



STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

**ANNEX V – COEXISTENCE GUIDELINES FOR THE CAMINHOS DO MAR CONCESSIONAIRE AND  
EMAE S.A.**



## STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

### TABLE OF CONTENTS

<b>1. PURPOSE OF THE COEXISTENCE GUIDELINES .....</b>	<b>2</b>
<b>2. ASSETS: INTERFACES AND ATTRIBUTIONS OF BOTH PARTIES .....</b>	<b>3</b>
<b>2.1. OBLIGATIONS OF THE CAMINHOS DO MAR CONCESSIONAIRE .....</b>	<b>Erro! Indicador não definido.</b>
<b>2.2. OBLIGATIONS OF EMAE S.A. ....</b>	<b>5</b>
<b>2.3. TABLE OVERVIEW WITH COEXISTENCE OBLIGATIONS FOR THE CONCESSIONAIRE AND     EMAES.A.     .....</b>	<b>Err o! Indicador não definido.</b>
<b>3. GUIDELINES FOR DEVISING COMMUNICATIONS PROCEEDINGS .....</b>	<b>Erro! Indicador não definido.</b>
<b>3.1. SCHEDULING OF BOTH PARTIES' ACTIVITIES .....</b>	<b>Erro! Indicador não definido.</b>
<b>3.2. REGULATION CONCERNING ACCESS TO THE CONCESSION AREA AND TO AREAS OPERATED     BY EMAE S.A. ....</b>	<b>Erro! Indicador não definido.</b>

## STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

### 1. PURPOSE OF THE COEXISTENCE GUIDELINES

Considering current assets owned by EMAE S.A, which are located inside the CONCESSION AREA as well as on land adjacent to it, as set forth under ANNEXES I and II, this ANNEX establishes the coexistence guidelines and the sharing of areas and assets between the CAMINHOS DO MAR CONCESSIONAIRE and EMAE S.A., with the aim of enabling them to perform their respective duties throughout the CONCESSION TERM.

The coexistence guidelines set forth hereunder were devised after attributions were defined to enable, effective the DATE OF EXECUTION of the CONTRACT, sound communications between both parties involved, thereby streamlining both the organization and the development of services and activities whose interfaces have been identified during CAMINHOS DO MAR's operation.

Attributions listed below were defined taking into account assets that either directly or indirectly concern EMAE S.A., and which were previously mentioned in ANNEX II. Assets and attributions mentioned hereunder do not in any way dismiss the duties that both PARTIES have, while respectively taking note of the way their respective activities interact with one another throughout the CONCESSION TERM, to cooperate in efforts aimed at entrenching the contents of the interface matrix below, which is based on requirements set forth under the joint contract drafted according to the premises of this ANNEX, and by means of mutually accredited representatives.

The following, among other things, are the purposes of the coexistence guidelines for the CAMINHOS DO MAR CONCESSIONAIRE and EMAE S.A.:

- I. to devise coexistence arrangements within the CONCESSION AREA, and undertake activities on surrounding lands that may interfere in CAMINHOS DO MAR's regular operations throughout the CONCESSION TERM;
- II. to make EMAE S.A.'s undertaking of activities compatible with the transit of vehicles and people inside the CONCESSION AREA;
- III. to arrange the transit of vehicles and people in areas adjacent to both the Henry Borden Power Plant and CAMINHOS DO MAR;
- IV. to promote the proper use of EMAE S.A.'s assets located within the CONCESSION AREA;
- V. to include and enhance occupational and USER safety, accident prevention and risk management measures in said areas; and
- VI. to enable enforceable guidelines and measures aimed at mitigating risks resulting from activities carried out in interaction spaces.

In addition to the coexistence guidelines, both CONCESSIONAIRE and EMAE S.A. are free to establish legal transactions, whether free or not, throughout the CONCESSION TERM, and whose legal arrangement shall be different to the one applying to the CONCESSION, with the purpose of seeking to ensure a better destination for use of the aforementioned assets and/or of any other assets deemed relevant. Whenever the object of the contract is located inside the Serra do Mar State Park, the consent of said unit's managing body shall be mandatory, as stated in the contract.

