



# Localiza and Unidas

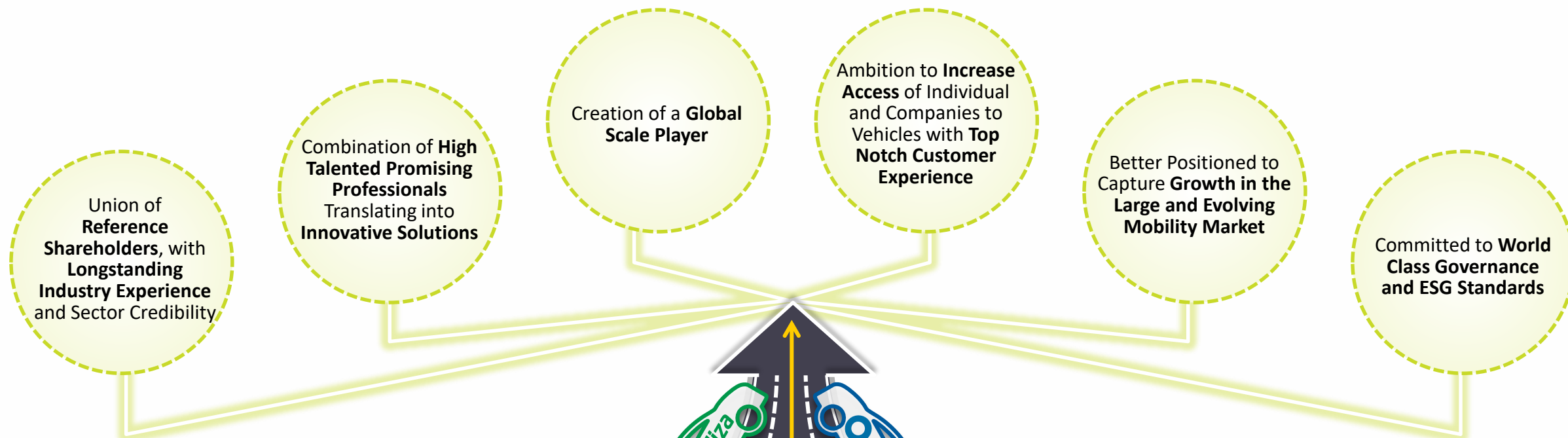
September 2020

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# The Combination of Best-in-Class RAC and Fleet Management Players

## MERITS OF THE TRANSACTION



*Largest RaC Player*



*Largest Fleet Management Player*



# Combined Company At-a-Glance

## Scalable Model and Integrated Business Platform

RENT-A-CAR



FRANCHISING



FLEET MANAGEMENT



2019 Figures (R\$mm)

### FINANCIAL HIGHLIGHTS



- NET REVENUES: **R\$14,869**  
US\$3,769<sup>(1)</sup>
- EBITDA: **R\$3,478**  
US\$882<sup>(1)</sup>
- EBIT: **R\$2,287**  
US\$580<sup>(1)</sup>
- NET INCOME: **R\$1,182**  
US\$300<sup>(1)</sup>

### OPERATIONAL HIGHLIGHTS



- Consolidated fleet: **490,949**
- Fleet in RAC: **336,965**
- Fleet in Fleet Rental: **153,984**

### MARKET AND BRAND

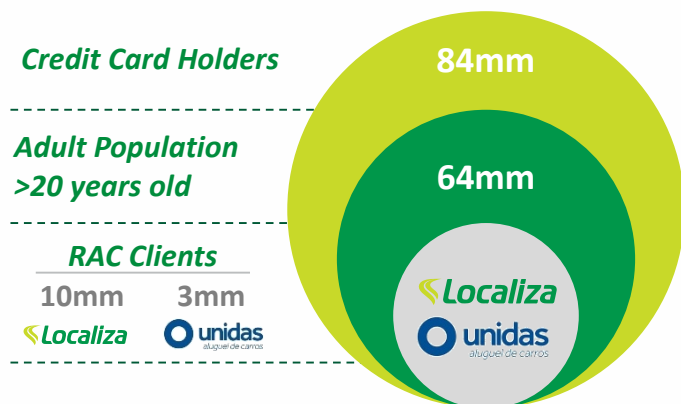


- MARKET CAP: **R\$50,527**  
(09/18/2020) US\$9,544<sup>(1)</sup>
- Both **AAA** Companies by S&P
- **STRONG BRAND RECOGNITION** in Brazil

