCESS**

- 1.1. The purpose of this BIDDING PROCESS is the contracting of a public-private partnership (PPP), in the CONCESSION modality, for the preparation of projects, construction, operation and maintenance of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, under the conditions established in this BIDDING NOTICE and ANNEXES.
  - 1.1.1. The specifications and conditions of the works, services and activities that are part of the subject of the AGREEMENT are detailed in the ROAD EXPLORATION PROGRAM (PER, *PROGRAMA DE EXPLORAÇÃO RODOVIÁRIA*), ANNEX of the AGREEMENT.
- 1.2. The CONCESSION TERM will be 30 (thirty) years, counted from the EFFECTIVE DATE of the AGREEMENT.
  - 1.2.1. For all purposes of this BIDDING NOTICE and the AGREEMENT, the EFFECTIVE DATE is the one in which the conditions for effectiveness of the AGREEMENT referred to in Section 7.2 of the AGREEMENT are implemented.
  - 1.2.2. The AGREEMENT may be extended, justifiably, at the sole discretion of the GOVERNMENT, in the cases provided for in Sections 7.5 and 7.6 of the AGREEMENT.
- 1.3. The ESTIMATED VALUE OF THE CONTRACT, based on March 2022, is BRL 2,675,867,306.63 (two billion, six hundred and seventy-five million, eight hundred and sixty-seven thousand, three hundred and six Brazilian Reais and sixty-three cents), corresponding to the net present value of the PUBLIC CONTRIBUTION, CONSIDERATION and estimated TARIFF REVENUES in the EVTEA to be received by the CONCESSIONAIRE over the term stipulated for the CONCESSION.
  - 1.3.1. The TOLL FEE to be paid by the USERS as a result of the use of RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, will be calculated according to the assumptions contained in ANNEX 7 of the AGREEMENT.
  - 1.3.2. The value of the maximum CONSIDERATION to be offered may not exceed the amount of BRL 103,738,000.68 (one hundred and three million, seven hundred and thirty-eight thousand Brazilian Reais and sixty-eight cents), equivalent to the total

value for operation of NORTH and WEST SECTIONS of the ROAD SYSTEM, to be paid by the GOVERNMENT under the conditions provided for in the AGREEMENT.

1.3.3. The amount of the PUBLIC CONTRIBUTION to be paid by the GOVERNMENT may not exceed the amount of BRL 2,333,821,999.32 (two billion, three hundred and thirty-three million, eight hundred and twenty-one thousand, nine hundred and ninety-nine Brazilian Reais and thirty-two cents).

1.3.4. The estimated value of the AGREEMENT is a mere reference estimate, and cannot be invoked by the BIDDER for any purpose, nor by the CONCESSIONAIRE to support claims for recovery of the economic-financial balance.

1.4. The CONCESSIONAIRE'S compensation will be composed of the revenue arising from the collection of the TOLL FEE, the ANCILLARY REVENUES, the CONTRIBUTION and the CONSIDERATION, according to the rules of the AGREEMENT.

#### **PART IV – ACCESS TO BIDDING INFORMATION**

##### **2. Acquisition and Consultation of Bidding Notice and Access to Information**

2.1. The BIDDING NOTICE of this BIDDING PROCESS, its ANNEXES, as well as all available information, studies and projects about the CONCESSION can be obtained on the website [www.infraestrutura.mg.gov.br](http://www.infraestrutura.mg.gov.br) and [www.parcerias.mg.gov.br](http://www.parcerias.mg.gov.br).

2.2. SEINFRA will not be responsible for spreadsheets and forms and other information, studies and projects available about the CONCESSION obtained or known in a form or place other than that specified in this BIDDING NOTICE.

2.3. Obtaining the BIDDING NOTICE will not be a condition for participation in the BIDDING PROCESS, and, therefore, it is essential that the bidders know and accept all its terms and conditions, through the presentation of a statement in accordance with ANNEX 4 – LETTER MODEL FOR SUBMISSION OF GENERAL DOCUMENTATION.

2.4. Participation in the BIDDING PROCESS implies the full and unconditional acceptance of all the terms and requirements of this BIDDING NOTICE, and subsequent allegations of

ignorance or disagreement with its conditions, as well as the relevant regulatory standards, are prohibited.

2.5. The bidders are responsible for the direct analysis of the conditions of the ROAD SYSTEM and all data and information on the operation of the CONCESSION.

2.6. The information, studies, research, investigations, surveys, projects, spreadsheets and other documents or data related to the ROAD SYSTEM and its operation, made available by the GOVERNMENT, were carried out and obtained for exclusive pricing purposes of the CONCESSION, not presenting, before potential bidders, any binding character or any effect from the point of view of the GOVERNMENT'S responsibility to bidders or future CONCESSIONAIRE.

2.7. The bidders shall be solely and exclusively responsible for any costs or expenses incurred as a result of the preparation of their ECONOMIC BID, and the GOVERNMENT shall be exempt from any liability, regardless of the result of the BIDDING PROCESS.

2.8. The documentation provided by SEINFRA exclusively to BIDDERS may not be reproduced, disclosed and used, in whole or in part, for any purposes other than those expressed in the BIDDING NOTICE.

2.9. In case of divergence, the terms, provisions and conditions of the Bidding Notice prevail over the provisions of the Annexes.

### **3. Clarifications and Challenge of the Bidding Notice**

3.1. If any interested party needs further clarification, they must request them to the GOVERNMENT, in the care of the SPECIAL BIDDING COMMITTEE, within the period indicated in Item 11.1 of this BIDDING NOTICE, via email to the address [rodoanelmetropolitano@infraestrutura.mg.gov.br](mailto:rodoanelmetropolitano@infraestrutura.mg.gov.br), containing a file, in ".doc" or ".docx" format, with the questions formulated according to the integral model of ANNEX 2.

3.1.1. All requests for clarification will be considered made on the date of receipt unless the request is made after 6 p.m. (six o'clock in the afternoon, Brasília time).



- 3.1.2. Requests for clarification made after 6 p.m. (six o'clock in the afternoon, Brasília time) will be considered made, for all purposes, including for the timely conference, on the immediately following business day.
- 3.2. The SPECIAL BIDDING COMMITTEE will not answer questions that have been formulated in disagreement with the provisions of the previous sub-item.
- 3.3. The answers of the SPECIAL BIDDING COMMITTEE to these additional clarifications will be published on the website <http://www.infraestrutura.mg.gov.br/> without identification of the author of the questioning.
- 3.4. All responses of the SPECIAL BIDDING COMMITTEE to requests for clarification made under this item will be included in the minutes, which will be an integral part of this BIDDING NOTICE, and will be made available within the period provided for in Item 11 of this BIDDING NOTICE, or, in the event of a change in the date of delivery of the bids, within a maximum period of seven (7) days before the date fixed for the delivery of the BIDDING documents.
- 3.4.1. If there are no requests for clarification, it will be assumed that the information and elements made available in this BIDDING NOTICE, in the AGREEMENT and in its ANNEXES are sufficient to allow the preparation of the ECONOMIC BID and the presentation of the QUALIFICATION DOCUMENTS and, consequently, to participate in the BIDDING PROCESS, which is why questions after the date set in Item 11 of the BIDDING NOTICE will not be admitted.
- 3.5. Under penalty of decay of the right, any challenge to the BIDDING NOTICE must be sent to the email [rodoanelmetropolitano@infraestrutura.mg.gov.br](mailto:rodoanelmetropolitano@infraestrutura.mg.gov.br) within five (5) business days before the DATE OF DELIVERY OF THE ENVELOPES, when presented by any citizen, and within two (2) business days before said date, when presented by the BIDDER.
- 3.5.1. All objections will be considered filed on the date of their receipt unless the request is made after 6 p.m. (six o'clock in the afternoon, Brasília time).

3.5.2. Challenges filed after 6 p.m. (six o'clock in the afternoon, Brasília time) will be considered submitted, for all purposes, including for the timely conference, on the immediately following business day.

3.6. The challenges to the BIDDING NOTICE shall be addressed to the chairman of the SPECIAL BIDDING COMMITTEE, within the terms mentioned in Item 3.5 of this BIDDING NOTICE, subject to the relevant legal conditions.

3.7. The submission of an objection will not prevent the participation of the interested party in the BIDDING PROCESS.

3.8. Only those who express interest through the email [rodoanelmetropolitano@infraestrutura.mg.gov.br](mailto:rodoanelmetropolitano@infraestrutura.mg.gov.br), with the title "Register of Interested Party – RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE" with the proper identification of (i) name/corporate name; (ii) nationality/country where it is headquartered; (iii) profession/corporate purpose; (iv) RG and CPF/CNPJ; (v) address; (vi) telephones and email for contact, have the guarantee that:

- i. They will be communicated directly, via email, of the BIDDING acts;
- ii. They will be communicated directly, via email, of the clarifications provided about this BIDDING NOTICE;
- iii. They will receive a copy of the administrative act that proceeds to the eventual modification of this BIDDING NOTICE, if applicable; and
- iv. They will receive, via email, other communications with important content that is pertinent to the BIDDING PROCESS.

3.9. The GOVERNMENT may, on its own initiative or as a result of responses made to requests for clarification or objections, modify this Bidding Notice, at any time, by erratum, to be published in the DOE MG.

3.10. If the change in the BIDDING NOTICE unquestionably affects the formulation of the ECONOMIC BID, pursuant to article 21, § 4, of Federal Law No. 8.666/93, the

GOVERNMENT will modify the date of the PUBLIC SESSION provided for in the preamble of the BIDDING NOTICE, respecting the minimum period provided for in art. 21, II, "a", of Law No. 8.666/93, informing the bidders, through publication in the DOE MG. In this case, the period for requesting clarification is also extended.

## **PART V - BIDDING REGULATIONS**

### **4. Conditions of Participation**

4.1. Business companies, investment funds, financial institutions and supplementary pension entities, Brazilian or foreign, alone or in a consortium, that fully satisfy all the terms and conditions of this BIDDING NOTICE may participate in the BIDDING.

4.1.1. Open or closed supplementary pension entities and investment funds will be admitted to this BIDDING PROCESS.

4.2. The following may not participate in the Bidding Process, alone or in a consortium:

4.2.1. Legal entity declared ineligible by an act of the Government, pursuant to article 87, item IV of Federal Law No. 8.666/93;

4.2.2. Legal entity prevented or suspended from participating in BIDDING or contracting with the GOVERNMENT, pursuant to article 87, item III, of Federal Law No. 8.666/93;

4.2.3. Legal entities that have been sentenced, by final judgment, to the penalty of prohibition of rights due to the practice of environmental crimes, as disciplined in article 10 of Federal Law No. 9.605/98;

4.2.4. Legal entity in which it participates, in any capacity, directly or indirectly, a person who is or has been in the last six (6) months, director, manager, servant, employee, occupant of a position in committee, partner or component of its technical staff, of the GOVERNMENT or its public companies, mixed capital companies, foundations or municipalities;

- 4.2.5. Legal entity that has a majority partner or managing partner convicted of committing a crime against the State Government, under the terms of State Law No. 23.451/19;
- 4.2.6. Legal entity registered in the Register of Suppliers Prevented from Bidding and Contracting with the State Government, under the terms of State Law No. 13.994/01;
- 4.2.7. Legal entity that is in bankruptcy, self-bankruptcy, judicial or extrajudicial reorganization, judicial or extrajudicial liquidation, insolvency, temporary special administration or intervention, pursuant to article 31, item II, of Federal Law No. 8.666/93;
- 4.2.8. When already participating in the BIDDING, alone or together in a CONSORTIUM participating in the BIDDING PROCESS;
- 4.2.9. Whose technical responsible members of the technical team simultaneously belong to more than one BIDDER;
- 4.2.10. That they have been prohibited from participating in bidding processes promoted by the GOVERNMENT, due to a violation of the economic order, pursuant to article 38, item II, of Federal Law No. 12.529/11;
- 4.2.11. That they have been prohibited from contracting with the GOVERNMENT, due to conviction for an act of administrative misconduct, under the terms of article 12 of Federal Law No. 8.429/92, after the unappealable judgment of conviction;
- 4.2.12. That have been temporarily suspended, prevented or declared unfit to bid or contract with the GOVERNMENT, for disobedience to the Access to Information Law, pursuant to article 33, items IV and V, of Federal Law No. 12.527/11;
- 4.2.13. Legal entity, or its officers, managers, shareholders or holders of more than 5% (five percent) of the voting capital, Controller, technical manager or subcontractor, who has participated directly or indirectly in the preparation of the studies, research and projects that supported the EVTEA.

4.2.13.1. The legal entities indicated in item 4.2.13. of this BIDDING NOTICE are also prevented from providing advice related to this BIDDING to bidders or controlled companies, parent companies, affiliated companies and/or companies under common control of the BIDDER.

