EXHIBIT V TO SMDP NOTICE No. [•]/2018

Form of Written Proposal

[Place], [•] [•], [•].

Dear Sirs:

In attention to the PROCESS called and conducted by the MUNICIPALITY and in accordance with the terms and conditions set forth in SMDP NOTICE No. [•]/2018, we submit our proposal for the acquisition of the SHARES in São Paulo Turismo S.A..

We irrevocably and irreversibly propose a price of [•] *Reais* (R$[•]) per SHARE.

We expressly represent that:

- This proposal is valid for one hundred and eighty (180) days from the date of its submission;

- We fully agree, without any qualification, with the contract conditions established in the NOTICE and in the draft SHARE PURCHASE AGREEMENT;

- We confirm that we are fully knowledgeable of the subject matter of the SHARE PURCHASE AGREEMENT and of the conditions thereof;

- We have fully performed all the obligations and satisfied all the requirements set forth in the NOTICE;

- The PRICE PROPOSAL submitted hereunder was independently prepared by the BIDDER, and its contents were not, either wholly or in part, directly or indirectly, disclosed to, discussed with, or received from any other potential or actual BIDDING participant by any means or through any person;

- We have not attempted, by any means or through any person, to influence the decision of any other potential or actual BIDDING participant as to whether or not to participate in such competition;

- The contents of the PRICE PROPOSAL submitted hereunder shall not be, either wholly or in part, directly or indirectly, disclosed to or discussed with any other potential or actual BIDDING participant prior to the awarding of its underlying contract; and

- The contents of the PRICE PROPOSAL submitted hereunder was not, either wholly or in part, directly or indirectly, disclosed to, discussed with, or received from any member of the Direct or Indirect Administration of the Municipality of São Paulo prior to the official opening of the proposals.

The capitalized terms contained in this proposal shall have the meanings assigned to them in the NOTICE.

[BIDDER]

[ACCREDITED REPRESENTATIVE]