

JUCESP

JUCESP PROTOCOLO
2.925.357/24-6ASSEMBLEIA GERAL DE CONSTITUIÇÃO
LUZ DE JABOTICABAL SPE S.A.

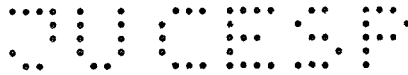
- I. **Data, Hora e Local:** Aos 04 de outubro de 2024, às 10:00 horas, em sua sede social localizada no Município de Jaboticabal, no Estado de São Paulo, na Rua Vinte e Quatro de Maio, n. 1.409, sala 01, Centro, 14870-790.
- II. **Convocação e Presença:** Dispensada face à presença de acionistas detentores da totalidade das ações da Companhia ora em constituição, nos termos do art. 124, § 4º da Lei n. 6.404, de 15 de dezembro de 1976 ("**Lei de S.A.**").
- III. **Mesa:** Srs. Cláudio Zopone, Presidente; e, André Luís Moraes, Secretário.
- IV. **Ordem do Dia:** Deliberar sobre (i) a constituição da sociedade anônima de capital fechado denominada **LUZ DE JABOTICABAL SPE S.A.**; (ii) a subscrição de ações e integralização do capital social subscrito; (iii) a aprovação do Estatuto Social da Companhia; e (iv) a eleição da Diretoria da Companhia.
- V. **Deliberações:** Os Acionistas tomaram ciência das propostas objeto da Ordem do Dia e, por unanimidade de votos e sem quaisquer ressalvas, aprovaram:

- (i) a constituição da sociedade anônima denominada **LUZ DE JABOTICABAL SPE S.A.**;
- (ii) a subscrição de ações de emissão da Companhia pelos acionistas fundadores, no total de 8.230.134 (oito milhões, duzentas e trinta mil, cento e trinta e quatro) ações, sendo todas ordinárias nominativas, sem valor nominal, ao preço de emissão de R\$ 1,00 (um real) cada, ficando o capital social fixado no importe de R\$ 8.230.134,24 (oito milhões, duzentas e trinta mil, cento e trinta e quatro reais e vinte e quatro centavos).

Nome	Ações Subscritas	Porcentagem
Zopone Engenharia e Comércio Ltda.	4.938.081	60%
SIGMA Engenharia Indústria e Comércio Ltda.	2.469.040	30%
SUM-IP Serviços de Infraestrutura Ltda.	823.013	10%
TOTAL	8.230.134	100%

Os acionistas fundadores integralizaram, nesta data, 100% (cem por cento) das ações por eles subscritas, nos termos do item I do art. 80 da Lei de S.A, e nos termos da Cláusula 17.3, alínea (iii) do Edital de Concorrência Pública nº 02/2024, promovida pelo Município de Jaboticabal, na forma prevista nos respectivos Boletins de Subscrição, que passam a integrar a presente ata para todos os fins de direito como **Anexo II**. O secretário então leu os comprovantes de depósito das ações integralizadas em moeda corrente nacional nesta data, cuja cópia passa a integrar a presente ata para todos os fins de direito como **Anexo III**;

- (iii) a redação do Estatuto Social, cujo teor foi lido pelo secretário e discutido pelos acionistas fundadores, o qual integra a presente ata para todos os fins de direito como **Anexo I**;
- (iv) a eleição dos seguintes Diretores da Companhia: **(a) Cláudio Zopone**, brasileiro, casado, engenheiro civil, portador da cédula de identidade RG n. 14.808.391, expedida pela SSP/SP, e inscrito no CPF/MF sob o n. 131.114.538-98, residente e domiciliado no Município de Bauru, Estado de São Paulo, na Avenida Rodrigues Alves, 34-53 - Vila Coralina, CEP 17030-000, para o cargo de Diretor Presidente;



(b) **Geraldo Magela Terra**, brasileiro, engenheiro eletricista, portador da cédula de identificação RG nº 38.451/D – CREA/MG, inscrito no CPF/MF sob nº 363.412.156-49, com domicílio profissional no Município de Contagem, Estado de Minas Gerais, na Avenida Tito Fulgêncio, n. 1.176, 1º andar, Salas 104/106, Bairro Jardim Industrial – CEP 32215-000, para o cargo de Diretor Administrativo; e (c) **André Luís Moraes**, brasileiro, casado, advogado, portador da cédula de identidade RG n. 20.362.943-7, expedida pela SSP/SP, inscrito no CPF/MF sob n. 170.615.618-90, com domicílio profissional no Município de Bauru, Estado de São Paulo, na Rua Gerson França, n. 14/77, Vila Mesquita, CEP 17014-380, para o cargo de Diretor sem Designação Específica; todos para um mandato de 03 (três) anos, permitida a reeleição. Os Diretores ora eleitos tomarão posse mediante assinatura do competente termo de posse no livro de atas da Diretoria e das Declarações de Desimpedimento, cujas cópias ficarão arquivadas na sede da Companhia para todos os fins.