4.3. If the BIDDER participates in the BIDDING PROCESS through a CONSORTIUM, the following rules must be followed, notwithstanding others existing in the BIDDING NOTICE:

- 4.3.1. each consortium member must individually meet the requirements related to legal, tax and labor regularity and economic and financial qualification contained in Item 08 of this BIDDING NOTICE;
- 4.3.2. the technical qualification requirements must be met by the CONSORTIUM, through any of the consortium members, alone or by the sum of the technical qualifications presented by the consortium members, where applicable;
- 4.3.3. the disqualification of any consortium member will result in the automatic disqualification of the CONSORTIUM;
- 4.3.4. there is no limit on the number of consortium members to form the CONSORTIUM;
- 4.3.5. no BIDDER may participate in more than one CONSORTIUM, even if through its AFFILIATED COMPANY(IES), PARENT COMPANY(IES), CONTROLLED COMPANY(IES), even if with different percentages, under penalty of disqualification from the bidding process, regardless of the phase in which it is revealed;
- 4.3.6. if a BIDDER participates in a CONSORTIUM, it will be prevented from participating alone in the BIDDING PROCESS;

- 4.3.7. the inclusion, substitution, removal or exclusion of consortium members will not be allowed until the AGREEMENT is signed, nor will any change in the proportion of participation of consortium members;
  - 4.3.8. the participation of a CONSORTIUM formed exclusively by foreign companies is allowed;
  - 4.3.9. the joint and several liability of the consortium members will cease, for the purposes of the obligations assumed by virtue of the BIDDING PROCESS: (i) in the event that the consortium was the WINNING BIDDER, after the signing of the AGREEMENT; and (ii) in the event that the consortium was not the WINNING BIDDER, until the signing of the AGREEMENT by the WINNING BIDDER; and
  - 4.3.10. in addition to other documents required in the BIDDING NOTICE, the participation of BIDDERS in a CONSORTIUM regime is subject to the presentation of an SPC Constitution Commitment, signed by the consortium members, under the terms of Item 9.7 of this BIDDING NOTICE.
- 4.4. If BIDDER is a foreign legal entity, the following rules must be followed, notwithstanding others existing in this BIDDING NOTICE:
- 4.4.1. The BIDDERS, foreign legal entities, must submit, both for isolated participation in the BIDDING PROCESS and in a CONSORTIUM, documents equivalent to the qualification documents required in this BIDDING NOTICE, duly authenticated by the Brazilian consular authority of their country of origin and translated by a sworn translator.
    - 4.4.1.1. Foreign companies from Signatory States of the Convention on the Elimination of the Requirement of Legalization of Foreign Public Documents, promulgated in Brazil through Federal Decree No. 8.660/16, may replace the authentication by the consular authority, referred to in Item 4.4.1 of this BIDDING NOTICE, by affixing the apostille referred to in said Convention, when applicable.

- 4.4.1.2. The documentation referred to in item above and the respective apostille must be translated by a sworn translator and contain a signature recognized as true by a notary public, when applicable.
- 4.4.2. The BIDDERS, foreign legal entities, must submit a declaration according to the model in ANNEX 14 – MODEL OF EQUIVALENCE DECLARATION of this BIDDING NOTICE, certifying the correlation between the documents required in this BIDDING NOTICE and the correspondents in the country of origin, as well as their validity.
- 4.4.3. Equivalent qualification documents must be submitted in such a way as to enable an analysis of their validity and enforceability.
- 4.4.4. In the event of the absence of documents equivalent to those requested in this BIDDING NOTICE or of an agency in the country of origin that authenticates them, a statement informing this fact must be presented by the BIDDER, according to the model in ANNEX 14 – MODEL OF EQUIVALENCE DECLARATION of this BIDDING NOTICE.
- 4.4.4.1. If any of the documents required to participate in this BIDDING NOTICE falls within the hypothesis of the previous item, the statement contained in ANNEX 14 – MODEL OF EQUIVALENCE DECLARATION, must be added to the corresponding declaration of non-existence of tax and labor debts required.
- 4.4.4.2. The BIDDERS shall be liable civilly, administratively and criminally for the veracity of the statements referred to above.
- 4.4.5. The BIDDERS' legal representative is considered to be foreign legal entities, a person legally accredited and domiciled in Brazil, with express powers, through a power of attorney by public or private instrument, with a signature recognized as true by a notary or other entity in accordance with the legislation applicable to the documents, to receive summons and respond administratively and judicially in Brazil, as well as to represent it at all stages of the process.

4.4.6. The power of attorney referred to in Item 0 of this BIDDING NOTICE shall be issued in the official language of the BIDDER's country of origin, duly consularized, subject to the provisions of Item 4.4.1.1, with sworn translation and registered in the Registry of Deeds and Documents.

4.4.7. Subject to the provisions of item 4.4.6 above, which deals with the power of attorney to the BIDDER's legal representative in Brazil, specifically for the purposes of participation in the BIDDING PROCESS, the registration of the sworn translation of the other foreign documents of the BIDDER in the Registry of Deeds and Documents is waived.

4.5. The practice of acts by the BIDDERS at each stage of the BIDDING PROCESS is subject to foreclosure, and the exercise of powers related to already completed stages of the BIDDING PROCESS is prohibited, except in the cases admitted in the BIDDING NOTICE.

**5. Form of Submission of Documents**

5.1. The Envelopes containing the BID GUARANTEE, the ECONOMIC BID and the QUALIFICATION DOCUMENTS must be (i) delivered on the DATE FOR RECEIPT OF THE ENVELOPES, at B3, by a representative of the ACCREDITED PARTICIPANTS, provided with the documents proving their powers of representation; (ii) in two (2) hard copies, with subtitles "Original" and "Copy"; and (iii) presented in three (3) sealed, distinct volumes identified on its cover, as follows:

ENVELOPE 1 – GUARANTEE BID AND REPRESENTATION DOCUMENTS  
BIDDING NOTICE OF THE BIDDING PROCESS No.: 001/2022.  
[FULL CORPORATE NAME OF BIDDER OR NAME OF THE CONSORTIUM, INDICATING ITS MEMBERS AND THEIR LEADER]  
NAME, PHONE AND EMAIL OF THE ACCREDITED REPRESENTATIVE(S)  
[NAME OF THE ACCREDITED PARTICIPANT]  
[NAME, TELEPHONE NUMBER AND EMAIL OF THE ACCREDITED PARTICIPANT]

ENVELOPE 2 – ECONOMIC BID  
BIDDING NOTICE OF THE BIDDING PROCESS No.: 001/2022.



[FULL CORPORATE NAME OF BIDDER OR NAME OF THE CONSORTIUM, INDICATING ITS MEMBERS AND THEIR LEADER]

NAME, PHONE AND EMAIL OF THE ACCREDITED REPRESENTATIVE(S)

[NAME OF THE ACCREDITED PARTICIPANT]

[NAME, TELEPHONE NUMBER AND EMAIL OF THE ACCREDITED PARTICIPANT]

ENVELOPE 3 - QUALIFICATION DOCUMENTS

BIDDING NOTICE OF THE BIDDING PROCESS No.: 001/2022.

[FULL CORPORATE NAME OF BIDDER OR NAME OF THE CONSORTIUM, INDICATING ITS MEMBERS AND THEIR LEADER]

NAME, PHONE AND EMAIL OF THE ACCREDITED REPRESENTATIVE(S)

[NAME OF THE ACCREDITED PARTICIPANT]

[NAME, TELEPHONE NUMBER AND EMAIL OF THE ACCREDITED PARTICIPANT]

5.2. Each of the envelopes of the BID GUARANTEE, the ECONOMIC BID and the QUALIFICATION DOCUMENTS must be submitted separately, with all pages numbered sequentially, including the separation pages, catalogs, drawings or the like, if any, regardless of whether there is more than one notebook, from the first to the last page, so that the numbering of the last page of the last notebook reflects the total number of pages of each volume, not being allowed amendments, erasures, line spacing or exceptions.

5.3. Each copy will contain a page with its own closing term, which will not be numbered.

5.4. Each of the volumes of the BID GUARANTEE, the ECONOMIC BID and the QUALIFICATION DOCUMENTS must be presented electronically through a flash drive, in a standard PDF (Adobe Acrobat) file, with content identical to that of the copy presented in physical media.

5.5. The "Copy" documents may be submitted in plain copy, representing a full reproduction of the documents submitted in the "Original" of the ENVELOPES.

- 5.6. If there is a discrepancy between numbers and their expression in full, the form in full will prevail.
- 5.7. All sheets of each of the physical copies of the BID GUARANTEE, the ECONOMIC PROPOSAL and the QUALIFICATION DOCUMENTS must be presented with the initials of at least one ACCREDITED REPRESENTATIVE of the BIDDER.
- 5.8. One of the ACCREDITED REPRESENTATIVES must initial the seal of each of the envelopes containing each of the volumes indicated in Item 5.1 of this BIDDING NOTICE, inserting the date and time next to the initial, in its own handwriting.
- 5.9. Except when expressly authorized in this BIDDING NOTICE, the documents must be submitted according to the models contained in the BIDDING NOTICE, if any.
- 5.10. Any failures in delivery or formal defects in the documents that are part of the BID GUARANTEE, the ECONOMIC BID and the QUALIFICATION DOCUMENTS may be remedied in accordance with the terms of Item 10.2.2 of this BIDDING NOTICE, within a period to be established by the SPECIAL BIDDING COMMITTEE.
- 5.11. The documents must be submitted in clear language, without amendments, erasures, line spacing or exceptions, and must be in accordance with the following rules regarding language:
- 5.11.1. all documents related to the BIDDING PROCESS shall be written in Brazilian Portuguese and all documentation shall be understood and interpreted in accordance with said language; and
- 5.11.2. in the case of documents written in a foreign language, they must be accompanied by a translation into Brazilian Portuguese by a sworn public translator and the confirmation of authenticity issued by the diplomatic or consular representation of Brazil in the country of origin of the document, notwithstanding the application of the provisions of Item 4.4 of this BIDDING NOTICE.

- 5.12. The obligation of notarization in the declarations and authentication of documents required from the Bidders is waived, with the exception of the documents expressed in this BIDDING NOTICE.
- 5.13. The BIDDERS shall bear all costs related to the preparation and submission of the volumes of BID GUARANTEE, ECONOMIC BID and QUALIFICATION DOCUMENTS, and the GOVERNMENT and the REGULATORY ENTITY shall not be responsible, in any event, for such costs, whatever the procedures followed in the BIDDING PROCESS or its results.
- 5.14. The BIDDING COMMITTEE may, at any time, request from the BIDDERS clarification on the documents submitted by them; adopt criteria for remedying failures, complementing shortcomings or corrections of a formal nature in the course of the procedure; promote diligence aimed at clarifying or complementing the documentation submitted by the BIDDERS; extend the deadlines provided for in the BIDDING NOTICE, in case of public interest, acts of God or force majeure; as well as change the expected date for the delivery of the envelopes, reopening the deadline initially established if there is a relevant change that impacts the submission of the bid.
- 5.15. Digital signature will be accepted in the declarations and other documents referred to in this BIDDING NOTICE, including the BID GUARANTEE, and the digital signature must be that one carried out through a digital certificate, which has the attributes of authenticity, integrity, reliability and non-repudiation, made available by and in the parameters of the Public Key Infrastructure (ICP Brasil, *Infraestrutura de Chaves Públicas*), according to art. 10, § 1, of Provisional Presidential Decree 2.200-2.
- 5.15.1. In the document submitted with electronic signature, it must contain means capable of verifying its authenticity, including, but not limited to, QR codes and codes for validation in links of websites expressly indicated in the document in question.
- 5.15.2. The BIDDER is allowed to include the born-digital document in the flash drive accessory to the respective ENVELOPE, in cases where the document does not indicate the means of verifying the authenticity referred to in sub-item 5.15.1.

## **6. Bid Security and Representation Documents (ENVELOPE 1)**

6.1. The BID GUARANTEE must be presented in the minimum amount of BRL 26,758,673.07 (twenty-six million, seven hundred and fifty-eight thousand, six hundred and seventy-three Brazilian Reais and seven cents), and may be provided through a cash guarantee, public debt securities, performance bond or bank-issued guarantee.

6.1.1. The amount referred to in Item 6.1 of this BIDDING NOTICE will be adjusted by the IPCA, based on its variation between September 2021 and one month before the date of the PUBLIC SESSION.

6.2. The BID GUARANTEE must have a minimum term of one (1) year from the DATE OF RECEIPT OF THE ENVELOPES, and must have extended its validity period FOR the same period, at least 15 (fifteen) days before its expiration, at the expense of the BIDDERS, if it expires before the date of signature of the AGREEMENT, under penalty of disqualification in this BIDDING, if so requested by the SPECIAL BIDDING COMMITTEE and expressed the BIDDER's interest in remaining in the bidding process.

6.2.1. The value of the BID GUARANTEE, in the event of renewal, must be adjusted by the variation of the IPCA index, or by another index that may replace it, in the period between the base date of July 2022 and the last index officially disclosed before the renewal of the BID GUARANTEE.

6.2.2. The maintenance of BIDDER's qualification conditions is subject to the regular renewal of the respective BID GUARANTEE, under the terms provided for in Item 6.2 of this BIDDING NOTICE.

6.3. B3 will advise the SPECIAL BIDDING COMMITTEE on the analysis of the regularity and effectiveness of the BID GUARANTEES presented in accordance with B3 PROCEDURES MANUAL, the result of which will be communicated on the date provided for in this BIDDING NOTICE.

6.4. If the BIDDER participates in the BIDDING in isolation, the BID GUARANTEE must be submitted in its own name.

6.5. If BIDDER participates in the BIDDING in a CONSORTIUM, the BID GUARANTEE must be submitted on behalf of one or more consortium members and must expressly indicate the name of the CONSORTIUM and all consortium members, with their respective percentage shares, regardless of whether the BID GUARANTEE has been provided by one or more consortium members. In this case, it is also permissible to contribute the total amount due, segregated between the consortium members, who may choose one of the guarantee modalities, notwithstanding the choice, by the other consortium members, of a different modality.