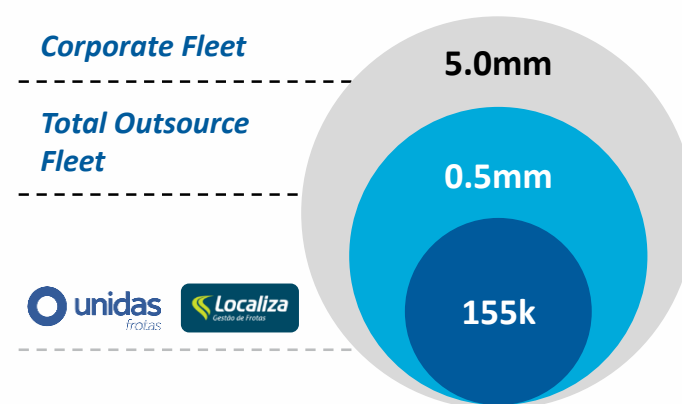
# Underpenetrated and Still growing Addressable Market

Mobility is an Evolving Ecosystem and New Models have Emerged to Address Transportation Needs

## UNDERPENETRATED RAC MARKET



## UNDERPENETRATED FM MARKET



## RECENT MOBILITY TRENDS

### Ride Hailing

**20% of**  
App Drivers Rent  
Cars in Brazil

**+1 million app drivers  
in the country**

### Subscription Model

**7.2MM**  
Active Cars Fleet  
with Less than 3  
Years<sup>(2)</sup>

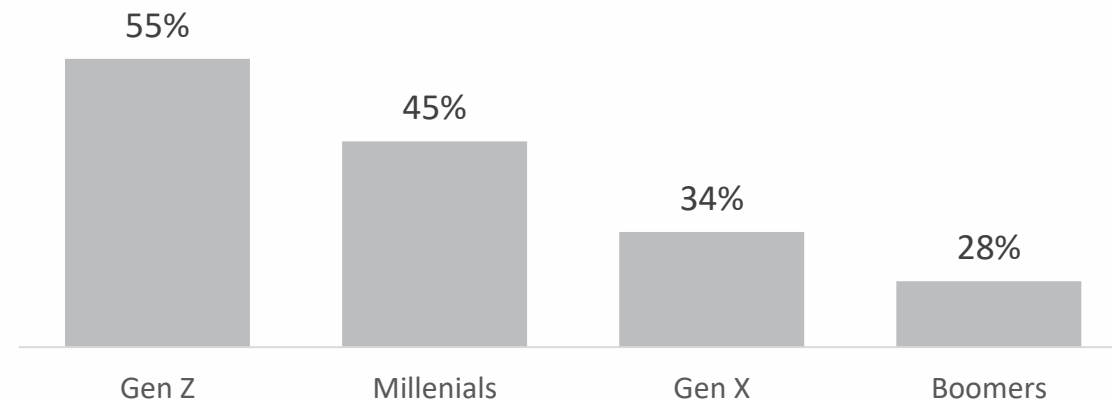
Brazil is Uber's **2<sup>nd</sup>** largest  
market