Os Diretores ora eleitos deverão observar todas as regras e princípios atinentes à condução da administração da Companhia, nos termos do art. 155 e seguintes da Lei de S.A., bem como seguir a Política de Governança Corporativa definida no CAPÍTULO V do Estatuto Social da Companhia.

ENCERRAMENTO: Nada mais havendo a ser tratado, foi suspensa a assembleia pelo tempo necessário à lavratura da presente ata, que, lida e achada conforme, foi por todos os presentes assinada. **Mesa:** Srs. Cláudio Zopone, Presidente; e André Luís Moraes, Secretário.

Mesa:

DocuSigned by:
Cláudio Zopone
5589C3086E14421
Cláudio Zopone
Presidente

DocuSigned by:
André Luís Moraes
70B3E7E759484B4
André Luís Moraes
Secretário

Acionistas Presentes:

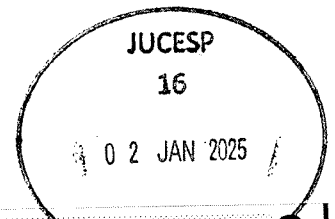
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Cláudio Zopone
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ZOPONE ENGENHARIA E COMÉRCIO LTDA.
Cláudio Zopone

Assinado por:
Geraldo Magela Terra
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SIGMA ENGENHARIA INDÚSTRIA E COMÉRCIO LTDA.
Geraldo Magela Terra

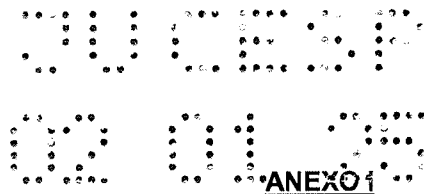
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SUM-IP SERVIÇOS DE INFRAESTRUTURA LTDA.
André Luís Moraes

VISTO DO ADVOGADO:

DocuSigned by:
RAFAEL ADLER
79A4431A582C4BC
Rafael Adler
OAB/SP n. 237.380



SECRETARIA DE DESENVOLVIMENTO
ECONÔMICO - JUCESP
NIRE S/A
Alcides
ALCIDES E. SOARES JUNIOR
SECRETÁRIO GERAL DE EXERCÍCIO
3530065443-9
JUCESP



ESTATUTO SOCIAL DA LUZ DE JABOTICABAL SPE S.A.

CAPÍTULO I DENOMINAÇÃO, SEDE, OBJETO E DURAÇÃO

Artigo 1º. A Companhia tem a denominação de “**LUZ DE JABOTICABAL SPE S.A.** e será regida pelo presente Estatuto Social (“**Estatuto**”) e pelas disposições legais aplicáveis (“**Companhia**”).

Artigo 2º. A Companhia tem sua sede social e foro no Município de Jaboticabal, Estado de São Paulo, na Rua Vinte e Quatro de Maio, n. 1.409, Centro, 14870-790.

Parágrafo Único. Mediante deliberação da Diretoria, a Companhia poderá abrir ou encerrar filiais, agências ou escritórios em qualquer ponto do território nacional e no exterior.

Artigo 3º. A Companhia tem por objeto social o fim específico e exclusivo explorar, desenvolver, executar e cumprir o objeto do Contrato de Concessão do Edital de Licitação da Concorrência Pública n. 002/2024, promovida pela Prefeitura Municipal de Jaboticabal, consubstanciado na prestação dos serviços e execução de obras de iluminação pública no Município de Jaboticabal, localizado no estado de São Paulo, incluídos a gestão, desenvolvimento, modernização, otimização, expansão, efficientização energética, operação e manutenção do conjunto de equipamentos que compõem a infraestrutura da rede municipal de iluminação pública (“**Contrato de Concessão**”), incluindo, entre outros, as seguintes atividades:

- (i) a execução e supervisão dos serviços de substituição, troca, construção, montagem, instalação, manutenção, operação, otimização, efficientização, expansão, ampliação, gestão, gerenciamento, cadastramento técnico georreferenciado, da infraestrutura da rede de iluminação pública de Municípios;
- (ii) implantação e gestão de Centro de Controle Operacional, com atendimento ao público;
- (iii) a prestação de serviços públicos de iluminação pública que tenham sido delegados ou cuja exploração lhes tenha sido concedida pela Administração Pública;
- (iv) elaboração, execução e gerenciamento de projetos de iluminação pública;
- (v) gestão de materiais e componentes elétricos de iluminação pública;
- (vi) implantação, gestão e controle de sistema de telegestão;
- (vii) apoio técnico, regulatório e legal com as mais diversas agências reguladoras e distribuidoras do setor elétrico;
- (viii) o desenvolvimento de atividades correlatas ou que apresentem sinergia com as atividades acima, incluindo a elaboração e execução de projetos de engenharia e manejo ambiental necessário à consecução de tais atividades; e
- (ix) o envolvimento em questões sociais com a região onde se encontram suas instalações através de ações comunitárias bem como disponibilização de recursos físicos e logísticos caso solicitados por órgão competente.

Artigo 4º. A Companhia tem prazo de duração determinado, vinculado à consecução de seu objeto social, caracterizado pela vigência do Contrato de Concessão, inicialmente fixado em 25 (vinte

e cinco) anos, podendo ser prorrogado nos termos do Contrato de Concessão.