6.6. In the modalities in which the BID GUARANTEE is formalized through documents, such instruments should not include exclusions of liability that prevent the automatic and unconditional execution by the GOVERNMENT in the cases described in this BIDDING NOTICE as giving rise to its execution, and the rules established in the PROCEDURES MANUAL of B3 S.A., which constitutes ANNEX 18 of this BIDDING NOTICE, must also be complied with.

6.7. The BID GUARANTEE shall be provided for the benefit of the GOVERNMENT.

6.8. The BIDDERS are totally responsible for proving the existence and sufficiency of the BID GUARANTEE provided for the purposes of this BIDDING, and the BIDDERS must submit the necessary documentation for this purpose, under penalty of non-effectiveness of the provision of the guarantee and other applicable consequences, including the eventual disqualification of the BIDDER.

6.8.1. The BID GUARANTEE provided in the form of cash security shall be paid through the payment of the State Collection Document – DAE, within 24 hours (twenty-four hours) before the DATE FOR RECEIPT OF THE ENVELOPES, presenting the proof of payment, under penalty of non-effectiveness of the provision of the guarantee.

6.8.1.1. For the payment referred to in sub-clause 6.8.1, Bidder shall access the electronic address [http://www.fazenda.mg.gov.br/empresas/documentos\\_arrecadacao/](http://www.fazenda.mg.gov.br/empresas/documentos_arrecadacao/), click on the option "Revenue from Other Agencies", and follow the following steps:

- a) select the CNPJ option in the "Type of Identification" field;
- b) inform the CNPJ number of the BIDDER in the "Identification" field;
- c) select the option SECRETARIA DE ESTADO DE INFRAESTRUTURA E MOBILIDADE, in the field "Órgão Público";
- d) select the option RECURSO TESOURO – CAUCAO E GARANTIAS DIVERSAS, in the field "Serviço ou Órgão Público";
- e) click and fill in reCAPTCHA and click "continuar";
- f) on the next page, inform the payment date in the field "Data Pagamento";
- g) inform the value of the deposit in the field "Valor da Receita";
- h) in the field "Informações Complementares", write the following text: "BIDDER's bid guarantee << BIDDER's name and CNPJ >> according to item 6 of BIDDING NOTICE No. 001/2022";
- i) click "continuar", issue the DAE and make the payment.

6.8.2. For the BID GUARANTEE provided in the form of collateral in public debt securities, only Prefixed Treasury (National Treasury Bills – LTN), SELIC Treasury (Financial Treasury Bills – LFT), IGPM+ Treasury with Semiannual Interest (National Treasury Notes - Series C - NTN - C), Prefixed Treasury with Semiannual Interest (National Treasury Notes - Series F - NTN-F), IPCA+ Treasury (National Treasury Notes – Series B – Main NTN-B) or IPCA+ Treasury with Semiannual Interest (National Treasury Notes – Series B – NTN-B), which must be issued in book-entry form, upon registration in a centralized settlement and custody system authorized by the Central Bank of Brazil.

6.8.2.1. The presentation of the BID GUARANTEE in the form of Deposit in Public Debt Securities will be confirmed by the SPECIAL BIDDING COMMITTEE, with the assistance of B3, digitally through a system, as detailed in ANNEX 18 – B3 PROCEDURES manual.

6.8.3. The BID GUARANTEE presented in the form of guarantee insurance must be issued by a national or foreign insurance company operating in Brazil, and the policy must be in accordance with the provisions of SUSEP circular No. 477/2013 and the model provided for in ANNEX 5.

- 6.8.3.1. The performance bond policies must start their term one (1) day before the DATE FOR RECEIVING THE ENVELOPES, in order to contemplate the 24 (twenty-four) hours of this date and meet SUSEP standards.
- 6.8.3.2. If the BID GUARANTEE presented in the form of performance bond contemplates any section incompatible with the provisions of this BIDDING NOTICE, including sections limiting or exempting from liability, the BIDDER shall submit a statement, signed by the insurance company, informing the non-applicability of such sections to this bidding, as well as the validity of the performance bond to all cases provided for in this BIDDING NOTICE.
- 6.8.3.3. The authenticity of performance bonds shall be verified in the means informed in the policy and/or by other suitable means that allow the verification of their authenticity.
- 6.8.4. The BID GUARANTEE presented in the form of bank-issued guarantee shall be issued in accordance with ANNEX 6, by financial institutions that are classified between the first and second floors, 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.
- 6.8.4.1. Banks issuing bank-issued guarantees must have an EMVIA system to verify the authenticity of the instrument, according to the guidelines of ANNEX 18 - PROCEDURES MANUAL OF B3.
- 6.8.4.2. It will not be necessary to send the documents proving the powers of representation of the signatories of the bank-issued guarantees and performance bonds, when the institutions mentioned above have an updated registration as an issuer of guarantees at B3, or, in case of the issuer of the performance bond, the powers of the signatory can be confirmed on the SUSEP website by issuing the certificate of the directors, according to the guidelines of ANNEX 18 – PROCEDURES MANUAL OF B3.
- 6.9. The volume of the BID GUARANTEE shall also contain the representation documents referred to in Item 7 of this BIDDING NOTICE.

6.10. The BIDDERS that do not submit the BID GUARANTEE under the conditions established in this BIDDING NOTICE will be prevented from participating in the BIDDING PROCESS and will have the other documents returned.

6.11. The BID GUARANTEE shall be returned to the BIDDER:

6.11.1. that has been declared the winner, within 15 (fifteen) days after the date of signature of the AGREEMENT;

6.11.2. that has not been declared the winner, within 15 (fifteen) days after the date of signature of the AGREEMENT;

6.11.3. in case of disqualification of all bidders, within 15 (fifteen) days from the PUBLIC SESSION; and

6.11.4. in case of revocation, suspension or annulment of the bidding procedure, within 15 (fifteen) days after the publication of the respective administrative or judicial decision.

6.12. The BID GUARANTEE may be executed in its entirety to cover the payment of the applicable fine under the terms of the current legislation and this BIDDING NOTICE, in the following cases:

6.12.1. The BIDDER fails to maintain the BID GUARANTEE under the conditions defined in this BIDDING NOTICE;

6.12.2. The BIDDER requests the withdrawal of its ECONOMIC BID during the period of its validity;

6.12.3. The WINNING BIDDER fails to comply with the conditions or to present the documents required for the execution of the AGREEMENT, within the terms provided for in this BIDDING NOTICE;



- 6.12.3.1. The BID GUARANTEE will be executed regardless of the determination of WINNING BIDDER's fault with regard to the conduct provided for in item 6.12.3 and/or the AGREEMENT will be entered into by the other classified, as well as regardless of the configuration and/or demonstration of actual damage by the GOVERNMENT.
- 6.12.4. The WINNING BIDDER refuses to sign the AGREEMENT within the period provided for in this BIDDING NOTICE; and
- 6.12.5. The BIDDER performs act(s) in order to frustrate the objectives of the BIDDING PROCESS.
- 6.13. Any modification in the terms and conditions of the BID GUARANTEE submitted to the GOVERNMENT is prohibited, except with the express and prior consent of this entity at the time of its renewal or to recompose its economic value and conditions of feasibility.
- 6.14. The BID GUARANTEE, provided in any of the modalities provided for in this BIDDING NOTICE, must be unconditional and must not contain any section excluding any liabilities incurred by the BIDDER and/or issuers, in relation to participation in this BIDDING PROCESS, other than those expressly provided for by law or in the current regulations.
- 6.15. The BIDDER must also submit within Envelope 1 the statement regarding the classification in the tiebreaker criteria established in art. 3, § 2, of Federal Law No. 8.666/1993 and in article 15, §4, of Federal Law No. 8.987/1995, according to the model contained in ANNEX 20 – MODEL OF FORMAL DECLARATION REGARDING THE TIEBREAKER CRITERIA ESTABLISHED IN art. 3, § 2, OF LAW No. 8.666/1993.

## **7. Representation of Bidders**

### **7.1. ACCREDITED REPRESENTATIVES**

- 7.1.1. Each BIDDER may have up to two (2) ACCREDITED REPRESENTATIVES.

7.1.2. The volume of the BID GUARANTEE must contain the following documents to prove the powers of representation of the ACCREDITED REPRESENTATIVES:

7.1.2.1. in the case of Brazilian companies, an instrument of power of attorney that proves powers to practice, on behalf of the BIDDER, all acts related to the BIDDING, in accordance with the model contained in ANNEX 7 – MODEL OF POWER OF ATTORNEY of this BIDDING NOTICE, with notarized signature and accompanied by the documents that prove the powers of the grantor(s) (as last amended filed in the business registry or competent notary). In the case of a public instrument of power of attorney, the recognition of signature is waived;

7.1.2.2. in the case of a CONSORTIUM, the power of attorney mentioned above must be granted by the leading company, with a recognized signature, and will be accompanied by (i) powers of attorney granted by the consortium members to the leading company, in accordance with ANNEX 7 – MODEL OF POWER OF ATTORNEY of this BIDDING NOTICE, with a recognized signature, (ii) documents proving the powers of all grantors (according to the latest changes filed in the competent business records or notaries); and (iii) Consortium Constitution Agreement, signed by the consortium members, in accordance with Item 9.7 of this Bidding Notice; and

7.1.2.3. in the case of a foreign company, a power of attorney granted to a legal representative resident and domiciled in Brazil, in accordance with the MODEL in ANNEX 8 – MODEL OF POWER OF ATTORNEY OF FOREIGN BIDDER of this BIDDING NOTICE, accompanied by documents proving the powers of the grantors (as last amended filed in the business register, competent notary office or equivalent requirement of the country of origin) and with the signature(s) duly recognized as true by a notary or other entity in accordance with the legislation applicable to the documents, which must be recognized by the Brazilian consular representation of the country of origin, duly translated into Brazilian Portuguese by a sworn public translator and registered in the Registry of Deeds and Documents.

- 7.1.3. At any time, the bidders may accredit representatives, subject to the quantitative limitation and the other documents indicated above, as well as replace or revoke previously performed accreditation.
- 7.1.4. The ACCREDITED REPRESENTATIVES will not be allowed to intervene or perform acts during the BIDDING, since such representation will be exercised exclusively by the ACCREDITED PARTICIPANTS.
- 7.1.5. The ACCREDITED REPRESENTATIVES must sign all statements and documents referred to in this BIDDING NOTICE.
- 7.1.6. Each ACCREDITED REPRESENTATIVE may only represent a single BIDDER.
- 7.1.7. The BIDDERS are forbidden to record in the minutes their notes, to initiate or take cognizance of documents, as well as to practice any other acts in the BIDDING PROCESS other than through their ACCREDITED REPRESENTATIVE.

## 7.2. ACCREDITED PARTICIPANTS

- 7.2.1. The intermediation contract between the ACCREDITED PARTICIPANT and the BIDDER, according to the model and guidelines of ANNEX 18 – PROCEDURES MANUAL OF B3, must have a copy presented together with the documents referred to in the subitem 7.1.2, accompanied by proof of the powers of its signatories, following the specific rules on the powers of representation of ACCREDITED PARTICIPANTS provided for in ANNEX 18 – PROCEDURES MANUAL OF B3.
- 7.2.2. The ACCREDITED PARTICIPANTS must represent the bidders with B3, in the delivery of all documents required in this BIDDING NOTICE – especially the volumes of the BID GUARANTEE, the ECONOMIC BID and the QUALIFICATION DOCUMENTS, and in the acts of the PUBLIC SESSION.
- 7.2.3. Each ACCREDITED PARTICIPANT may only represent a single BIDDER and each BIDDER may only be represented and participate in the BIDDING PROCESS through a single ACCREDITED PARTICIPANT.

## **8. Economic Bid (ENVELOPE 2)**

8.1. The volume of the ECONOMIC BID must contain the following documents:

8.1.1. Letter of Presentation of the ECONOMIC BID, duly signed, according to the model in ANNEX 1 – MODEL OF LETTER OF PRESENTATION OF THE ECONOMIC BID of this BIDDING NOTICE;

8.1.2. Declaration of independent preparation of Economic Bid, according to the model in ANNEX 3 – MODEL OF INDEPENDENT PREPARATION OF THE ECONOMIC BID of this BIDDING NOTICE, duly signed by the ACCREDITED REPRESENTATIVE, with notarized signature.

8.2. The BIDDER's ECONOMIC BID must contain the CONSIDERATION value, in Brazilian currency, with two (2) decimal places, observing the maximum CONSIDERATION value of BRL 103,738,000.68 (one hundred and three million, seven hundred and thirty-eight thousand Brazilian Reais and sixty-eight cents), equivalent to the total value for operation of all SECTIONS of the ROAD SYSTEM.

