

**PUBLIC NOTICE OF MARKET SOUNDING CONCERNING THE CONCESSION
PROJECT OF THE 08-DIAMOND AND 09-EMERALD CPTM LINES**

1. PURPOSE

1.1 The purpose of this Public Notice of Market Sounding is to invite interested legal entities to participate in a market sounding procedure regarding the concession project for CPTM's Lines 8-Diamond and 9-Emerald, observed the set forth conditions for participation in item 2. The market sounding procedure consists in individual meetings amongst the interested parties and the São Paulo State Government representatives. The meetings aim to provide technical, financial and legal elements that might be potentially used by the Granting Authority on its project's structuring. Prior to the meetings, the interested parties will participate in a site visit of certain stretches and areas that will possibly take part of the granted concession area, accompanied by technicians from CPTM and the State Government.

1.2 The objective of the market sounding procedure is to provide leeway for operators, investors, funds, financiers and other qualified stakeholders to contribute to the discussion regarding the project for the concession of the Lines 08-Diamond and 09-Emerald, currently operated by CPTM. To this end, individual meetings will be held in order to collect views from interested parties regarding the fundamental aspects that shall be taken into consideration by the State Government in the project modelling, such as the main risks, key points for financing, regulatory restrictions, potential barriers to participation in the future tender, innovations or technical alternatives.

1.2.1 Market sounding activities shall take place as follows:

1.2.1.1 Site visits of certain installations of Lines 08 and 09, according to the itinerary in Annex I, which will occur on December 5th, at 9 AM, being the meeting point set at Palmeiras-Barra Funda Station, in front of its box office.

- 1.2.1.2 Market sounding meetings that will take place on December 6th, at Bandeirantes' Palace.
- 1.2.2 The site visit will be carried out preferably by all interested parties together, under the terms of item 1.2.1.1.
 - 1.2.2.1 Considering the safety of the interested parties, CPTM may split the visits into groups or perform them individually, according to the number of interested parties and eventual request of the interested party indicating such preference.
- 1.2.3 The individual meetings shall be scheduled by e-mail, in response to the request for participation pursuant to item 2.2, according to the dates and times informed in item 1.2.1.
- 1.2.4 If there is additional demand for these activities, there may be an opening of additional dates for carrying out the activities covered by this Notice.

2. CONDITIONS FOR PARTICIPATION

- 2.1 Private legal entities that intend to participate in the market sounding of the project of concession of the Lines 08-Diamond and 09-Emerald, with the representatives of the Government of the State of São Paulo, may participate in the activities object of this Notice.
- 2.2 Those interested in participating should send an e-mail to parcerias@sp.gov.br, with the following information:
 - 2.2.1 Complete qualification, allowing the identification of the private legal entity and its location for likely sending information, containing the complete qualification of its legal representative and e-mail for contact.
 - 2.2.2 Full name(s) of the professional(s) responsible for the market sounding, with a limit of 4 (four) representatives per stakeholder, both for the site visits and market sounding meeting.
 - 2.2.3 The desired time for the market sounding meeting.
- 2.3 Registrations sent by November 29th, will be considered.

3. REGARDING THE PARTICIPATION

3.1 The participation of the interested parties who make their registration in accordance with item 2 of this Notice will be confirmed by e-mail by December 3rd.

3.1.1 The interested parties will receive an e-mail confirming the date, time and place of the site visit and its market sounding meeting.

3.1.2 Changes in the qualification of interested parties or in the professionals indicated to attend the activities subject to this Notice shall be communicated, by means of a request to be sent to parcerias@sp.gov.br.

3.2 Each meeting shall be a maximum of 45 minutes in length.

3.3 Only interested parties who carry out the site visit of the Lines 08 and 09 facilities may attend the market sounding meeting.

3.4 For more information or to solve questions from interested parties, questions can be directed to parcerias@sp.gov.br.

4. FINAL PROVISIONS

4.1 The framework set forth for these meetings and the content to be presented by the State Government of São Paulo, including any clarifications, positions or statements, are not binding to the parties and, hence, shall not be read, replaced or complemented by any aspects of the interactions among interested parties and the Granting Authority provided for during the tender process;

4.2 By participating in the market sounding procedure, the interested party agrees to provide all given information and/or opinions to the State Government of São Paulo, free of any charge, and allows it to use them as part of the structuring of the project for the concession of the 08-Diamond and 09-Emerald Lines.

4.3 A later report will be made available for public access containing the key manifestations and conclusions of the market sounding meetings, which will

contain the names of the participating legal entities, without, however, revealing which companies are responsible for which listed information.

4.4 This Notice does not generate any rights, in any event, for compensation of any kind to those interested in participating, whether the subsidies and opinions given during the activities subject to this Notice are used or not.

4.5 Any confirmation, holding of meetings and use of information obtained during this event shall not be taken into consideration in any pre-qualification process or for the qualification of the interested party in any tender procedure to be further conducted by the State Government.

4.6 The State of São Paulo reserves the right to resolve omitted cases and situations not provided for in this Notice.

5. ANNEXES

5.1 Site visit itinerary of Lines 08 and 09 facilities.

**ANNEX I - ITINERARY FOR THE SITE VISIT OF THE INSTALLATIONS OF LINES
08 AND 09.**

The site visit of the installations of Lines 08 and 09 should obey the following script:

1. Meeting point is set at Palmeiras-Barra Funda Station, in front of its box office, at 09 AM, December 5th.
2. The interested parties will do a site visit of the Palmeiras-Barra Funda Station and, subsequently, will proceed to Lapa Station through Line 08.
3. At Lapa Station, the interested parties will do a site visit. Next, they will go to Presidente Altino Station, also through Line 08.
4. At Presidente Altino Station, interested parties will again do a site visit, with special emphasis to its railway yard. Afterward, they will proceed to Pinheiros Station, through Line 09.
5. At Pinheiros Station, interested parties will do a site visit of the station. Finally, they will go to Santo Amaro Station, still through Line 09.
6. At Santo Amaro Station, interested parties will do one more site visit, that being the last activity of the itinerary. Closing time is estimated at 1 PM.