CAPÍTULO II CAPITAL SOCIAL

Artigo 5º. O capital social da Companhia é de R\$ 8.230.134,24 (oito milhões, duzentos e trinta mil, cento e trinta e quatro reais e vinte e quatro centavos), representado por 8.230.134 (oito milhões, duzentas e trinta mil, cento e trinta e quatro) ações ordinárias nominativas, sem valor nominal.

CAPÍTULO III ASSEMBLÉIA GERAL

Artigo 6º. A Assembleia Geral reunir-se-á, ordinariamente, dentro dos 4 (quatro) primeiros meses subsequentes ao término do exercício social, nos termos da Lei, e, extraordinariamente, sempre que os interesses sociais o exigirem.

Artigo 7º. A Assembleia Geral será convocada por qualquer Diretor ou pelas pessoas autorizadas por lei, sendo seus trabalhos instalados e dirigidos por mesa composta por presidente e secretário escolhidos entre os Acionistas presentes.

Parágrafo Único. Será considerada regular aquela Assembleia à qual comparecerem todos os Acionistas, hipótese em que a convocação prévia será dispensada.

Artigo 8º. As deliberações sociais serão tomadas, em regra, por acionistas que representem maioria absoluta das ações de emissão da Companhia com direito à voto, exceto nos casos em que o presente Estatuto ou a legislação em vigor estabeleçam outra disposição..

CAPÍTULO IV ADMINISTRAÇÃO SOCIAL

Artigo 9º. A Companhia será administrada por uma Diretoria composta por até 03 (três) Diretores, sendo 01 (um) Diretor Presidente, 01 (um) Diretor Administrativo e 01 (um) Diretor sem Designação Específica, acionistas ou não, residentes no País, eleitos e destituíveis pela Assembleia Geral, para um mandato de 03 (três) anos, que se estenderá até a investidura dos novos diretores eleitos, permitida a reeleição.

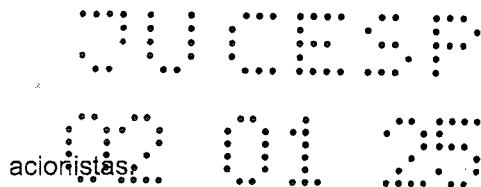
Parágrafo Único. Os diretores deverão exercer suas respectivas atribuições sempre no sentido de observar os princípios adotados neste Estatuto, bem como de zelar pela fiel observância das normas legais, regulamentares e contratuais pertinentes às atividades da Companhia e de suas subsidiárias.

Artigo 10º. A investidura nos cargos far-se-á mediante termo lavrado em livro próprio, assinado pelo diretor empossado, dispensada qualquer garantia de gestão.

Artigo 11º. A representação da Companhia será realizada pelo Diretor Presidente, o qual tem todos os poderes para, isoladamente, observados os limites previstos neste Estatuto Social, praticar todos os atos necessários ao funcionamento regular da Companhia e à consecução do objeto social, por mais especiais que sejam, incluindo, mas não se limitando a, representação da Companhia ativa e passivamente, tanto em juízo como fora dele, perante todas as repartições públicas federais, estaduais e municipais e autárquicas.

Parágrafo 1º As procurações serão sempre outorgadas em nome da Companhia pelo Diretor Presidente, e indicarão poderes específicos e prazo de validade determinado, exceto pelas procurações *ad judicia*, que podem ter prazo de duração indeterminado.

Parágrafo 2º As compras efetuadas pela sociedade deverão ser aprovadas por todos os



Parágrafo 3º Os acionistas firmarão em conjunto os contratos e respectivos aditivos com a Prefeitura Municipal de Jaboticabal.

CAPÍTULO V POLÍTICA DE GOVERNANÇA

Artigo 12º. Os Diretores, no exercício das funções administrativas da Companhia, deverão observar todos os deveres e reponsabilidades atinentes às suas atividades, nos termos do Artigo 155 e seguintes da Lei de S.A. e deste Estatuto Social, e deverão adotar os melhores padrões de Governança Corporativa praticados pelo mercado, na forma das diretrizes formuladas pelo Instituto Brasileiro de Governança Corporativa – IBGC.

Artigo 13º. A elaboração das contas da administração, da escrituração contábil e de quaisquer documentos de cunho financeiro da Companhia, deverá ser apresentada de forma padronizada, observadas as normas e práticas contábeis adotadas no Brasil, as orientações do Comitê de Pronunciamentos Contábeis – CPC, a regulamentação da Comissão de Valores Mobiliários – CVM, bem como os critérios objeto da Cláusula 35.2 do **“Contrato de Concessão Administrativa”** a ser celebrado entre o Município de Jaboticabal e a Companhia.

CAPÍTULO VI CESSÃO E TRANSFERÊNCIA DE AÇÕES

Artigo 14º. A transferência de ações representando o controle da Companhia está condicionada às disposições específicas do Contrato de Concessão, e da legislação aplicável, em especial autorização expressa do Município de Jaboticabal.