8.3. In order to prepare the ECONOMIC BID, the BIDDERS must consider the assumptions listed below, in addition to item 13.2 and other provisions of the BIDDING NOTICE:

8.3.1. All investments, taxes, costs and expenses, including, but not limited to, the financial ones, necessary for the exploration of the CONCESSION, as provided for in the AGREEMENT, PER and other ANNEXES of the BIDDING NOTICE and the AGREEMENT;

8.3.2. The revenues arising from the receipt of the TOLL FEE, in the amount and under the conditions set forth in the CONCESSION AGREEMENT;

8.3.3. The incidence of the rate of 5% (five percent) on the annual toll revenue and on the ancillary annual revenue, referring to the Tax on Services of Any Nature – ISSQN for all municipalities;

- 8.3.4. Consider the risks to be assumed by the CONCESSIONAIRE due to the exploration of the CONCESSION, described in the BIDDING NOTICE and in the CONCESSION AGREEMENT, as well as in the applicable legislation;
- 8.3.5. The term of the CONCESSION, which will be 30 (thirty) years;
- 8.3.6. That all planned investments are fully depreciated and amortized during the term of the CONCESSION;
- 8.3.7. It may consider, at its own risk, the incidence of any tax benefits already instituted when the proposals are submitted, such as the Special Incentive Regime for Infrastructure Development - REIDI, governed by Federal Law No. 11,488, of 15 June 2007, and in the latter case, REIDI's consideration must be expressed in its proposal, and any failure to obtain the benefit will not lead to economic and financial rebalancing of the CONCESSION AGREEMENT;
- 8.3.8. Own resources to be contributed to the SPC by the BIDDERS, in addition to the capital stock;
- 8.3.9. The exemption from toll collection on suspended axles of cargo transport vehicles that circulate empty in the ROAD SYSTEM, pursuant to article 17 of Federal Law No. 13.103/15;
- 8.3.10. Fund for the execution of activities related to the environmental licensing of the Deployment Works;
- 8.3.11. The application of the tariff policy provided for in ANNEX 7 of the CONCESSION AGREEMENT.
- 8.3.12. The percentage discount offered on the value of the CONSIDERATION will be levied, linearly, on the value of the PUBLIC CONTRIBUTION.

8.4. Along with the ECONOMIC BID, the statements provided for in **Erro! Fonte de referência não encontrada.** the BIDDING NOTICE must be presented.

8.5. The Bidder's business plan may not be included in BIDDER's ECONOMIC BID, nor in the other Envelopes to be submitted under this BIDDING PROCESS, under penalty of disqualification of the BIDDER and application of a fine equivalent to the value of the BID GUARANTEE, with its consequent execution.

8.6. The ECONOMIC BID must be valid for one (1) year, counted from the DATE FOR RECEIVING THE ENVELOPES, and in this period, all its conditions must be maintained.

8.7. The BIDDING COMMITTEE, at its discretion, may request the bidders to extend the validity of the ECONOMIC BID in the event that the BIDDING lasts for more than one year.

## **9. Qualification Documents (ENVELOPE 3)**

9.1. The BIDDER shall submit documentation proving its Legal Qualification, Tax and Labor Regularity, Economic and Financial Qualification and Technical Qualification, under the terms of this BIDDING NOTICE.

9.2. In the case of a CONSORTIUM, each consortium member must individually meet the requirements related to Legal Qualification, Tax and Labor Regularity, and the Economic and Financial Qualification.

9.3. The Technical Qualification requirements must be met, in the case of a CONSORTIUM, through any of the consortium members, alone or through the sum of certificates, where applicable.

9.4. ANNEX 4 - Letter Model for Submission of General Documentation must inaugurate the submission of ENVELOPE 3 – QUALIFICATION DOCUMENTS.

### **Legal Qualification**

9.5. The following documents must be submitted by the individual BIDDER or each company participating in the CONSORTIUM:

- 9.5.1. restated bylaws, articles of organization or articles of incorporation in force, as last amended filed with the Board of Trade, or at a competent registry office; if the last amendment to the articles of incorporation/articles of organization does not restate the provisions of the articles of incorporation/articles of organization in force, the previous amendments containing such provisions must also be presented;
- 9.5.2. proof of election/appointment of the BIDDER'S directors in office, filed with the Board of Trade or competent registry office, and, in the case of joint stock companies, the respective publications in the press;
- 9.5.3. authorization decree, in the case of a foreign company or company operating in the country, and an act of registration or authorization to operate issued by the competent agency, when the activity so requires;
- 9.5.4. If the BIDDER is an investment fund, it must submit the following documents:
  - i. proof of registration of the investment fund with the Brazilian Securities and Exchange Commission, created by Federal Law No. 6.385, of December 7, 1976;
  - ii. bylaws with the last amendment filed with the competent agency;
  - iii. regulations and amendments, if any, duly registered with the Registry of Deeds and Documents, or with the Brazilian Securities and Exchange Commission, pursuant to Circular Letter No. CVM/SIN 12/2019;
  - iv. proof of registration of the director and, if any, of the investment fund manager, before the Brazilian Securities and Exchange Commission;
  - v. proof of election of the director's representatives;

- vi. evidence that the investment fund is duly authorized by its shareholders to participate in the BIDDING PROCESS, through authorization arising from the fund's investment policy described in its regulations, and that its director can represent it in all acts and for all purposes of the BIDDING PROCESS, assuming, on behalf of the investment fund, all obligations and rights arising therefrom;
- vii. proof that the director and the Fund are not in the process of judicial liquidation, through a certificate issued by the distribution office(s) of its headquarters, or extrajudicial liquidation, through proof obtained in consultation with the website of the Central Bank of Brazil.

9.5.5. If the BIDDER is an open or closed supplementary pension entity, it must submit the minutes that elected the current management, the regulation in force, proof of express and specific authorization as to its constitution and operation, granted by the competent supervisory agency, and declaration/certificate that the plans and benefits managed by it are not under liquidation or intervention of the regulatory entity.

9.5.6. If the BIDDER is a financial institution, it must present, in addition to the documents referenced in the preceding items, proof of express and specific authorization of its constitution and operation, granted by the sector's regulatory entity, as well as proof of approval of the election of its administrator.

9.6. The Bidders who choose to present the Certificate of Registration (CRC, *Certificado de Registro Cadastral*), generated from the information contained in the General Register of Suppliers of the State of Minas Gerais (CAGEF, *Cadastro Geral de Fornecedores*), will be exempt from submitting the documents provided for in Items 9.5.1 and 9.5.2, provided that they are updated in their register.

9.6.1. The provisions of Item 9.6 shall not apply to BIDDERS constituted in the form of an investment fund.



9.6.2. The other BIDDERS will be guaranteed the right of access to the data of the BIDDER that chooses to present a Certificate of Registration - CRC, at the time of the concession of views to be franchised at the opening of the appeal phase.

9.7. The consortium companies must present a public or private commitment to form a CONSORTIUM, signed by all the consortium members, contemplating at least the following information:

- i. the corporate name of the CONSORTIUM;
- ii. qualification of the consortium members;
- iii. organization and objectives of the CONSORTIUM, namely, the participation of the consortium companies in this BIDDING PROCESS and, in being a winner, constitute a Special Purpose Company – SPC, according to Brazilian laws, in the form of a corporation, with headquarters and management in Brazil, in the State of Minas Gerais;
- iv. composition of the CONSORTIUM, indicating the percentage of participation of each of the consortium members;
- v. indication of the leading company of the CONSORTIUM;
- vi. commitment that the consortium members will be jointly and severally liable for all the requirements of the calling instrument and for the acts performed by the CONSORTIUM, until the signing of the CONCESSION AGREEMENT, as well as, as future shareholders of the SPC, for all acts of the SPC practiced, throughout the execution of the AGREEMENT, until the date of completion of the payment of the minimum capital stock of the SPC, required in the AGREEMENT;
- vii. period of validity fixed until the date of incorporation of the SPC;
- viii. granting powers to the leading company granting express, irreversible and irrevocable powers to appear as the CONSORTIUM'S sole legal representative before the SPECIAL BIDDING COMMITTEE and the GOVERNMENT, with full powers to receive notifications,

subpoenas and summonses regarding the matters related to the BIDDING PROCESS or the AGREEMENT, as well as to agree with the conditions, compromise, appeal and waive appeal, undertake to sign, on behalf of the CONSORTIUM, any papers and documents related to the subject of the BIDDING PROCESS.

9.8. In the case of a CONSORTIUM, the declarations required in the BIDDING NOTICE may be signed by the leading company, on behalf of the CONSORTIUM, subject to the provisions of item viii of the previous item.

9.9. The inclusion/exclusion or replacement of members of any CONSORTIUM will not be allowed until the date of incorporation of the SPC.

9.10. There is no limit on the number of participants to form the CONSORTIUM.

#### **Tax and Labor Compliance**

9.11. The following documents must be submitted by the individual BIDDER or each company participating in the CONSORTIUM:

- i. Proof of registration in the National Register of Legal Entities of the Ministry of Economy (CNPJ/ME);
- ii. Proof of registration in the State Taxpayers Registry, relating to the domicile or headquarters of the BIDDER, relevant to its field of activity and compatible with the subject of the agreement;
- iii. Debt Clearance Certificate, or Certificate of Suspended Debt/Tax Liability, of debts related to Federal Tax Credits and the Overdue Federal Tax Liability, upon submission of a joint certificate issued by the Federal Revenue of Brazil (RFB) and the Office of the General Counsel for the Federal Treasury (PGFN);
- iv. Certificate of the regularity of tax debt before the State Treasury, registered in overdue tax liability, of the domicile or headquarters of the BIDDER;

- v. Certificate of the regularity of movable tax debt before the Municipal Treasury, related to the domicile or headquarters of the BIDDER, pertinent to its branch of activity and compatible with the subject of the agreement;
- vi. Certificate of regularity before the Guarantee Fund for Length of Service (FGTS); and
- vii. Proof of non-existence of defaulted debts before the Labor Court, upon presentation of a Debt Clearance Certificate or Certificate of Suspended Debt/Tax Liability (CNDT, *Certidão Negativa ou Positiva com Efeitos de Negativa de Débitos Trabalhistas*), pursuant to Title VII-A of the Consolidation of Labor Laws.

9.12. All certificates listed above must be within the expiration date.

9.13. In the event that there is no expiration date in the certificates presented, only those issued up to 90 (ninety) days before the date of its submission will be accepted unless another term has been specified in this BIDDING NOTICE.

9.14. If any certificate submitted in accordance with 9.12 of this BIDDING NOTICE is positive, or if the updated status of the debt(s) is not included in it, proof of discharge and/or certificates pointing to the updated status of the lawsuits and/or administrative procedures listed, dated a maximum of 90 (ninety) days prior to the final date for receipt of the envelopes, must be submitted.

9.15. Proof of request for certificates will not be accepted.

9.16. The Bidders who choose to present the Certificate of Registration – CRC, generated from the information contained in the General Register of Suppliers of the State of Minas Gerais – CAGEF, will be exempt from submitting the documents provided for in Item 9.11, provided that they are updated in their register.

9.16.1. The provisions of Item 9.16 shall not apply to Bidders constituted in the form of an investment fund.

9.16.2. The other BIDDERS will be assured the right of access to Bidder's data that choose to submit Certificate of Registration – CRC, at the time of the concession of views to be franchised at the opening of the appeal phase.

### **Economic and Financial Qualification**

9.17. The following documents must be submitted by the individual BIDDER or each CONSORTIUM participating company:

- i. Clearance certificate of bankruptcy, self-bankruptcy and judicial reorganization issued by the judicial distributor (Civil Courts) of the judicial district of the city where the company is headquartered, with a date of no more than 90 (ninety) days prior to the Date for Receiving the Envelopes. In the case of a non-business company or another form of a legal entity, a clearance certificate issued by the judicial distributor of civil courts in general (execution process) of the district of the city where the entity is headquartered, dated no later than 90 (ninety) days prior to the Date for Receiving the Envelopes.
- ii. Balance Sheet and Financial Statements for the last fiscal year, already required and presented in accordance with the Law, the replacement by trial balance sheets or provisional balance sheets is prohibited. The financial statements must be signed by an accountant registered with the Regional Accounting Council (CRC, *Conselho Regional de Contabilidade*) in which the BIDDER is headquartered and filed with the competent agencies.
  - a. In the case of companies incorporated after the end of the last fiscal year, they must present, instead of the Balance Sheet and the Financial Statements, the Opening Balance Sheet.
  - b. The bidders required to use the Public Digital Bookkeeping System (sped) must present, in addition to the balance sheet signed by the legal representative and the accountant, proof of transmission of the Bookkeeping of the year by the SPED system.

9.18. If the BIDDER is under judicial or extrajudicial reorganization, the acceptance of the judicial reorganization plan or the approval of the extrajudicial reorganization plan, as the case may be, must be proven.

9.19. The BIDDERS that choose to present the Certificate of Registration - CRC, generated from the information contained in the General Register of Suppliers of the State of Minas Gerais - CAGEF, will be exempted from presenting the documents provided for in Item 9.17 as long as they are updated in their registration.

9.19.1. The provisions of Item 9.19 shall not apply to Bidders constituted in the form of an investment fund.

9.19.2. The other BIDDERS will be guaranteed the right of access to the data of the BIDDER that chooses to present a Certificate of Registration - CRC, at the time of the concession of views to be franchised at the opening of the appeal phase.

### **Technical Qualification**

9.20. The individual BIDDER or the CONSORTIUM must prove the technical operational or technical-professional aptitude, through the presentation of certificate(s), issued by legal entity(ies) of public or private law, demonstrating their experience in the execution of compatible works and/or services, in characteristics and quantities, with the subject of this BIDDING, as follows:

9.20.1 Regarding the implementation:

9.20.1.1 Proof of aptitude for technical performance, through the submission of certificate(s), proving to have performed the following services indicated below in road works:

- a) Execution of bridges on precast beams, slabs or casket with at least 38,000 m<sup>2</sup> (thirty-eight thousand square meters) of deck area;
- b) Execution of bridges in successive balances with a span greater than or equal to 120m (one hundred and twenty meters) with at least 12,000 m<sup>2</sup> (four thousand square meters);
- c) Landfill compaction of at least 12,000,000 m<sup>3</sup> (twelve million cubic meters);

- d) Paving of at least 78,000 m<sup>3</sup> (seventy-eight thousand cubic meters) of hot-machined bituminous concrete (CBUQ);
- e) Execution of at least 160,000 m<sup>3</sup> (one hundred and sixty thousand cubic meters) of base and/or sub-base of simple graded gravel treated with cement.