São Paulo is the **Largest** City  
in Terms of Trips Worldwide

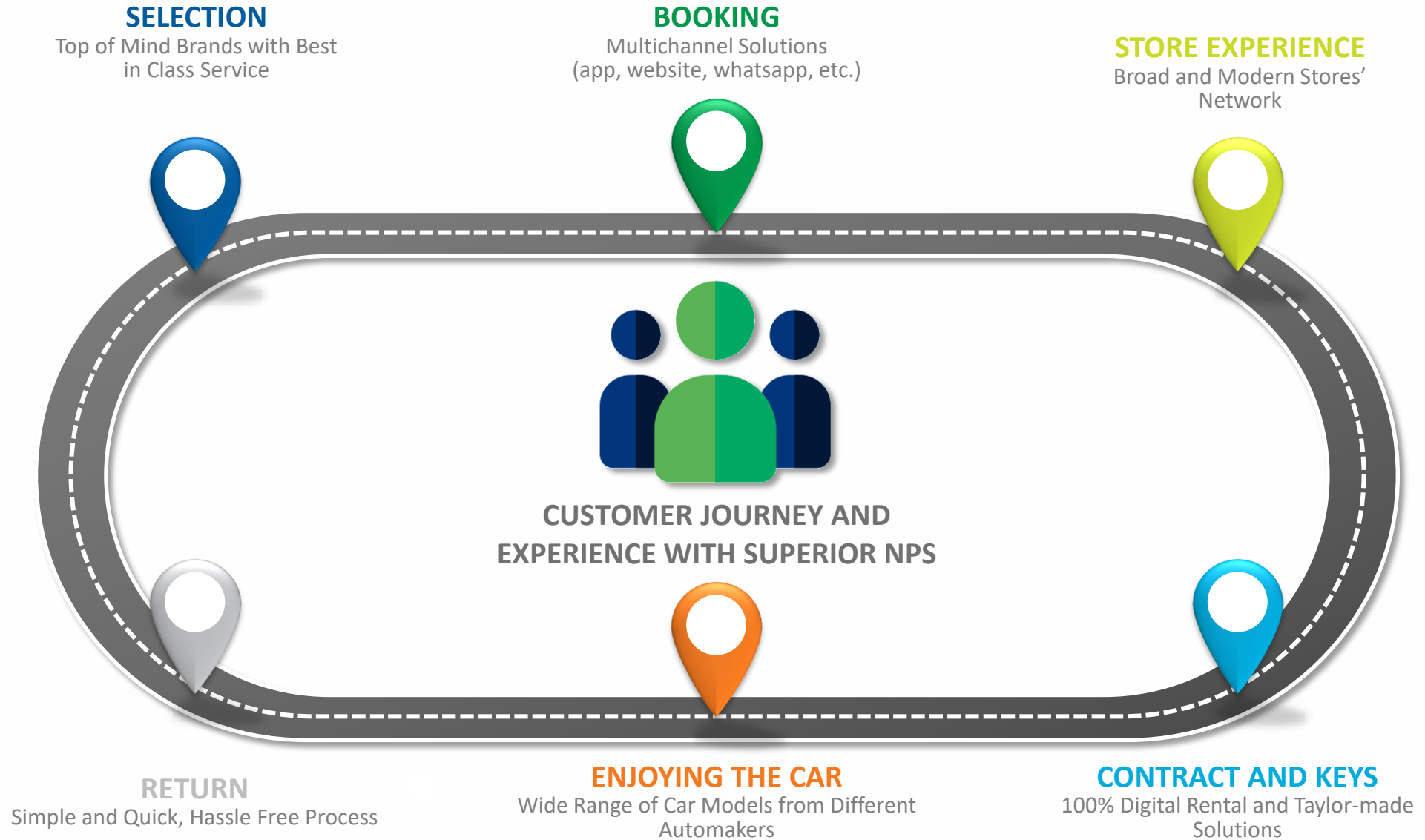
**+22mm** app users

## RENTING IS THE NEW BUYING

*Having transportation is necessary, but owning a vehicle is not (% agree)*

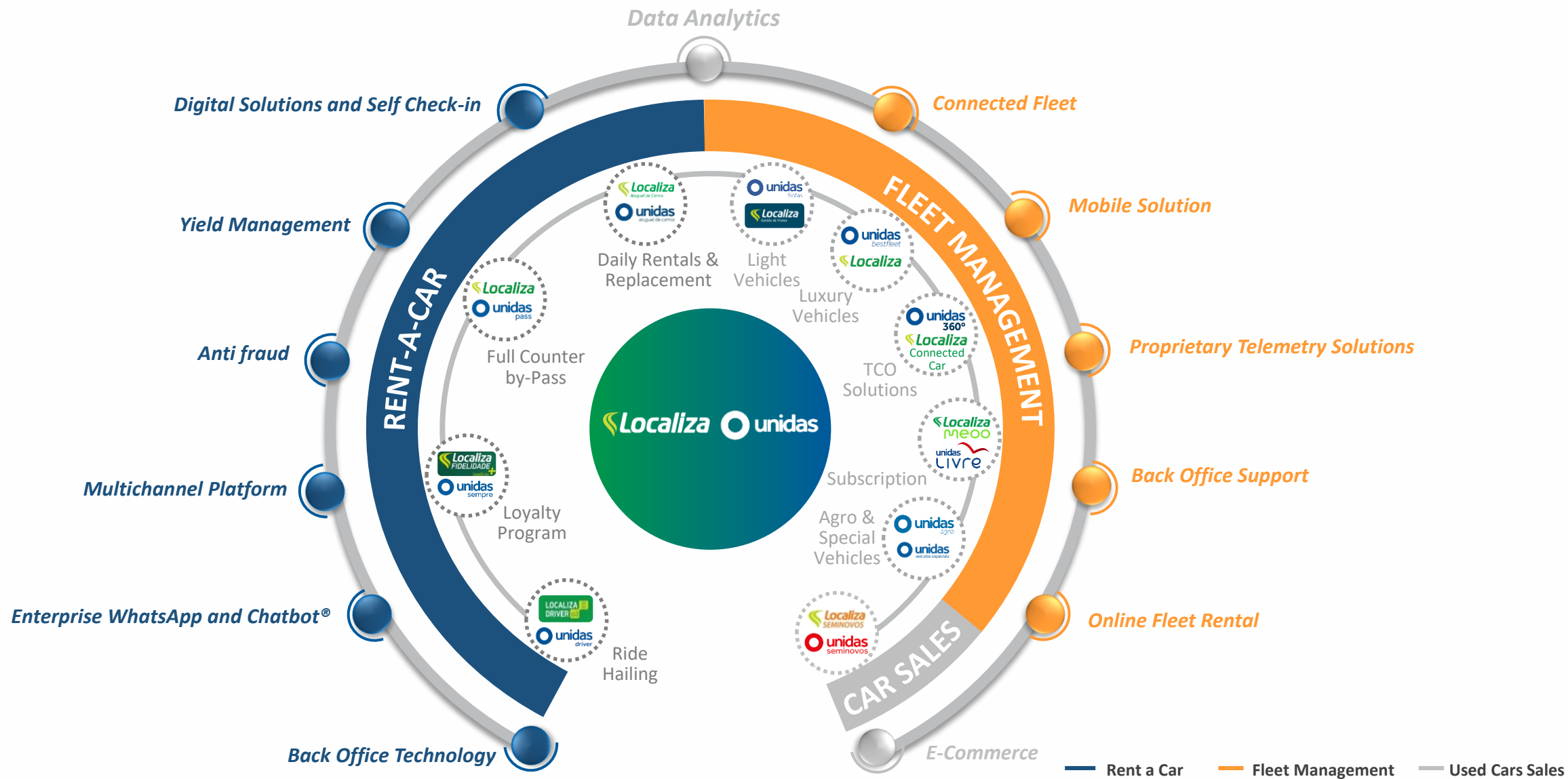