CAPÍTULO VII EXERCÍCIO SOCIAL E DESTINAÇÃO DOS LUCROS

Artigo 15º. O exercício social coincidirá com o ano civil, levantando-se em 31 de dezembro de cada ano o balanço geral e demais demonstrações financeiras exigidas por lei.

Artigo 16º. Do lucro líquido apurado da demonstração de resultado do exercício, observadas as regras gerais no tocante às reservas legais e estatutárias, no mínimo 5% (cinco por cento) serão obrigatoriamente distribuídos aos Acionistas, a título de dividendo obrigatório, na proporção das ações por eles detidas.

CAPÍTULO VIII A destinação do lucro líquido apurado em cada exercício será determinada pela Assembleia Geral, observada a política de dividendos da Companhia.

CAPÍTULO IX A Companhia poderá levantar relatórios financeiros e balanços intermediários preparados com propósitos fiscais ou para distribuição de dividendos intermediários ou intercalares, podendo haver, inclusive, pagamento de juros sobre o capital próprio aos Acionistas.

CAPÍTULO X LIQUIDAÇÃO

Artigo 17º. A Companhia será dissolvida nos casos previstos em lei ou por deliberação da Assembleia Geral, e a sua liquidação será processada de acordo com o estabelecido na Lei de S.A..

Artigo 18º. Os casos omissos neste Estatuto serão resolvidos pela Assembleia Geral.

DUCEP
CAPÍTULO XI: FORO

Artigo 19º. Quaisquer controvérsias ou disputas oriundas do presente Estatuto Social serão submetidas ao foro da Comarca de Jaboticabal, Estado de São Paulo, com a exclusão de qualquer outro por mais privilegiado que seja.

DocuSigned by:
Cláudio Zopone
5589C3096E14421
Cláudio Zopone
Presidente

DocuSigned by:
André Luis Moraes
79B3E7E759484B4
André Luis Moraes
Secretário

Acionistas Presentes:

DocuSigned by:
Cláudio Zopone
5589C3096E14421
ZOPONE ENGENHARIA E COMÉRCIO LTDA.
Cláudio Zopone

Assinado por:
Geraldo Magela Terra
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SIGMA ENGENHARIA INDÚSTRIA E COMÉRCIO LTDA.
Geraldo Magela Terra

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André Luis Moraes

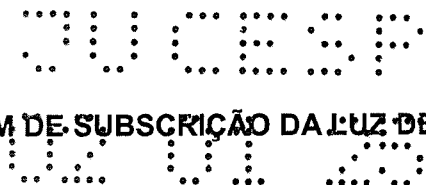
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RAFAEL ADLER
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Rafael Adler
OAB/SP n. 237.380

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ANEXO II

BOLETINS DE SUBSCRIÇÃO



BOLETIM DE SUBSCRIÇÃO DA LUZ DE JABOTICABAL SPE S.A.

Companhia: LUZ DE JABOTICABAL SPE S.A. (em constituição).

Capital Social: R\$ 8.230.134,24 (oito milhões, duzentos e trinta mil, cento e trinta e quatro reais e vinte e quatro centavos).

Ações emitidas: 8.230.134 (oito milhões, duzentas e trinta mil, cento e trinta e quatro) ações ordinárias nominativas.

Preço de Emissão: R\$ 1,00 (um real) cada

Subscriber: **ZOPONE Engenharia e Comércio Ltda.**, sociedade com sede no Município de Bauru, Estado de São Paulo, na Avenida Rodrigues Alves, 34-53, Vila Coralina, CEP 17030-000, inscrita no CNPJ/MF sob o n. 59.225.698/0001-96, com seus atos constitutivos arquivados na JUCESP sob o NIRE 35.2.0811916-6, neste ato representada na forma de seu Contrato Social por seu administrador, Sr. **Cláudio Zopone**, brasileiro, casado, engenheiro civil, portador da cédula de identidade RG n. 14.808.391, expedida pela SSP/SP, e inscrito no CPF/MF sob n. 131.114.538-98.

Ações Subscritas 4.938.080 (quatro milhões, novecentas e trinta e oito mil e oitenta) ações ordinárias nominativas, sem valor nominal.

Valor Integralizado: R\$ 4.938.080,54 (quatro milhões, novecentas e trinta e oito mil e oitenta reais e cinquenta e quatro centavos).

Forma de Integralização: Em moeda corrente nacional

As ações de emissão da Companhia são integralmente subscritas e integralizadas pelos acionistas fundadores em atenção ao disposto na Cláusula 17.3, alínea (iii) do Edital de Licitação n. da Concorrência Pública n. **002/2024**.

Os acionistas fundadores integralizaram, nesta data, 100% (cem por cento) das ações por eles subscritas, nos termos do item I do art. 80 da Lei de S.A. e nos termos da Cláusula 17.3 alínea (iii) do Edital de Licitação da Concorrência Pública n. **002/2024**, promovida pelo Município de Jaboticabal, localizado no Estado de São Paulo.

Demais condições:

A cópia dos comprovantes de depósito deve ser encaminhada à Companhia após a realização do depósito. O comprovante de depósito será considerado para todos os fins como recibo da integralização do valor correspondente a sua parcela no capital social.