9.20.2 Regarding operation, maintenance and conservation:

9.20.2.1 Proof of aptitude for technical performance, through a single certificate, proving to have performed the following services on highways:

- a) Proof of administration, management and operation, with average daily annual traffic volume (VDMa) greater than 15,000 (fifteen thousand) vehicles;
- b) Experience in the Operation of Operational Control Centers;
- c) Experience in the operation of automatic toll collection systems by radio frequency, and must include single lane type systems with barrier (gate) or free-flow.

9.21. Proof of previous experience in the performance of the activities referenced in item 9.20 in the BIDDING NOTICE may be made by submitting certificates or certifications issued:

- i. Upon submission of the certificate(s) of technical responsibility of the QUALIFIED PROFESSIONAL(S) indicated by the BIDDER;
- ii. On behalf of a company to be Subcontracted, and in this case, submit a letter, signed by the legal representative of the Subcontractor, in which it accepts the submission of its certificate in the BIDDER's bid and undertakes to perform the SERVICES in case BIDDER becomes the winner;
- iii. On behalf of the entity directly responsible for the enterprise subject to the certificate;
- iv. On behalf of a consortium member responsible for the direct execution of the enterprise, the subject of the certificate, and in this case, the company holding the certificate must have the participation of at least 30% (thirty percent) in the consortium holder of the certificate;

- v. On behalf of a controlled company, parent company, affiliated company and/or companies under common control of the BIDDER, directly or indirectly, and of a parent company or subsidiary of the BIDDER, provided that the relationship between the BIDDER and the holder of the certificate is proven.

9.21.1. In the event of item 9.21, the Bidder shall prove that the company holding the certificate does not incur any of the restrictions on participation in the Bidding Process provided for in sub-item 4.2 of this Bidding Notice.

9.22. The evidence required in item 9.20.1.1, related exclusively to the implementation, may be carried out through the sum of certificates, and at least one of the certificates presented must consider 30% (thirty percent) of the proof of experience, for each one of sub-items (a) to (e).

9.23. The certificates or certifications of competence shall contain, without limitation, the following information:

- i. subject matter;
- ii. characteristics of the activities and services developed;
- iii. total value of the enterprise and percentage of participation of the BIDDER;
- iv. start and end dates of the activities and services;
- v. start and end dates of the company's participation in the Consortium, when the certificate has been issued on behalf of the Consortium;
- vi. description of the activities carried out in the CONSORTIUM, when the certificate has been issued on behalf of the CONSORTIUM;
- vii. location of the activities and services;
- viii. company name of the issuer; and

ix. name and identification of the assignee.

9.24. The certificates or certifications may refer to contracts in progress, provided that the technical characteristics of the subject already carried out are compatible with the subject of this BIDDING PROCESS.

9.25. The certificates of technical responsibility will only be accepted if the QUALIFIED PROFESSIONAL has a relationship with the BIDDER at the end of the date for delivery of the envelopes, or, in the case of subcontracting the activity, if the QUALIFIED PROFESSIONAL has a relationship with the subcontracted company.

9.25.1. Proof of the bond may be given through articles of incorporation, registration in the social-security card, employee file, employment contract or technical assistance contract.

9.26. The proof of the bond may also be given by letter or contract of intent signed between the BIDDER and the QUALIFIED PROFESSIONAL, indicating that, in case the BIDDER is the winner, it will assume the obligation to participate in the CONCESSION through one of the forms of bond indicated in Item 9.25.1. In the case of subcontracting the activity, the proof of the bond, to be presented at the time of signing the AGREEMENT, may be given by contract or letter of intent signed between the subcontractor and the qualified professional, indicating that it will assume the obligation to participate in the CONCESSION through one of the forms of bond indicated in Item 9.25.1, prior to the beginning of the investment to which the proof refers.

9.27. The QUALIFIED PROFESSIONAL is not prohibited from having a relationship with more than one Bidder.

9.28. The professional holding the technical qualification certificate presented by the BIDDER or the subcontractor may be replaced throughout the term of the CONCESSION, and the GOVERNMENT must be notified.

9.29. In the case of corporate changes and merger, incorporation or spin-off of companies, the certificates will only be considered if accompanied by documentary and unequivocal evidence of the definitive transfer of technical assets.



9.30. The documents and certificates must be issued by public or private entities, on the declarant's letterhead, with identification of its legal representative and information for possible contact by the SPECIAL BIDDING COMMITTEE.

9.31. The veracity of the information contained in the certificates may be confirmed through diligence. If the veracity of the information on the technical capacity of the BIDDER or those responsible technicians cannot be proven, the BIDDER will be disqualified, being subject to the penalties provided for in the BIDDING NOTICE.

### **Statements**

9.32. The documents listed below must be presented by the BIDDER, on letterhead and signed by the respective legal representative, with the other QUALIFICATION DOCUMENTS:

- i. The BIDDER's declaration of commitment to comply with the provisions of article 7, item XXXIII, of the Federal Constitution, according to the model in Annex 9 - MODEL OF LETTER OF DECLARATION OF REGULARITY TO ARTICLE 7, XXXIII, of the FEDERAL CONSTITUTION of the BIDDING NOTICE;
- ii. Declaration that the BIDDER is not under the process of (i) bankruptcy, (ii) self-bankruptcy, (iii) judicial or extrajudicial liquidation, (iv) insolvency, (v) temporary special administration, (vi) intervention, (vii) judicial reorganization and (viii) extrajudicial reorganization, unless proven the acceptance of the judicial reorganization plan or the approval of the extrajudicial reorganization plan, according to the model contained in ANNEX 10 - MODEL OF LETTER OF DECLARATION OF NO PROCEEDINGS OF BANKRUPTCY, ARRANGEMENT WITH CREDITORS, JUDICIAL OR EXTRAJUDICIAL REORGANIZATION OR INSOLVENCY REGIME OF THE BIDDING NOTICE;
- iii. Declaration as to the absence of an impediment to participating in the BIDDING PROCESS, according to the model in ANNEX 11 - MODEL OF LETTER OF DECLARATION OF ABSENCE OF IMPEDIMENT TO PARTICIPATE IN THE BIDDING PROCESS of the BIDDING NOTICE;

- iv. Declaration of financial capacity contained in ANNEX 12 – MODEL OF LETTER OF DECLARATION OF FINANCIAL CAPACITY of the BIDDING NOTICE. The BIDDER shall declare that it has the capacity to obtain sufficient financial resources to fulfill the obligations to contribute its own resources and obtain third-party resources necessary to achieve the subject of the AGREEMENT.
- v. Declaration that no penalties for temporary suspension of participation in bidding and impediment to contract and the declaration of ineligibility to bid and contract were applied by any Entity or Entity of the Federal, State, District and Municipal Administration whose effects are still in force, in the form of ANNEX 16 – MODEL OF DECLARATION OF NO PENALTY of this BIDDING NOTICE.

9.33. In the case of a foreign BIDDER, in addition to the documents mentioned in Item 9.32 above, the foreign BIDDER must submit a declaration of submission to the legislation of the Federative Republic of Brazil and waive any diplomatic complaint, according to the model in ANNEX 13 – MODEL OF FORMAL DECLARATION OF SUBMISSION TO BRAZILIAN LEGISLATION and WAIVER OF DIPLOMATIC COMPLAINT.

## **10. Special Bidding Committee**

10.1. The BIDDING PROCESS will be judged by the SPECIAL BIDDING COMMITTEE, and it is up to it to conduct the work necessary to carry out the BIDDING PROCESS.

10.1.1. The SPECIAL BIDDING COMMITTEE may request assistance from B3, as well as other members of the GOVERNMENT, for the performance of its activities.

10.2. In addition to the prerogatives that implicitly arise from its legal function, the SPECIAL BIDDING COMMITTEE may, at its discretion:

10.2.1. to ask the BIDDERS, at any time, for clarification on the documents submitted by them;

- 10.2.2. adopt measures to remedy formal failures and complement shortcomings in the course of the BIDDING PROCESS;
  - 10.2.3. promote diligence aimed at clarifying or complementing the instruction of the BIDDING PROCESS; the subsequent inclusion of a document or information that should originally appear in the documents submitted by the BIDDER is prohibited;
  - 10.2.4. extend the terms referred to in the BIDDING NOTICE, in cases of public interest and occurrence of acts of God or force majeure; and
  - 10.2.5. in the event of an amendment to the BIDDING NOTICE and its ANNEXES that unequivocally affects the preparation of the ECONOMIC BID, change (i) the expected date for delivery OF the BID GUARANTEE, the ECONOMIC BID and the QUALIFICATION DOCUMENTS, as well as (ii) the expected date for opening the envelopes and judgment of the proposals, extending or reopening the period initially established.
- 10.3. Any change in the BIDDING NOTICE will be communicated in DOE MG and in the other means used to make the documentation available.
- 10.4. The unjustified refusal to provide clarifications and documents and to comply with the requirements requested by the SPECIAL BIDDING COMMITTEE, within the terms determined by it and in accordance with the terms of this BIDDING NOTICE, may lead to the disqualification of the BIDDER.

**11. Receipt of Envelopes and Public Session of the Bidding Process**

- 11.1. This bidding process will be in accordance with the following order of events:

**Table 1: Bidding Dynamics**

<b>Event</b>	<b>Description of the Event</b>	<b>Estimated Dates</b>
1	Publication of the BIDDING NOTICE.	01/21/2022

<b>Event</b>	<b>Description of the Event</b>	<b>Estimated Dates</b>
2	Submission of requests for clarification. (According to Relevant Communiqué No. 03, of March 11, 2022).	From 08:00 am of 01/21/2022 To 05:30 pm of 03/25/2022
3	Responses to requests for clarification. (According to Relevant Notice No. 5, of April 4, 2022).	05/10/2022
4	Submission of requests for additional clarifications	From 08:00 am of 05/10/2022 To 6 pm of 05/23/2022
5	Reply to requests for further clarification	06/22/2022
6	Final term for contesting the BIDDING NOTICE by any citizen, pursuant to the provisions of art. 41, § 1 of Federal Law No. 8.666/93.	Until 07/18/2022
7	Final term for contesting the BID NOTICE by BIDDERS, pursuant to the provisions of art. 41, § 2 of Federal Law No. 8,666/93.	Until 07/21/2022
8	Delivery of <b>Envelope 1 – Bid Guarantee and Representation Documents; Envelope 2 – ECONOMIC BID; and Envelope 3 – QUALIFICATION DOCUMENTS</b> , to the SPECIAL BIDDING COMMITTEE.	<b>Public Session</b> 07/26/2022 From 09:00 to 12:00
9	Publication on the internet, through the link: <a href="http://www.infraestrutura.mg.gov.br/">http://www.infraestrutura.mg.gov.br/</a> , of the decision that did not accept the Bid Guarantees presented and their motivation.	07/27/2021
10	Public Session to open Envelopes 2 – ECONOMIC BID of the BIDDERS whose Bid Guarantees has been accepted.	<b>Public Session of the Bidding Process</b> 07/28/2022 At 02:00 pm
11	Opening of Bidder's Qualification Documents whose Economic Bid was ranked first.	07/28/2022 At the end of the <b>Public Session of the Bidding Process</b>

<b>Event</b>	<b>Description of the Event</b>	<b>Estimated Dates</b>
12	Publication on the internet, through the link: <a href="http://www.infraestrutura.mg.gov.br/">http://www.infraestrutura.mg.gov.br/</a> , of the order of classification of the Economic Bids presented by the BIDDERS.	07/29/2022
13	Publication of the Minutes of Judgment of the BIDDING PROCESS, with the deadline for viewing and filing any appeals regarding the decision of the Special Bidding Committee.	08/09/2022
14	Closing of the deadline for viewing and filing appeals about the Judgment Minutes of the Bidding Process.	08/16/2022
15	If administrative appeal(s) are filed, opening a period of five (5) business days to the other Bidders, to challenge the appeal(s) filed.	08/23/2022
16	Approval of the result of the BIDDING PROCESS by SEINFRA/MG.	At the discretion of the Government
17	Proof of compliance, by the WINNING BIDDER, with the conditions prior to the signing of the CONCESSION AGREEMENT.	Within 60 (sixty) days from the date of approval
18	Subpoena for signing the AGREEMENT.	At the discretion of the Government
19	Signature of the CONCESSION AGREEMENT.	At the discretion of the Government

11.2. The PUBLIC SESSIONS OF THE BIDDING PROCESS will be conducted by B3, on behalf of the SPECIAL BIDDING COMMITTEE, and will be publicly broadcast, live, being available at the time of its start, on the website [www.tvB3.com.br](http://www.tvB3.com.br).

11.3. The participation of the BIDDERS in the scope of this BIDDING PROCESS will take place exclusively through an ACCREDITED PARTICIPANT. ACCREDITED REPRESENTATIVES may not make any intervention, under the terms of item 7.1.4 of the BIDDING NOTICE.