### 2. ASSETS: INTERFACING AND ATTRIBUTIONS OF BOTH PARTIES

Assets subject to shared use, under these COEXISTENCE GUIDELINES, are found both in surrounding land (Zone of Conflicting Use/base infrastructure – ZUC) and in the CONCESSION AREA, pursuant to the table below:

STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

<b>CONCESSION AREA</b>	<ul style="list-style-type: none"> <li>• Support Base – São Bernardo do Campo</li> <li>• Support Base 3 – EMAE S.A.</li> <li>• Alto da Serra Guest House</li> <li>• Water activities at the Rio das Pedras Dam site</li> </ul>
<b>SURROUNDING LAND</b>	<ul style="list-style-type: none"> <li>• Henry Borden Power Plant</li> <li>• Rio das Pedras Dam</li> <li>• Water Intake</li> <li>• Water level gauge</li> <li>• Estrada do Mirante Road</li> <li>• Perequê Spillway</li> </ul>

**2.1. OBLIGATIONS OF THE CAMINHOS DO MAR CONCESSIONAIRE**

2.1.1. The following are coexistence obligations for the CONCESSIONAIRE throughout the CONCESSION TERM:

- I. to devise and introduce a Contingency Plan in the MANAGEMENT AND OPERATION PLAN, pursuant to ANNEX II, taking into account the need to put in place, within the CONCESSION AREA, measures to restrict USERS' access to Henry Borden Power Plant's surrounding land's operating equipment;
- II. to develop risk matrix and contingency measures to be included in the MANAGEMENT AND OPERATION PLAN, pursuant to ANNEX II, in light of Henry Borden Power Plant's operations, as well as carrying out training of its employees;
- III. to carry out entrance controls at the Support Base – São Bernardo do Campo, whose entrance point is located at Highway SP-148;
- IV. to allow duly identified and accredited EMAE S.A. personnel and vehicles access to the CONCESSION AREA, taking into account Henry Borden Power Plant's operations;
- V. to notify EMAE S.A, at least 48 (forty-eight) hours in advance, on the need for large-size vehicles to enter the Support Base – São Bernardo do Campo, which may impact the performance of EMAE S.A.'s activities;
- VI. to notify EMAE S.A, at least 5 (five) working days in advance, on any and all events it plans on carrying out along Highway SP-148, in case access is fully blocked;
- VII. to carry out entrance controls at Support Base 3 – EMAE S.A. for the Alto da Serra Guest House:
- VIII. to notify EMAE S.A, at least 48 (forty-eight) hours in advance, on the need for large-size vehicles to enter, which may impact performance of its activities at the Support Base 3 – EMAE S.A grounds;
- IX. in case it chooses to perform its right to use Support Base 3 – EMAE S.A., it shall notify EMAE S.A. on the performance of this contractual right, proposing, at this time, to relocate the existing building project in accordance with the same footage dimensions of the current building project, in addition to installing a new entrance gate for EMAE S.A. at the area signalled by EMAE S.A, with the aim of protecting the Rio das Pedras Dam. In case EMAE S.A. carries out maintenance works at Support Base 3 – EMAE S.A, the CONCESSIONAIRE shall clear entrance for EMAE S.A.'s staff and allow them to stay on the grounds;

## STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

- X. to define and keep in force, in a designated perimeter, entrance control measures to avoid CAMINHOS DO MAR's visitors from entering private EMAE S.A. grounds, such as Rio das Pedras Dam's Gatehouse and the Water Intake Operator (Latitude: -23,864137 / Longitude: -46,468013);
- XI. to renovate the Alto da Serra Guest House building project and control access to this site;
- XII. to promote public use and visitation of the Cachoeira da Torre and Cachoeira do Perequê waterfall sites;
- XIII. to carry out draining and paving improvements at the Alto da Serra Guest House's surrounding roads for suitable USER access to this building project;
- XIV. to install a protection system avoiding CAMINHOS DO MAR's visitors and USERS from accessing Perequê Spillway's (Latitude: -23,834697 / Longitude: -46,46163) safety equipment, pursuant to EMAE S.A.'s instructions, in case water activities are developed at the surrounding land;
- XV. to appraise the possibility of installing piers or decks, preferably floating ones, requesting EMAE S.A.'s approval in case it chooses to set up another type of construction, notwithstanding the provisions set forth under applicable environmental-related legislation;
- XVI. to identify and ban access to the Rio das Pedras Dam's Water Intake grounds. To this end, the Water Intake grounds shall be isolated with safety floats and signs;
- XVII. to request EMAE S.A.'s approval in case the Estrada do Mirante Road is used, which shall be of public access and offer visitor support activities;
- XVIII. to set up an independent water supply system for the CONCESSION AREA up to 3 (three) years from the TERM OF DELIVERY OF THE PUBLIC ASSET, or attendance of 30,000 visitors/year, whichever comes first, without use of the Henry Borden Power Plant;
- XIX. to request the Electrical Power Distribution Concessionaire to install its own system to supply electrical power to the CONCESSION AREA, regardless of the current system, in case the CONCESSIONAIRE decides its electrical power should be provided by the corresponding distribution network; and
- XX. to allow potential maintenance services on current Henry Borden Power Plant equipment at the CONCESSION AREA's surrounding land, in accordance with scheduling mutually agreed upon by both parties.

### **2.2. OBLIGATIONS OF EMAE S.A.**

#### **2.2.1. The following are EMAE S.A.'s coexistence obligations throughout its operations during the CONCESSION TERM:**

- I. to notify the CAMINHOS DO MAR CONCESSIONAIRE in advance on any and all events where the Rio das Pedras Dam's floodgates need to be opened, so that the CONCESSIONAIRE is able to take all the necessary precautions and measures to uphold the safety of CAMINHO DO MAR's visitors, employees and assets;
- II. to develop, make available and check with the CONCESSIONAIRE, while devising its risk matrix and contingency measures, on potential interurrences that may impact the Henry Borden Power Plant's adjacent areas. To this end, it shall provide a team to train the CONCESSIONAIRE's employees;

STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

- III. to provide non-confidential operational information concerning applicable visitor numbers, volumes and frequencies for the CONCESSIONAIRE to devise its MANAGEMENT AND OPERATION PLAN;
- IV. to notify the CONCESSIONAIRE in advance so that it is able to implement its Risk Matrix and Contingency Measures, in addition to taking all other steps that it deems necessary to avoid CONCESSION AREA activities from being impaired by the Henry Borden Power Plant's operations;
- V. to duly identify all employees, vehicles and equipment permitted to enter the CONCESSION AREA, taking into account the Henry Borden Power Plant's operations;
- VI. to notify the CONCESSIONAIRE, at least 48 (forty-eight) hours in advance, on the entrance of large-size vehicles that may impact the performance of CAMINHOS DO MAR's activities;
- VII. to designate a space to relocate Support Base 3 – EMAE S.A., and set up an entrance gate. In case EMAE S.A.'s staff is carrying out on-site maintenance work, it shall then rehabilitate the building project's exterior.
- VIII. to guide the CONCESSIONAIRE, while installing its protection system, on how to stop visitors and USERS from accessing the Spillway's safety equipment during water activities;
- IX. upon request, to appraise proposals to set up a fixed facility to support water activities;
- X. to guide the CONCESSIONAIRE on public use and visitation of the Cachoeira da Torre and Cachoeira do Perequê waterfall grounds;
- XI. to guide the CONCESSIONAIRE while it installs its Water Intake's protection system;
- XII. to notify the CONCESSIONAIRE, at least 48 (forty-eight) hours in advance, on the need to open its dams' floodgates whether for operational or for safety reasons, except for emergency situations; and
- XIII. to appraise occasional requests made by the CONCESSIONAIRE to use or access the Estrada do Mirante Road.