A manifestação formal do interesse na subscrição das ações indicadas neste Boletim de Subscrição representa manifestação de vontade irrevogável e irretroatável do subscritor, gerando a este a obrigação irrevogável e irretroatável de integralizá-las de acordo com as datas definidas no cronograma de integralização.

Jaboticabal, 04 de outubro de 2024.

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Cláudio Zopone
55107306182123

ZOPONE ENGENHARIA E COMÉRCIO LTDA.

p. Cláudio Zopone

Certificate Of Completion

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Viewed: 08 October 2024 | 10:56
Signed: 08 October 2024 | 10:57

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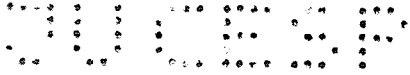
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All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system, all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

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To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at lmoreira@azevedosette.com.br and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

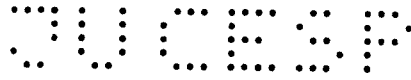
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To request paper copies from Azevedo Sette Advogados Associados

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ii. send us an email to lmoreira@azevedosette.com.br and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

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Acknowledging your access and consent to receive and sign documents electronically

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LUZ DE JABOTICABAL

BOLETIM DE SUBSCRIÇÃO DA LUZ DE JABOTICABAL SPE S.A.

LUZ DE JABOTICABAL

Companhia: LUZ DE JABOTICABAL SPE S.A. (em constituição).
Capital Social: R\$ 8.230.134,24 (oito milhões, duzentos e trinta mil, cento e trinta e quatro reais e vinte e quatro centavos).
Ações emitidas: 8.230.134 (oito milhões, duzentas e trinta mil, cento e trinta e quatro ações ordinárias nominativas).
Preço de Emissão: R\$ 1,00 (um real) cada.

Subscritor: **SIGMA Engenharia Indústria e Comércio Ltda.**, sociedade com sede no Município de Contagem, Estado de Minas Gerais, na Avenida Tito Fulgêncio, n. 1.176, 1º andar, sala 104 e sala 106, Jardim Industrial, CEP 32215-000, inscrita no CNPJ/MF sob o n. 25.898.180/0001-00, com seus atos constitutivos arquivados na JUCEMG sob o NIRE 312.0310112-5, neste ato representada por seu procurador, Sr Geraldo Magela Terra, brasileiro, engenheiro electricista, portador da cédula de identificação RG nº 38.451/D – CREA/MG, inscrito no CPF sob nº 363.412.156-49.

Ações Subscritas 2.469.040 (dois milhões, quatrocentas e sessenta e nove mil e quarenta) ações ordinárias nominativas, sem valor nominal.

Valor Integralizado: R\$ 2.469.040,27 (dois milhões, quatrocentos e sessenta e nove mil e quarenta reais e vinte e sete centavos).

Forma de Integralização: Em moeda corrente nacional.

As ações de emissão da Companhia são integralmente subscritas e integralizadas pelos acionistas fundadores em atenção ao disposto na Cláusula 17.3, alínea (iii) do Edital de Licitação da Concorrência Pública 002/2024.

Os acionistas fundadores integralizaram, nesta data, 100% (cem por cento) das ações por eles subscritas, nos termos do item I do art. 80 da Lei de S.A. e nos termos da Cláusula 17.3, alínea (iii) do Edital de Licitação da Concorrência Pública n. 002/2024, promovida pelo Município de Jaboticabal, localizado no Estado de São Paulo.

Demais condições: A cópia dos comprovantes de depósito deve ser encaminhada à Companhia após a realização do depósito. O comprovante de depósito será considerado para todos os fins como recibo da integralização do valor correspondente a sua parcela no capital social.

A manifestação formal do interesse na subscrição das ações indicadas neste Boletim de Subscrição representa manifestação de vontade irrevogável e irretroatável do subscritor, gerando a este a obrigação irrevogável e irretroatável de integralizá-las de acordo com as datas definidas no cronograma de integralização.

Jaboticabal, 04 de outubro de 2024.

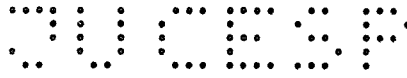
Assinado por:

Geraldo Magela Terra

03061-136600400

SIGMA ENGENHARIA INDÚSTRIA E COMÉRCIO LTDA.

p. Geraldo Magela Terra



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Subject: Complete with DocuSign: Luz de Jaboticabal, SPE - Boletim de Subscrição - Signia.docx
Source Envelope:
Document Pages: 1
Certificate Pages: 5
AutoNav: Enabled
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Envelope Originator:
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São Paulo, BR-SP 04543011
gssouza@azevedosette.com.br
IP Address: 187.56.84.195

Record Tracking

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07 October 2024 | 10:45

Holder: Glaucia da Silva Souza
gssouza@azevedosette.com.br

Location: DocuSign

Signer Events

Geraldo Magela Terra
gilmar@sitran.com.br
Security Level: Email, Account Authentication
(None)