- 11.4. On the date defined in **Table 1: Bidding Dynamics** of the BIDDING NOTICE, Envelope 1 – BID GUARANTEE and Representation Documents will be opened by the SPECIAL BIDDING COMMITTEE, of all bidders who delivered the Envelopes under the conditions and deadlines provided for in this BIDDING NOTICE. On the date defined in **Table 1: Bidding Dynamics** of the BIDDING NOTICE, the publication on the internet will be carried out, through the link: [www.infraestrutura.mg.gov.br](http://www.infraestrutura.mg.gov.br), of the decision that did not accept the BID GUARANTEES presented and their motivation.
- 11.5. On the date defined in **Table 1: Bidding Dynamics** of the BIDDING NOTICE, Envelopes 2 – ECONOMIC BID – of the BIDDERS whose BID GUARANTEES have been accepted by the SPECIAL BIDDING COMMITTEE will be opened by the SPECIAL BIDDING COMMITTEE.
- 11.6. After started the PUBLIC SESSION of Opening of ECONOMIC BIDS, the classification will occur in ascending order of value, being, therefore, the first ranked the BIDDER that presents the lowest value of CONSIDERATION to be paid by the GOVERNMENT.
- 11.7. If there is only one valid ECONOMIC PROPOSAL, it will be considered the winner.
- 11.8. In the event of a tie between two or more ECONOMIC PROPOSALS, the SPECIAL BIDDING COMMITTEE will verify compliance with the preferences established in the items of §2 of art. 3 of Federal Law No. 8,666, of June 21, 1993, as well as art. 15, §4 of Law nº 8.987/1995, and, if the tie is maintained, the classification will be done directly by means of a lottery held in the same session, pursuant to §2 of art. 45 of Federal Law No. 8,666, of June 21, 1993.
- 11.8.1. If the winner is selected from the application of the tie-breaking criteria mentioned in item 11.6.10, the BIDDER must prove compliance with the respective preferences by delivering documents for analysis by the SPECIAL BIDDING COMMITTEE, within a period established by it.
- 11.9. The BIDDING COMMITTEE will disqualify the BIDDER whose ECONOMIC BID does not meet all the requirements established in the applicable legislation and in this

BIDDING NOTICE and, also, the one that implies an offer subject to a condition or term not provided for in this BIDDING NOTICE.

11.10. The BIDDING COMMITTEE will open Envelope 3 – QUALIFICATION DOCUMENTS only of BIDDER that ranks first, being authorized to suspend the PUBLIC SESSION for evaluation of the documents.

11.11. In the event of the disqualification of the BIDDER declared the winner, notwithstanding the fair and adversary hearing, the BIDDER ranked in second will be declared the winner of the BIDDING PROCESS.

11.12. The disqualification of a BIDDER that has been considered the winner will imply:

11.12.1. the opening of BIDDER'S QUALIFICATION DOCUMENTS that have been ranked second and so on until a BIDDER complies with the qualification requirements, in which case it will be considered the winner; and

11.12.2. in the event of fraud, the fixing of a fine equivalent to the value of the BID GUARANTEE and the full execution of its BID GUARANTEE.

11.13. The disqualification of all Bidders renders the BIDDING PROCESS null and void.

11.14. Once the judgment of the BIDDING PROCESS is completed and the appeal phase is completed, the result of the BIDDING PROCESS will be submitted by the BIDDING COMMITTEE to the Secretary of SEINFRA/MG for approval and subsequent issuance of the Grant Award Act, which will be published on the internet, at the link: [www.infraestrutura.mg.gov.br](http://www.infraestrutura.mg.gov.br).

## **12. Administrative Resources**

12.1. The BIDDERS participating in the BIDDING PROCESS may appeal against the following decisions:

- i. Analysis of BID GUARANTEE;
- ii. Analysis and classification of the ECONOMIC BID;

- iii. Qualification or disqualification of the Bidder;
- iv. Application of the sanctions and penalties provided for in the BIDDING NOTICE; and
- v. Annulment or revocation from the BIDDING PROCESS.

12.1.1. The appeal must be filed by means of a reasoned petition, addressed to the SPECIAL BIDDING COMMITTEE, within five (5) business days after the WINNING BIDDER's declaration, from the publication of the judgment minutes of the BIDDING PROCESS.

12.1.1.1. The other BIDDERS will have the right to view, in a digital manner, the documentation included in all envelopes of the WINNING BIDDER.

12.1.2. The appeal shall be communicated to the other BIDDERS, who may challenge it within five (5) business days, counted from the communication of the SPECIAL BIDDING COMMITTEE.

12.2. The appeals will only be admitted when subscribed by legal representative(s), ACCREDITED REPRESENTATIVES, or attorney-in-fact with specific powers or person delegated in such specific powers, provided that they are instructed with demonstration of the powers, and must be sent to the email [rodoanelmetropolitano@infraestrutura.mg.gov.br](mailto:rodoanelmetropolitano@infraestrutura.mg.gov.br), identified as follows:

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ADMINISTRATIVE APPEAL  
CONCERNING THE BIDDING NOTICE OF THE BIDDING PROCESS No. 001/2022  
C/O Mr./Ms. [●] Chairman of the Special Bidding Committee

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12.2.1. The appeals will be considered filed on the date of their receipt unless the filing occurs after 6 pm (six o'clock in the afternoon, Brasília time).

12.2.2. Appeals filed after 6 pm (six o'clock in the afternoon, Brasília time) will be considered filed, for all purposes, including for the timely conference, on the immediately following business day.



12.2.3. Once the judgment of any appeals is concluded, the result will be published on the GOVERNMENT'S website and published in the DOE MG.

### **13. Approval, Award and Signature of the Agreement**

13.1. The disclosure of the winning BIDDER and the award of the subject of the BIDDING PROCESS will be carried out through a notice to be published in the DOE MG and on the GOVERNMENT's website.

13.2. Within 60 (sixty) days after the publication of the approval act, extendable for an equal period, the WINNING BIDDER shall submit to SEINFRA/MG the following documents as a condition for signing the AGREEMENT:

13.2.1. Proof of incorporation of the SPC, with the corresponding certificate of the competent business registration, as well as the respective proof of registration with the National Register of Legal Entities (CNPJ) or wholly-owned subsidiary in the event of an Individual BIDDER, in the form of a corporation;

13.2.2. GUARANTEE OF EXECUTION OF THE AGREEMENT in the amount of BRL 75,886,705.88 (seventy-five million, eight hundred and eighty-six thousand, seven hundred and five Brazilian Reais and eighty-eight cents), under the terms of the CONCESSION AGREEMENT;

13.2.3. Proof of full subscription and payment of the capital stock of the SPC of at least BRL 47,834,296.40 (forty-seven million, eight hundred and thirty-four thousand, two hundred and ninety-six Brazilian Reais and forty cents), in national currency.

13.2.4. Payment of compensation to B3, corresponding to BRL 608,872.89 (six hundred and eight thousand, eight hundred and seventy-two Brazilian Reais and eighty-nine cents, within fifteen (15) of the publication of the award act, due to B3 for advising on the bidding procedure, duly adjusted by the IPCA after one (1) year from the base date of March/2021, in the form of ANNEX 18;

13.2.5. Presentation of the articles of incorporation of the SPC and description of the shareholding and management structure considered for the CONCESSIONAIRE, containing:

- a) Description of the types of shares;
- b) Shareholders and their respective equities by type of share;
- c) Indication of the corporate composition of the CONCESSIONAIRE, as applicable, and its parent companies, as defined in the CONCESSION AGREEMENT;
- d) CONCESSIONAIRE'S shareholders' agreements, if any;
- e) Identification of the main directors, including their respective resumes, if already defined.

13.2.6. For the BIDDER constituted in the form of an investment fund, in compliance with paragraph c) of item **Erro! Fonte de referência não encontrada.** above, must consider the existence of majority shareholders, or agencies and their members, with the power of influence to change the fund's articles, holders of powers similar to those referred to in Federal Law No. 6.404/76, for the purpose of identifying the controller.

13.2.7. ORIGINAL SCHEDULE OF INVESTMENTS, in accordance with the guidelines presented in the AGREEMENT and, especially, in the PER, with details of the works and investments presented therein, and which must contain a physical and executive SCHEDULE, including the indication of the quantities for each investment, as well as the development planned for the execution of each constructive stage of the investments, either with regard to the indication of deadlines for start and completion, or regarding the definition of intermediate milestones, which will be binding on the CONCESSIONAIRE, and must be arranged at least every six months;

13.2.8. INSURANCE PLAN and GUARANTEE PLAN, which are compatible with the ORIGINAL INVESTMENT SCHEDULE presented, under the terms of the draft of the CONCESSION AGREEMENT and respective Annexes, especially in the PER, including the presentation of the coverages and respective insured amounts to

be contracted, and the effective contracting must follow the deadlines presented in such Plans;

- 13.2.9. Letter from an insurance institution, reinsurer, insurance broker or guarantors who advise the BIDDER in the assembly of the INSURANCE PLAN and the GUARANTEE PLAN, stating that it has carried out the analysis and attests to the adequacy of these Plans;
  - 13.2.10. Prove the link with the Subcontractor or QUALIFIED PROFESSIONAL holding the technical qualification required in item 9.21 of the BIDDING NOTICE, if the BIDDER has used its experience to prove the qualification requirements.
  - 13.2.11. Integrity Agreement duly signed, according to the model in ANNEX 15.
- 13.3. Once the requirements of item 13.2 above are met, the CONCESSIONAIRE will be called by SEINFRA/MG to sign the CONCESSION AGREEMENT within a maximum period of 10 (ten) days.
- 13.4. The term provided for in item 13.2 above, and the term for signing the AGREEMENT provided for in item 13.3 above, may be extended, for the same period, if requested during its course by the WINNING BIDDER and provided that it is justified and accepted by SEINFRA/MG.
- 13.4.1. If the SPC, or any of its shareholders, regularly summoned to sign the AGREEMENT, within the validity period of its ECONOMIC BID, refuse to do so, the GOVERNMENT, notwithstanding the fair and adversary hearing, will apply a fine corresponding to the full amount of the BID GUARANTEE and will immediately execute the total BID GUARANTEE presented by the WINNING BIDDER, however, the SPC or any of its shareholders is not exempt from the obligation to pay (i) other fines and (ii) indemnity for losses and damages to the GOVERNMENT, if the value of the BID GUARANTEE is not sufficient to comply with such payments. The same fine will apply if the requirements prior to signing the AGREEMENT are not met.

- 13.4.2. In addition to the provisions of the previous sub-item, the refusal to sign the AGREEMENT, without justification accepted by the GOVERNMENT, within the established period, will result in the individual WINNING BIDDER, or, in the case of a CONSORTIUM, to all consortium members, the temporary suspension from participating in the bidding, the impediment to contract with the Government for a period of 24 (twenty-four) months and the declaration of unfitness to bid or contract with the Government, as set forth in the Law.
- 13.5. If there is a refusal to sign the AGREEMENT within the term and under the conditions established, refusal to constitute the PERFORMANCE GUARANTEE OF THE AGREEMENT or failure to comply with any of the preliminary requirements for its signature, the GOVERNMENT is entitled to call the remaining BIDDERS, in the order of classification, to do so under the conditions that were presented by the WINNING BIDDER or revoke the BIDDING PROCESS, in whole or in part, notwithstanding the applicable administrative and civil sanctions.
- 13.6. Notwithstanding the provisions of the sub-item above, the BIDDING PROCESS may only be revoked by the Secretary of State for Infrastructure and Mobility, upon a proposal of the SPECIAL BIDDING COMMITTEE, for reasons of public interest arising from a proven supervening fact, relevant and sufficient to justify such revocation.
- 13.7. The Government, ex officio or by the provocation of third parties, must cancel the BIDDING PROCESS if there is any illegality that cannot be remedied.
- 13.8. The nullity of the BIDDING PROCESS implies the nullity of the AGREEMENT, not generating an obligation to indemnify by the GOVERNMENT, if it occurs prior to the EFFECTIVE DATE or if the nullity has been caused by the WINNING BIDDER.
- 13.9. The GOVERNMENT may, at any time, postpone the stages of the BIDDING, under the terms of the applicable legislation, without the BIDDERS being entitled to indemnification or reimbursement of costs and expenses in any capacity.
- 13.10. In the event that the GOVERNMENT becomes aware, after the Qualification phase, that any QUALIFICATION DOCUMENT presented by a BIDDER was false or invalid at the time of the submission of the QUALIFICATION DOCUMENTS, it may disqualify it,

without being entitled to indemnification or reimbursement of expenses in any way, notwithstanding the indemnification to the GOVERNMENT and the application of the applicable penalties.

13.11. The Bidder undertakes to communicate to the GOVERNMENT, at any time, any supervening fact or circumstance that impedes the qualification conditions, immediately after its occurrence.

13.12. Without any additional communication, all volumes of the BID GUARANTEES and QUALIFICATION DOCUMENTS that are not withdrawn by the non-winning bidders within 30 (thirty) days from the date of signature of the AGREEMENT will be destroyed.

13.13. The CONCESSIONAIRE will always be bound by the provisions of the AGREEMENT, the BIDDING NOTICE, the documentation submitted by it and the respective contractual documents, as well as the Brazilian legislation and regulations, in everything related to the CONCESSION.

#### **14. Jurisdiction**

14.1. The Court of the District of Belo Horizonte, Capital of the State of Minas Gerais, is hereby elected to settle any disputes arising from this BIDDING NOTICE.