**2.3. TABLE OVERVIEW WITH CONVENIENCE OBLIGATIONS FOR THE CONCESSIONAIRE AND EMAE S.A.**

ASSET	CONCESSIONAIRE	EMAE S.A.
<b>HENRY BORDEN POWER PLANT</b>		EMAE S.A. shall notify the CONCESSIONAIRE in advance with regard to any event where it needs to open the Rio das Pedras Dam's floodgates.
	To devise and enforce the risk matrix and contingency measures included in the MANAGEMENT AND OPERATION PLAN, pursuant to ANNEX II, and taking into account measures to restrict users from accessing the Henry Borden Power Plant's surrounding land's equipment.	EMAE S.A. shall notify the CONCESSIONAIRE, up to 48 (forty-eight) hours in advance, so that the latter is able to implement its risk matrix and contingency measures, in addition to taking all other necessary measures that it deems necessary to avoid CONCESSION AREA activities from being impacted.
		EMAE S.A. shall develop, make available and check with the CONCESSIONAIRE, while devising its risk matrix and

STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

		contingency measures in light of the Henry Borden Power Plant's operations, which may impact the Plant's surrounding areas. To this end, it shall provide a team to train CONCESSIONAIRE employees.
<b>SUPPORT BASE – SÃO BERNARDO DO CAMPO</b>	It shall be in charge of controlling access to the grounds.	EMAE S.A. employees, vehicles and equipment shall be duly identified, and shall be cleared access within the CONCESSION AREA.
	The CONCESSIONAIRE shall allow the transit of EMAE S.A. personnel and vehicles. It shall notify EMAE S.A., at least 48 (forty-eight) hours in advance, on the entrance of large-size vehicles that may impact the performance of its activities. It shall notify EMAE S.A. on any event that it plans on carrying out along Highway SP-148, whenever access to the road is fully blocked.	EMAE S.A. shall notify the CONCESSIONAIRE, up to 48 (forty-eight) hours in advance, so that the latter is able to implement its risk matrix and contingency measures, in addition to taking all other necessary measures that it deems necessary to avoid CONCESSION AREA activities from being impacted.
<b>SUPPORT BASE 3 – EMAE S.A.</b>	It shall be in charge of controlling access to the grounds.	EMAE S.A. employees, vehicles and equipment shall be duly identified, and shall have free access within the CONCESSION AREA.
	It shall allow the transit of EMAE S.A. personnel and vehicles. It shall notify EMAE S.A., at least 48 (forty-eight) hours in advance, on the entrance of large-size vehicles that may impact the performance of its activities. It shall notify EMAE S.A. on any event that it plans on carrying out along Highway SP-148, whenever access to the road is fully blocked.	It shall notify the CONCESSIONAIRE, at least 48 (forty-eight) hours in advance, on the entrance of large-size vehicles that may impact the performance of CAMINHOS DO MAR's activities.
	Should it decide to use the Support Base 3 – EMAE S.A. facility, the CONCESSIONAIRE shall notify EMAE S.A. on the performance of its contractual right, suggesting measures for relocating the building project, with the same footage dimensions of the current building project's grounds.	
	It may remove this Support Base from this site; however, it shall keep Entrance Control measures in place.	
<b>RIO DAS PEDRAS DAM GATEHOUSE</b>	It shall cooperate with EMAE S.A. throughout the entire term that the public service is being offered, in addition to carrying out measures to arrange the transit of people and vehicles in the surrounding area.	Should it hold events on set dates specified on the contract, it shall notify the CONCESSIONAIRE, up to 48 (forty-eight) hours in advance, on which asset it plans on using. Moreover, it shall let the CONCESSIONAIRE know whether the latter shall block transit of vehicles or people inside the CONCESSION AREA.
	It shall keep entrance controls in force so that visitors do not trespass the grounds without EMAE S.A.'s consent.	It may authorize visitors to access the Rio das Pedras Dam's Gatehouse.



STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

	It shall employ protection and entrance control measures for Rio das Pedras Dam and floodgates' safety equipment.	
<b>ALTO DA SERRA GUEST HOUSE</b>	It shall renovate the Alto da Serra Guest House building project.	
	It shall improve drainage and paving of roads surrounding the Alto da Serra Guest House.	
<b>WATER ACTIVITIES</b>	It may install piers and decks, preferably floating ones. In case of a different intervention model, it shall request EMAE S.A.'s approval, as well as complying with additional environmental-related laws.	Upon request, it shall appraise proposals to install a fixed facility to support water activities.
	Install a protection system preventing visitor and USER access to Perequê Spillway's safety equipment, in case water activities are held at the surrounding land.	EMAE S.A. shall guide the CONCESSIONAIRE while it installs its protection system.
	Promote public use and visitation of Cachoeira da Torre and Cachoeira do Perequê waterfall grounds.	EMAE S.A. shall guide the CONCESSIONAIRE on public use and visitation of Cachoeira da Torre and Cachoeira do Perequê Waterfall grounds.
<b>WATER INTAKE</b>	It shall identify and ban access to Rio das Pedras Dam's Water Intake grounds.	It shall guide the CONCESSIONAIRE while it installs its protection system.
		It shall notify the CONCESSIONAIRE in case its dams' floodgates need to be opened due to operational or safety reasons, with up to 48 (forty-eight) hours in advance, except for emergency situations, for which it shall notify in advance
<b>ESTRADA DO MIRANTE ROAD</b>	Use of the Estrada do Mirante Road shall be conditional upon EMAE S.A.'s prior approval.	Upon request, it shall appraise use or access to the Estrada do Mirante Road.



STATE SECRETARIAT FOR INFRASTRUCTURE AND ENVIRONMENT

**3. GUIDELINES FOR DEVISING COMMUNICATIONS PROCEEDINGS:**

**3.1. SCHEDULING OF BOTH PARTIES' ACTIVITIES**

The way in which the parties communicate and share information, throughout the contract's CONCESSION TERM, shall take into account regulation of the asset commissioned by the Government of the State of São Paulo, governed by State Law No. 16.260/2016 in the AUCTION NOTICE, CONTRACT and ANNEXES, in addition to regulations that apply to EMAE S.A.'s activities.

Points to be considered:

- I. services to be performed by both parties;
- II. how the park's assets are run;
- III. risks for visitors;
- IV. deadlines for carrying out activities;
- V. boundaries with the operational grounds (with or without physical barriers);
- VI. work shifts (day/night, start/end);
- VII. identification of performing companies and their employees;
- VIII. loading and unloading of material/equipment;
- IX. removal of material/equipment – taking out rubble and debris;
- X. transit of people/activities using workforce within these boundaries;
- XI. standard procedures used to request access (referral, form, in other words, proceedings and their concerning steps);
- XII. workers' safety;
- XIII. minimum time required for mobilization and demobilization; and
- XIV. anything else required to attain the best possible results in terms of optimizing both parties' activities.

**3.2. REGULATION CONCERNING ACCESS TO THE CONCESSION AREA AND TO AREAS OPERATED BY EMAE S.A.**

When it comes to managing coexistence relationships, the compatibility between activities to be carried out at interface areas, easy access to the site - using procedures that follow technical criteria and level of sharing used - shall all be taken into account, all of whom shall be identified and appraised by the involved parties, particularly with regard to water activities or ecotourism, sports and leisure.

The CAMINHOS DO MAR CONCESSIONAIRE shall control access to the CONCESSION AREA at the Support Bases listed in ANNEX II, arranging all coexistence requirements so as to avoid jeopardizing EMAE S.A.'s operations of the Henry Borden Power Plant during its concession term or its successor, as well as the CONCESSION AREA.