Signature

Assinado por:
Geraldo Magela Terra
0B96F4368026490

Signature Adoption: Pre-selected Style
Using IP Address: 138.122.105.3

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Sent: 07 October 2024 | 10:46
Resent: 07 October 2024 | 17:15
Resent: 08 October 2024 | 10:32
Resent: 08 October 2024 | 16:40
Resent: 09 October 2024 | 10:01
Resent: 09 October 2024 | 16:30
Viewed: 10 October 2024 | 09:53
Signed: 10 October 2024 | 09:53

Electronic Record and Signature Disclosure:
Accepted: 10 October 2024 | 09:53
ID: ed4b1ffb-e6db-4c4c-9e92-b574e9fe3821

In Person Signer Events

Signature

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Editor Delivery Events

Status

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Agent Delivery Events

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Intermediary Delivery Events

Status

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Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

Timestamp

Guilherme Jorge Silva Mainard
guilhermo.mainard@zopone.com.br
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Electronic Record and Signature Disclosure:
Accepted: 18 March 2024 | 17:30
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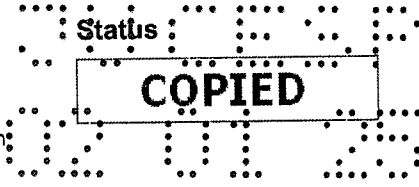
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Natasha Midori Hinata
nhinata@azevedosette.com.br

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(None)

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Accepted: 04 October 2024 | 16:20
ID: 91270746-d7b2-42bc-b4a8-6pb45a7a5378



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Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

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Envelope Updated
Certified Delivered
Signing Complete
Completed

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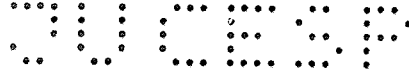
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Payment Events

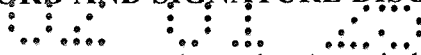
Status

Timestamps

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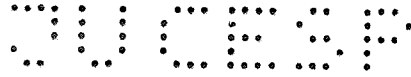
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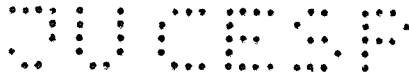
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Required hardware and software

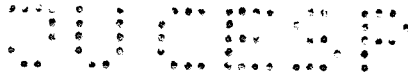
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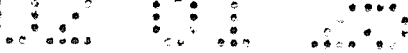
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BOLETIM DE SUBSCRIÇÃO DA LUZ DE JABOTICABAL SPE S.A.



Companhia: LUZ DE JABOTICABAL SPE S.A. (em constituição)

Capital Social: R\$ 8.230.134,24 (oito milhões, duzentos e trinta mil, cento e trinta e quatro reais e vinte e quatro centavos).

Ações emitidas: 8.230.134 (oito milhões, duzentas e trinta mil, cento e trinta e quatro) ações ordinárias nominativas.

Preço de Emissão: R\$ 1,00 (um real) cada

Subscriber: **SUM-IP Serviços de Infraestrutura Ltda.**, sociedade com sede no Município de Bauru, Estado de São Paulo, na Rua Gerson França, n. 14-77, Vila Mesquita, CEP 17014-380, inscrita no CNPJ/MF sob n. 36.162.226/0001-36, com seus atos constitutivos arquivados na JUCESP sob NIRE 35231916531, neste ato representada na forma de seu Contrato Social pelo Sr. **André Luís Moraes**, brasileiro, casado, advogado, portador da cédula de identidade RG n. 20.362.943-7, expedida pela SSP/SP, inscrito no CPF/MF sob n. 170.615.618-90.

Ações Subscritas 823.013 (oitocentas e vinte e três mil e treze) ações ordinárias nominativas, sem valor nominal.

Valor Integralizado: R\$ 823.013,42 (oitocentos e vinte e três mil e treze reais, quarenta e dois centavos).

Forma de Integralização: Em moeda corrente nacional

As ações de emissão da Companhia são integralmente subscritas e integralizadas pelos acionistas fundadores em atenção ao disposto na Cláusula 17.3, alínea (iii) do Edital de Licitação de Concorrência Pública n. **002/2024**.

Os acionistas fundadores integralizaram, nesta data, 100% (cem por cento) das ações por eles subscritas, nos termos do item I do art. 80 da Lei de S.A. e nos termos da Cláusula 17.3, alínea (iii) do Edital de Licitação da Concorrência Pública n. **002/2024**, promovida pelo Município de Jaboticabal, localizado no Estado de São Paulo.

Demais condições: A cópia dos comprovantes de depósito deve ser encaminhada à Companhia após a realização do depósito. O comprovante de depósito será considerado para todos os fins como recibo da integralização do valor correspondente a sua parcela no capital social.

A manifestação formal do interesse na subscrição das ações indicadas neste Boletim de Subscrição representa manifestação de vontade irrevogável e irretroatável do subscritor, gerando a este a obrigação irrevogável e irretroatável de integralizá-las de acordo com as datas definidas no cronograma de integralização.

Jaboticabal, 04 de outubro de 2024.