#### **PART VI - ANNEXES**

#### **15. Annexes**

15.1. The following instruments are part of this BIDDING NOTICE:

Annex 1	Model of Letter for Submission of the Economic Bid
Annex 2	Clarification Request Model
Annex 3	Model of Declaration for Independent Preparation of Economic Bid
Annex 4	Model of Letter for Submission of General Documentation

Annex 5	Minimum Terms and Conditions of Performance Bond
Annex 6	Model of Bank-Issued Guarantee
Annex 7	Model of Power of Attorney
Annex 8	Model of Power of Attorney for Foreign Bidder
Annex 9	Model of Letter for Declaration of Regularity to Article 7, XXXIII, of the Federal Constitution
Annex 10	Model of Letter for Declaration of Non-Existence of Proceedings for Bankruptcy, Reorganization, Judicial or Extra-judicial Reorganization or Insolvency Regime
Annex 11	Model of Letter for Declaration of Non-existence of Impediment for the Participation in the Bidding Process
Annex 12	Model of Letter for Financial Capacity Declaration
Annex 13	Model of Formal Declaration of Express Submission to Brazilian Legislation and Renunciation of Complaint through Diplomatic Rule
Annex 14	Model of Declaration of Equivalence
Annex 15	Integrity Agreement
Annex 16	Model of Declaration of No Penalty
Annex 17	Draft Contract and its Annexes
Annex 18	Procedures Manual of B3
Annex 19	Model of Formal Declaration Concerning Legal Tiebreaker Criteria

**Annex 1 - Model of Letter of Submission of Economic Bid**

[Place]/[State], [month] [day], 20[year].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Economic Bid**

Dear Sirs,

1. In view of the call of [●] [●], 20[●] (date of publication of the Publication Notice of the International Public Bidding Notice No. 001/2022 in the DOE) of SEINFRA-MG, we present our ECONOMIC BID for the execution of the subject of the BIDDING PROCESS in reference.
2. We propose, as value of the ECONOMIC BID for the purposes of the Bidding above:

<b>VALUE OF THE PROPOSED MONTHLY CONSIDERATION</b>	<b>DISCOUNT IN RELATION TO THE VALUE OF THE MAXIMUM MONTHLY CONSIDERATION PROVIDED FOR IN THE BIDDING NOTICE (%)</b>
BRL [-]	[-]%

3. Due to the bid presented above, we declare that the values of CONSIDERATION and PUBLIC CONTRIBUTION per section offered in this ECONOMIC BID are as follows:

**CONSIDERATION**

<b>SECTION</b>	<b>CONSIDERATION VALUE</b>
NORTH SECTION	BRL [VALUE WILL BE EQUIVALENT TO 8.98% OF THE VALUE OF THE CONSIDERATION PRESENTED IN THE BID]

WEST SECTION	BRL [VALUE WILL BE EQUIVALENT TO 74.53% OF THE VALUE OF THE CONSIDERATION PRESENTED IN THE BID]
SOUTHWEST SECTION	BRL [VALUE WILL BE EQUIVALENT TO 7.66% OF THE VALUE OF THE CONSIDERATION PRESENTED IN THE BID]
SOUTH SECTION	BRL [VALUE WILL BE EQUIVALENT TO 8.83% OF THE VALUE OF THE CONSIDERATION PRESENTED IN THE BID]

**CONTRIBUTION**

<b>SECTION</b>	<b>CONTRIBUTION VALUE</b>
NORTH AND WEST SECTIONS	BRL [AMOUNT WILL BE EQUIVALENT TO THE MAXIMUM AMOUNT OF CONTRIBUTION FOR SUCH SECTIONS (BRL [-]) WITH THE APPLICATION OF THE SAME DISCOUNT PERCENTAGE OFFERED BY THE BIDDER IN RELATION TO THE CONSIDERATION]
SOUTHWEST SECTION	BRL [AMOUNT WILL BE EQUIVALENT TO THE MAXIMUM AMOUNT OF CONTRIBUTION FOR SUCH A SECTION (BRL [-]) WITH THE APPLICATION OF THE SAME DISCOUNT PERCENTAGE OFFERED BY THE BIDDER IN RELATION TO THE CONSIDERATION]
SOUTH SECTION	BRL [AMOUNT WILL BE EQUIVALENT TO THE MAXIMUM AMOUNT OF CONTRIBUTION FOR SUCH A SECTION (BRL [-]) WITH THE APPLICATION OF THE SAME DISCOUNT PERCENTAGE OFFERED BY THE BIDDER IN RELATION TO THE CONSIDERATION]

4. We expressly declare, for all purposes and under the penalties of the law, that:



- 4.1. this ECONOMIC BID is valid for one (1) year, counted from the DATE OF RECEIPT OF THE ENVELOPES, and, during this period, all its conditions must be maintained;
- 4.2. this ECONOMIC BID covers the entire subject of the CONCESSION;
- 4.3. this ECONOMIC BID is binding, irrevocable, irreversible and unconditional;
- 4.4. this ECONOMIC BID considers all investments, taxes, costs and expenses necessary for the execution of the AGREEMENT;
- 4.5. this ECONOMIC BID consider all the risks to be assumed by the BIDDER, in the event of becoming the winner of the Concession Agreement;
- 4.6. for the preparation of the ECONOMIC BID, the BIDDER considered its own calculations and studies; and
- 4.7. this ECONOMIC BID considers all the assumptions provided for in the BIDDING NOTICE, especially in item 8.2.

Sincerely,

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

**Annex 2 - Model of Request for Clarifications**

[Place]/[State], [month] [day], 20[year].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Request for Clarification**

Dear Sirs,

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

<b>No. of the formulated issue</b>	<b>Bidding Notice Item</b>	<b>Clarification requested</b>	<b>No. of the issue assigned by the Special Bidding Committee and that shall be included in the clarification minutes</b>
1	Insert <b>Bidding Notice</b> Item referred to the clarification requested	Write clearly the request for clarification desired in the form of a question	leave blank
2	Insert <b>Bidding Notice</b> Item referred to the clarification requested	Write clearly the request for clarification desired in the form of a question	leave blank
[...]	[...]	[...]	[...]

Sincerely,

---

**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

Responsible for contact: [●]

Phone: [●]

Email address: [●]

### **Annex 3 - Model of Declaration for Independent Preparation of Economic Bid**

[Place]/[State], [month] [day], 20[year].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Declaration of Independent Preparation of Economic Bid**

Dear Sirs,

(ACCREDITED REPRESENTATIVE), as duly constituted representative of [BIDDER] hereinafter referred to as ("BIDDER"), for the purposes of the provisions of the BIDDING NOTICE of International Public Bidding Process No. 001/2022, published by the Secretary of State for Infrastructure and Mobility of the State of Minas Gerais – SEINFRA/MG, declares, under the penalties of the law, in particular art. 299 of the Brazilian Penal Code, that:

1. the ECONOMIC BID submitted to participate in the Public Bidding Process in question was prepared independently by the BIDDER, and the content of the PRICE BID was not, in whole or in part, directly or indirectly, informed, discussed or received from any other potential or actual participant of the Public Bidding Process, by any means or by any person;
2. the intention to submit the ECONOMIC BID to participate in the Public Bidding Process has not been informed, discussed or received from any other potential or actual participant of the Public Bidding Process in reference, by any means or by any person;
3. that it has not attempted, by any means or by any person, to influence the decision of any other potential or actual participant of the Bidding Process as to whether or not to participate in said Bidding Process;
4. that the content of the ECONOMIC BID submitted to participate in the Bidding Process will not, in whole or in part, directly or indirectly, be communicated or discussed with any other potential or de facto participant of the Bidding Process prior to the award of said Bidding Process;

5. that the content of the ECONOMIC BID submitted to participate in the Bidding Process was not, in whole or in part, directly or indirectly, informed discussed or received from any member of the State of Minas Gerais or REGULATORY ENTITY, before the official opening of the ECONOMIC BIDS; and

6. that they are fully aware of the content and scope of this declaration and have full powers and information to sign it.

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

#### **Annex 4 - Model of Letter for Submission of General Documentation**

[Place]/[State], [month] [day], 20[year].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Submission of General Documentation**

Dear Sirs,

1. **[BIDDER]**, by its undersigned legal representative(s), submits the documents for its qualification in the bidding process in reference, pursuant to Item 2.3 of the BIDDING NOTICE in reference, organized according to the order established therein, reflected in the index annex.

2. The BIDDER expressly declares, for all purposes and under the penalties of the law, that it is fully aware of the terms of the BIDDING NOTICE in question and fully accepts them, in particular, with regard to the powers conferred on the Special BIDDING COMMITTEE to conduct special diligence to verify the veracity of the documents presented and seek any clarifications necessary to elucidate the information contained therein.

3. The BIDDER expressly declares, for all purposes and under the penalties of the law, that it has met all the requirements and criteria for qualification, and submitted the QUALIFICATION DOCUMENTS as defined in the Bidding Notice of International Public Bidding Process No. 001/2022, correctly.

4. The BIDDER also declares, for all purposes and under the penalties of the law, that the QUALIFICATION DOCUMENTS presented herein sound complete, true and correct in every detail.

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**[Bidder]**

**[Accredited Representative]**

## **Annex 5 - Minimum Terms and Conditions of Performance Bond**

### **1 Borrower**

- i. [BIDDER].

### **2 Insured**

- i. State Secretariat for Infrastructure and Mobility of the State of Minas Gerais – SEINFRA/MG.

### **3 Purpose of the Insurance**

- i. Guarantee the indemnity, in the amount of BRL [-], in the event that the BIDDER breaches any of its obligations under the Law or the BIDDING NOTICE, including refusal to sign the AGREEMENT, non-compliance with the requirements for its signature, under the conditions and within the period established in the BIDDING NOTICE, and in any of the cases provided for in the BIDDING NOTICE.

### **4 Instrument**

- i. Performance Bond Policy issued by an insurer duly constituted and authorized to operate by the Superintendency of Private Insurance – SUSEP, following the terms of the normative acts of SUSEP, in particular SUSEP Circular No. 477, of 09/30/2013.

### **5 Value of the Guarantee**

- i. The Performance Bond Policy shall provide for the indemnity amount of BRL [-] ([-]).

### **6 Term**

- i. The Performance Bond Policy must have a minimum term of one (1) year from the Date of Delivery of the Envelopes, renewable in the cases provided for in BIDDING NOTICE of Public Bidding Process No. 001/2022.

### **7 Additional Provisions**

- i. The Performance Bond Policy must contain the following additional provisions:
  - a. Declaration by the Insurer that it knows and accepts the terms and conditions of BIDDING NOTICE of Public Bidding Process No. 001/2022;

- b. Declaration by the Insurer that it will pay the amounts provided for herein within a maximum period of 30 (thirty) days, counted from the date of delivery of all documents listed by the Insurer as necessary for the characterization and regulation of the claim; and
- c. Once the Policyholder's failure to comply with the obligations covered by the Performance Bond Policy is confirmed, the Insured will have the right to demand from the Insurer the compensation due, when the notification made to the Borrower is unsuccessful.

**8** Terms that have not been expressly defined in this Policy will have the meanings assigned to them in the BIDDING NOTICE.

Terms that have not been amended by these Special and Particular Conditions are hereby ratified.



## **Annex 6 - Model of Bank-Issued Guarantee**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref. : Letter of Bank-Issued Guarantee No. [●] ("Letter of Guarantee")**

Dear Sirs,

- 1** By this Letter of Guarantee, the Bank [-], headquartered at [-], enrolled with the CNPJ/MF under No. [-] ("Guarantor Bank"), directly by itself and its eventual successors, undertakes before SEINFRA/MG as joint guarantor of [BIDDER], headquartered at [-], enrolled with the CNPJ/MF under No. [-] ("Principal Debtor"), expressly waiving the rights provided for in articles 827, 835, 837, 838 and 839 of Law No. 10.406, of January 10, 2002 (Brazilian Civil Code) and art. 794 of Federal Law No. 13.105, of March 16, 2015 (Code of Civil Procedure), for the faithful fulfillment of all obligations assumed by the Principal Debtor in the bidding process described in the BIDDING NOTICE of International Public Bidding Process No. 001/2022, whose terms, provisions and conditions the Guarantor Bank expressly declares to know and accept.
- 2** The Guarantor Bank undertakes to pay the GOVERNMENT the total amount of BRL [-] ([in words]) ("Guarantee") in the event that the BIDDER breaches any of its obligations under the Law or the BIDDING NOTICE, including refusal to sign the AGREEMENT, non-compliance with the requirements for its signature, under the conditions and within the period established in the BIDDING NOTICE, and in any of the cases provided for in the BIDDING NOTICE.
- 3** The Guarantor Bank is also obliged, within the scope of the amount identified above, for the damages caused by the Principal Debtor, including, but not limited to, fines levied by SEINFRA/MG related to the bidding process, committing to make the payments arising from these losses when required, within a maximum period of 48 (forty-eight) hours, counted from the receipt, by the Guarantor Bank, of the written notification sent by the GOVERNMENT.

- 4 The Guarantor Bank will not claim any subjection or opposition from the Principal Debtor or invoked by it for the purpose of excusing itself from the fulfillment of the obligation assumed before the GOVERNMENT under the terms of this Letter of Guarantee.
- 5 In the event that the GOVERNMENT enters into court to demand compliance with the obligation referred to in this Letter of Guarantee, the Guarantor Bank is obliged to pay the arbitration, judicial or extrajudicial expenses.
- 6 The Guarantee shall remain in force for a period of one (1) year, counted from the Delivery Date of the Envelopes, according to the conditions mentioned in the BIDDING NOTICE.
- 7 The Guarantor Bank hereby declares:
- i. This Letter of Guarantee is duly accounted for, in full compliance with the regulations of the Central Bank of Brazil currently in force, in addition to complying with the precepts of the applicable Banking Legislation;
  - ii. The signatories of this instrument are authorized to provide the Guarantee in their name and under their responsibility; and,
  - iii. Its capital stock is BRL [-] ([in words]), being authorized by the Central Bank of Brazil to issue Letters of Guarantee, and that the value of this Letter of Guarantee, in the amount of BRL [-] ([in words]), is within the limits authorized by the Central Bank of Brazil.
- 8 Terms that have not been expressly defined in this Letter of Guarantee shall have the meanings assigned to them in the BIDDING NOTICE.

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[signature of the legal representative(s) of the Guarantor Bank, with notarized signature]

**Witnesses:**

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Name:

Name:

ID:

ID:

## **Annex 7 - Model of Power of Attorney**

(Individual BIDDER or CONSORTIUM leader company)

By this power of attorney, [BIDDER], [qualification], hereinafter referred to as "Grantor", appoints and constitutes its attorneys-in-fact, Messrs. [-], [qualification], to jointly or separately, regardless of the order of appointment, perform the following acts necessary for participation in International Public Bidding Notice No. 001/2022, promoted by the State Secretariat of Infrastructure and Mobility of the State of Minas Gerais – SEINFRA/MG, with the purpose of contracting a Public-Private Partnership (PPP), in the CONCESSION modality, for the preparation of projects, construction, operation and maintenance of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, in- and out-of-court:

- (a) Represent the Grantor before any government entities, agencies or departments, open or closed companies and any government agencies, including SEINFRA/MG, BIDDING COMMITTEE and B3, to establish and maintain understandings with said public entities, agencies, bodies or departments, to receive summons and notification of any kind, to request and/or promote consultations, to request certificates and other documents and perform the necessary acts during the bidding process described in the BIDDING NOTICE of the International Public Bidding Process No. 001/2022, including to file appeals and waive the right to file appeals;
- (b) Undertake commitments and/or obligations on behalf of the Grantor and in any case contract, make arrangements, give and receive the discharge on behalf of the Grantor;
- (c) Represent the Grantor in defending its interests in court, in any instance and before any Court, including by hiring lawyers, with special powers to confess, compromise, give up, make arrangements to receive and discharge;
- (d) At its discretion, replace, in whole or in part, with reservation of powers, any of the powers conferred herein, under the conditions it deems appropriate.

This power of attorney has a minimum validity period of one (1) year from the Date of Delivery of the Envelopes and must be extended for an equal period, 30 (thirty) days prior to the expiration date.

[Place], [●] [●], [●].

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**[BIDDER]**

**[Legal Representative(s)]**

## **Annex 8 - Model of Power of Attorney for Foreign Bidder**

By this power of attorney, [BIDDER], [qualification], hereinafter referred to as "Grantor", appoints and constitutes its attorneys-in-fact, Messrs. [-], [qualification], to jointly or separately, regardless of the order of appointment, perform the following acts necessary for participation in International Public Bidding Notice No. 001/2022, promoted by the State Secretariat of Infrastructure and Mobility of the State of Minas Gerais – SEINFRA/MG, with the purpose of contracting a Public-Private Partnership (PPP), in the CONCESSION modality, for the preparation of projects, construction, operation and maintenance of the RING ROAD OF THE METROPOLITAN REGION OF BELO HORIZONTE, in- and out-of-court:

- (a) Represent the Grantor before any government entities, agencies or departments, open or closed companies and any government agencies, including SEINFRA/MG, BIDDING COMMITTEE and B3, to establish and maintain understandings with said public entities, agencies, bodies or departments, to receive summons and notification of any kind, to request and/or promote consultations, to request certificates and other documents and perform the necessary acts during the bidding process described in the BIDDING NOTICE of the International Public Bidding Process No. 001/2022, including to file appeals and waive the right to file appeals;
- (b) Undertake commitments and/or obligations on behalf of the Grantor and in any case contract, make arrangements, give and receive the discharge on behalf of the Grantor;
- (c) Represent the Grantor in defending its interests in court, in any instance and before any Court, including by hiring lawyers, with special powers to confess, compromise, give up, make arrangements to receive and discharge;
- (d) Receive the summons for legal actions and subpoenas or notifications in administrative and judicial proceedings; and
- (e) At its discretion, replace, in whole or in part, with reservation of powers, any of the powers conferred herein, under the conditions it deems appropriate.

This power of attorney has a minimum validity period of one (1) year from the Date of Delivery of the Envelopes and must be extended for an equal period, 30 (thirty) days prior to the expiration date.

[Place], [●] [●], [●].

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[BIDDER]

[LEGAL REPRESENTATIVE(S)]

**Annex 9 - Model of Letter of Declaration of Regularity to Article 7, XXXIII, of the Federal Constitution**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Declaration of Regularity to Article 7, XXXIII, of the Federal Constitution**

Dear Sirs,

In compliance with Item 8.32.(i) of the BIDDING NOTICE in reference, [BIDDER], by its ACCREDITED REPRESENTATIVE(S), declares, for all purposes and under the penalties of the applicable legislation, by itself, by its successors and assignees, that it 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, expressly stating that it does not employ minors under eighteen years of age in night, dangerous or unhealthy work, and it does not employ minors under sixteen years of age, except as an apprentice, in strict compliance with applicable laws.

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

**Annex 10 - Model of Letter for Declaration of Non-Existence of Proceedings for Bankruptcy, Reorganization, Judicial or Extra-judicial Reorganization or Insolvency Regime**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Declaration of Non-Existence of Proceedings for Bankruptcy, Reorganization, Judicial or Extra-judicial Reorganization or Insolvency Regime.**

Dear Sirs,

In compliance with Item 8.32.(ii) of the BIDDING NOTICE in question, [BIDDER], by its ACCREDITED REPRESENTATIVE(S) undersigned, declares, for all purposes and under the penalties of the applicable legislation, by itself, by its successors and assignees, that it is not under the process of bankruptcy, self-bankruptcy, receivership, judicial reorganization, extrajudicial reorganization, insolvency regime, temporary special administration or under the intervention of the competent supervisory agency.

Sincerely,

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[BIDDER]

[ACCREDITED REPRESENTATIVE]



**Annex 11 - Model of Letter for Declaration of Non-existence of Impediment for the Participation in the Bidding Process**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 - Declaration of Absence of Impediment for Participation in the Auction**

Dear Sirs,

In compliance with Item 8.32.(iii) of the BIDDING NOTICE in question, [BIDDER], by its ACCREDITED REPRESENTATIVE(S) undersigned, declares, for all purposes and under the penalties of the applicable legislation, that:

- a. to date, there are no supervening and impeding facts for its hiring and that does not weigh against it a declaration of non-suitability issued by any government agency, being aware of the obligation to declare subsequent occurrences; and
- b. it is not a signatory to a leniency agreement, plea bargain, or other instruments that may prevent its free participation in the Bidding Process in reference to or in the signing of the AGREEMENT.

IN WITNESS WHEREOF, we sign this instrument, under the terms and the penalties of the law.

Sincerely,

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

**Annex 12 - Model Letter of Declaration of Financial Capacity**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

Dear Sirs,

In compliance with Item 8.32.(iv) of the BIDDING NOTICE in question, [BIDDER], by its ACCREDITED REPRESENTATIVE(S) undersigned, declares, for all purposes and under the penalties of the applicable legislation, declares, for all purposes and under the penalties of the applicable legislation, that it has the capacity to obtain sufficient financial resources to fulfill the obligations of the contribution of own resources and of third parties necessary for the achievement of the subject of the CONCESSION.

Declares, in addition, for all purposes and under the penalties of the law, that (i) it has the capacity to contract all the insurance necessary to achieve the subject of the CONCESSION; and (ii) has the capacity to obtain the resources for the payment in national currency of at least BRL [-] ([-]) in the capital stock of the future **SPC** until the date of signature of the AGREEMENT, pursuant to Item 13.2.3 of the BIDDING NOTICE.

Sincerely,

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

**Annex 13 - Model of Formal Declaration of Express Submission to Brazilian Legislation and Renunciation of Complaint through Diplomatic Rule**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Model of Formal Declaration of Express Submission to Brazilian Legislation and Renunciation of Complaint through Diplomatic Rule**

Dear Sirs,

In compliance with Item 8.29 of the BIDDING NOTICE in question, [BIDDER], by its ACCREDITED REPRESENTATIVE(S) undersigned, declares, for the due purposes and under the penalties of the law, its formal and express submission to Brazilian legislation and full waiver of claiming, for any reasons of fact or law, through diplomatic rule.

Sincerely,

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE]**

**Annex 14 - Model of Declaration of Equivalence**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Declaration of Equivalence**

Dear Sirs,

In compliance with Items 4.4.2 and 4.4.4 of the BIDDING NOTICE in question, [BIDDER], by its undersigned ACCREDITED REPRESENTATIVE(S), declares, under the penalties of the applicable legislation, by itself, its successors and assignees, that it does not operate in Brazil, pursuant to article 32, § 4, of Law No. 8.666/1993, and that the documents indicated below from BIDDER's country of origin are equivalent to the documents required in the BIDDING NOTICE:

<b>Description of the document from country of origin</b>	<b>Document required in the Bidding Notice</b>	<b>Bidding Notice Item in which the document is required</b>

*[In case of lack of equivalence, include the following excerpt:]*

The BIDDER further declares, for all purposes and under the penalties of the law, that the following documents required in the BIDDING NOTICE do not have equivalence in the country of origin of the BIDDER:

<b>Document required in the Bidding Notice</b>	<b>Bidding Notice Item in which the document is required</b>

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Sincerely,

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**[BIDDER]**

**[ACCREDITED REPRESENTATIVE(S)]**

## **Annex 15 - Integrity Agreement**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Integrity Certificate**

Dear Sirs,

In compliance with Item 13.2.10 of the BIDDING NOTICE in reference, [WINNING BIDDER], by its ACCREDITED REPRESENTATIVE(S) undersigned, declares, for all purposes and under the penalties of the law, that:

1. The SPC constituted by it must follow the federal, state and sectoral standards, as well as the best practices related to integrity, compliance, ethics, governance, risk management, internal and external controls (monitoring, evaluation, audit and investigation), transparency in the conduct of the concession agreement, in particular.

1.1. The provisions of Federal Law No. 12.846/2013, Federal Decrees No. 3.678/2000, No. 4.410/2002, No. 5.687/2006 and 8.420/2015, the Ordinance of the Office of the Federal Controller General – CGU No. 909/2015, and other applicable federal and state rules, as well as the rules that amend, complement or succeed the aforementioned rules, must be fully complied with.

1.2. The company's integrity program must follow the doctrines provided for in the Ordinance of CGU No. 909/2015, containing, at least, the provisions of this standard.

1.3. Policy on transactions with related parties, according to the best corporate governance practices recommended by the Brazilian Securities and Exchange Commission – CVM.

2. For the performance of the AGREEMENT, neither party may offer, give or undertake to give to any person, or accept or undertake to accept from any person, directly or indirectly, personally or through others, any payment, donation, compensation, financial or non-financial advantages or benefits of any kind that constitute an illegal practice or corruption under the laws of Brazil and the countries in which transactions have been carried out or legal facts have been committed, either directly or indirectly as to the subject of the AGREEMENT, or otherwise than related to the AGREEMENT, and must also ensure that its agents and employees act in the same way.

3. The use of resources, assets and values of illicit or doubtful origin will be prohibited.

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**[WINNING BIDDER]**

**[ACCREDITED REPRESENTATIVE(S)]**

**Annex 16 - Model of Declaration of No Penalty**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Declaration of No Penalty**

[BIDDER], enrolled with the CNPJ under No. [CNPJ], headquartered at [full address], herein represented by its ACCREDITED REPRESENTATIVE(S) undersigned, declares, for all purposes and under the penalties of the law, that no penalties have been applied for temporary suspension of participation in bidding, an impediment to contract or declaration of non-suitability to bid and contract by any entity or entity of the Federal, State, District and Municipal Government whose effects are still in force.

Sincerely,

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**[Bidder]**

**[Accredited Representative(s)]**



## **Annex 17 - Draft Contract and its Annexes**

These documents will be made available separately.

**Annex 18 - Manual of Procedures of B3 S.A.**

This document shall be made available separately.

**Annex 19 – Model of Formal Declaration Concerning Legal Tiebreaker Criteria established in art. 3, § 2, of Law No. 8.666/1993**

[Place], [●] [●], [●].

**TO**

**STATE OF MINAS GERAIS**

**Ref.: Bidding Notice of International Public Bidding Process No. 001/2022 – Formal Declaration Regarding the Tiebreaker Criteria**

Dear Sirs,

In compliance with the BIDDING NOTICE of International Public Bidding Process No. 001/2022, [BIDDER], by its undersigned representative(s), declares, for the due purposes, that it meets the following criteria established in art. 3, § 2, of Law No. 8.666/1993:

Compliance	Item, of art. 3, § 2	Criterion
[ ]	II	Goods and services produced in the country.
[ ]	III	Services provided by Brazilian companies.
[ ]	IV	Services provided by companies that invest in research and technology development in the country.
[ ]	V	Services provided by companies that prove compliance with the reservation of positions provided for by law for people with disabilities or for those rehabilitated from Social Security and that meet the accessibility rules provided for in the legislation.
[ ]	-	Does not meet any of the criteria.

Sincerely,

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**[Bidder]**

**[Accredited Representative]**