DocuSigned by:

André Luís Moraes

75939-3F7388464

SUM-IP SERVIÇOS DE INFRAESTRUTURA LTDA.

p. André Luís Moraes

Certificate Of Completion

Envelope Id: 46745BA27F8D4006AB9AB75C47E40DA6
Subject: Complete with DocuSign: Luz de Jaboticabal SPE - Boletim de Subscrição SUM-IP.docx
Source Envelope:
Document Pages: 1
Certificate Pages: 5
AutoNav: Enabled
Envelope Stamping: Enabled
Time Zone: (UTC-03:00) Brasilia

Status: Completed

Envelope Originator:
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gssouza@azevedosette.com.br
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07 October 2024 | 10:47

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gssouza@azevedosette.com.br

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Signer Events

André Luis Moraes
andre.moraes@sumip.com.br
Security Level: Email, Account Authentication
(None)

Signature

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Signed: 07 October 2024 | 11:14

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Using IP Address: 177.76.195.146

Electronic Record and Signature Disclosure:
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In Person Signer Events

Signature

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Editor Delivery Events

Status

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Agent Delivery Events

Status

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Intermediary Delivery Events

Status

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Certified Delivery Events

Status

Timestamp

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Status

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guilherme.mainard@zopone.com.br
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Jenny Abras
jenny.abras@zopone.com.br
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(None)

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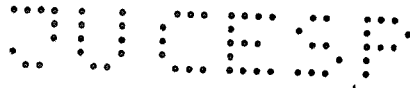
Electronic Record and Signature Disclosure:
Accepted: 18 March 2024 | 17:30
ID: 5c8a8d37-e9d9-4c74-937e-11eff2e6ec38

Natasha Midori Hinata
nhinata@azevedosette.com.br
Security Level: Email, Account Authentication
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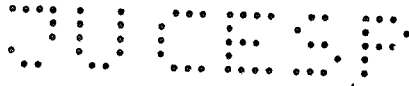
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Consequences of changing your mind

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All notices and disclosures will be sent to you electronically



Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact Azevedo Sette Advogados Associados:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: lmoreira@azevedosette.com.br

To advise Azevedo Sette Advogados Associados of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at lmoreira@azevedosette.com.br and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from Azevedo Sette Advogados Associados

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to lmoreira@azevedosette.com.br and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with Azevedo Sette Advogados Associados

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

DOCUSIGN

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to Imoreira@azevedosette.com.br and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

By selecting the check-box next to 'I agree to use electronic records and signatures', you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify Azevedo Sette Advogados Associados as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by Azevedo Sette Advogados Associados during the course of your relationship with Azevedo Sette Advogados Associados.

ANEXO III

COMPROVANTES DE DEPÓSITO DO CAPITAL SOCIAL INTEGRALIZADO

BRADESCO

COMPROVANTE DE DEPÓSITO EM CONTA CORRENTE
TRANSFERÊNCIA PARA OUTRA AGENCIA

DATA: 20/12/2024 HORA: 16:10 H
FAVORECIDO: LUZ DE JABOTICABAL SPE S.A.
AGENCIA: 3384-7 CONTA: 0000695-5

AG.ACOLHEDORA:0813 N.SEQ:00979 TERM:102 AUT:114

RECURSO(S)

TOTAL EM CHEQUE(S): 4.469.040,27
TOTAL DO DEPÓSITO: 4.469.040,27
CHEQUE(S) ACOLHIDO(S)
001 033 0660 018 400028 4.469.040,27

DocuSigned by:

Cláudio Zopone

5599C3098E144211

Cláudio Zopone
Presidente

BRADESCO

COMPROVANTE DE DEPÓSITO EM CONTA CORRENTE
TRANSFERÊNCIA PARA OUTRA AGENCIA

DATA: 16/12/2024 HORA: 16:21 H
FAVORECIDO: LUZ DE JABOTICABAL SPE S.A.
AGENCIA: 3384-7 CONTA: 0000695-5

AG.ACOLHEDORA:2640 N.SEQ:00979 TERM:102 AUT:114

RECURSO(S)

VALOR EM DISPONÍVEL: 2.469.040,27
TOTAL DO DEPÓSITO: 2.469.040,27

DocuSigned by:

André Luís Moraes

7963F7F759484B4...

André Luís Moraes
Secretário

BRADESCO

COMPROVANTE DE DEPÓSITO EM CONTA CORRENTE
TRANSFERÊNCIA PARA OUTRA AGENCIA

DATA: 24/12/2024 HORA: 10:27 H
FAVORECIDO: LUZ DE JABOTICABAL SPE S.A.
AGENCIA: 3384-7 CONTA: 0000695-5

AG.ACOLHEDORA:0813 N.SEQ:00177 TERM:133 AUT:902

RECURSO(S)

TOTAL EM CHEQUE(S): 823.013,42
TOTAL DO DEPÓSITO: 823.013,42
CHEQUE(S) ACOLHIDO(S)
001 033 0660 018 000028 823.013,42

Certificate Of Completion

Envelope Id: E727C206F8B5483FB0517C9D2DA5A5E3

Subject: Complete with DocuSign: Luz de Jabotocabal SPE - Ata de Assembleia Geral de Constituição.docx

Source Envelope:

Document Pages: 8

Certificate Pages: 5

AutoNav: Enabled

EnvelopeId Stamping: Enabled

Time Zone: (UTC-03:00) Brasilia

Signatures: 14

Initials: 0

Status: Completed

Envelope Originator:

Glauca da Silva Souza

Av. Pres Juscelino Kubitschek, 1327 11º andar

São Paulo, BR-SP 04543011

gssouza@azevedosette.com.br

IP Address: 200.232.74.36

Record Tracking

Status: Original

08 October 2024 | 15:42

Holder: Glauca da Silva Souza

gssouza@azevedosette.com.br

Location: DocuSign

Signer Events

André Luis Moraes

andre.moraes@sumip.com.br

Security Level: Email, Account Authentication
(None)**Signature**DocuSigned by:
André Luis Moraes
79B3F7F759484B4

Signature Adoption: Pre-selected Style

Using IP Address: 177.76.195.146

Timestamp

Sent: 08 October 2024 | 16:01

Viewed: 08 October 2024 | 17:04

Signed: 08 October 2024 | 17:05

Electronic Record and Signature Disclosure:

Accepted: 08 October 2024 | 17:04

ID: c22320f9-78f9-43fc-9de1-6ed494fb6fce

Cláudio Zopone

claudio@zopone.com.br

Zopone Eng. e-commerce.Ltda.

Security Level: Email, Account Authentication
(None)DocuSigned by:
Cláudio Zopone
5589C3096E14421

Signature Adoption: Pre-selected Style

Using IP Address: 187.85.30.66

Signed using mobile

Sent: 08 October 2024 | 16:01

Resent: 08 October 2024 | 19:01

Viewed: 08 October 2024 | 19:02

Signed: 08 October 2024 | 19:03

Electronic Record and Signature Disclosure:

Accepted: 08 October 2024 | 16:08

ID: 0fe169a2-0ccb-4ff2-ab64-8605792d10a7

Geraldo Magela Terra

gilmar@sitran.com.br

Security Level: Email, Account Authentication
(None)Assinado por:
Geraldo Magela Terra
0896F4368026490...

Signature Adoption: Pre-selected Style

Using IP Address: 138.122.105.3

Sent: 08 October 2024 | 16:01

Resent: 08 October 2024 | 16:38

Resent: 08 October 2024 | 19:02

Resent: 09 October 2024 | 10:01

Resent: 09 October 2024 | 16:30

Viewed: 10 October 2024 | 09:51

Signed: 10 October 2024 | 09:51

Electronic Record and Signature Disclosure:

Accepted: 09 October 2024 | 09:22

ID: 0513d3fb-b056-469d-afcb-c77c9daef205

RAFAEL ADLER

radler@azevedosette.com.br

Security Level: Email, Account Authentication
(None)DocuSigned by:
RAFAEL ADLER
79A4431A562C4BC

Signature Adoption: Pre-selected Style

Using IP Address: 200.232.74.36

Signed using mobile

Sent: 08 October 2024 | 16:01

Viewed: 08 October 2024 | 16:20

Signed: 08 October 2024 | 16:20

Electronic Record and Signature Disclosure:

Not Offered via DocuSign

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

Timestamp

Guilhermo Jorge Silva Mainard
guilhermo.mainard@zopone.com.br

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Sent: 08 October 2024 | 16:01
Viewed: 09 October 2024 | 07:40

Security Level: Email, Account Authentication
(None)

Electronic Record and Signature Disclosure:
Not Offered via DocuSign

Jenny Abras
jenny.abras@zopone.com.br

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Sent: 08 October 2024 | 16:01

Security Level: Email, Account Authentication
(None)

Electronic Record and Signature Disclosure:
Accepted: 18 March 2024 | 17:30
ID: 5c8a8d37-e9d9-4c74-937e-11eff2e6ec38

Natasha Midori Hinata
nhinata@azevedosette.com.br

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Sent: 08 October 2024 | 16:01

Security Level: Email, Account Authentication
(None)

Electronic Record and Signature Disclosure:
Accepted: 04 October 2024 | 16:20
ID: 91270746-d7b2-42bc-b4a8-6bb45a7a5378

Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

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Envelope Updated
Certified Delivered
Signing Complete
Completed

Hashed/Encrypted
Security Checked
Security Checked
Security Checked
Security Checked

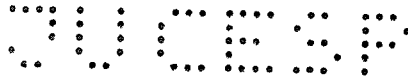
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08 October 2024 | 16:38
08 October 2024 | 16:20
08 October 2024 | 16:20
10 October 2024 | 09:51

Payment Events

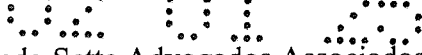
Status

Timestamps

Electronic Record and Signature Disclosure



ELECTRONIC RECORD AND SIGNATURE DISCLOSURE



From time to time, Azevedo Sette Advogados Associados (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

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At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

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If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

NOTICE

Unless you tell us otherwise, in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

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To request paper copies from Azevedo Sette Advogados Associados

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to lmoreira@azevedosette.com.br and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

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To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to Imoreira@azevedosette.com.br and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

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