# Technology and Brand Recognition Allowing Integration of Customer Journey with Best User's Experience



Technology to Improve Renting Experience, Loyalty and LTV of Clients

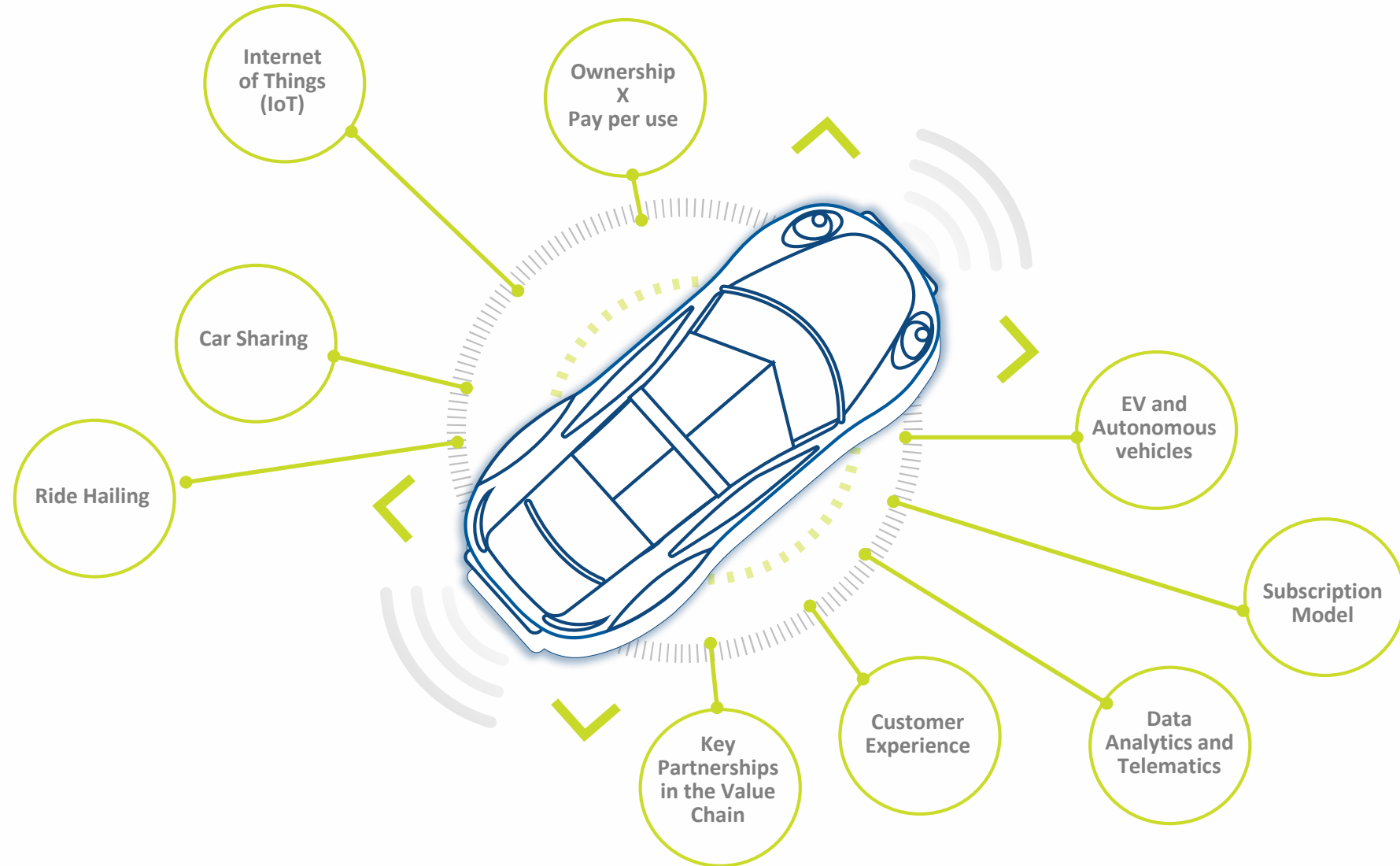
# Comprehensive Solutions Supported by Client-Centric Technology Strategy



Forefront of Innovation, Bringing Several Pioneer Digital Solutions to Improve Client's Experience

# Building the Platform for the Future of Mobility

Ready to Take the Wheel of an Evolving Mobility Market



Protagonism in Mobility Solutions to Improve the Customer Journey



# High Commitment to ESG Standards



## MAIN INITIATIVES



## ESG PROGRAMS AND RECENT RECOGNITIONS



B3 ICO2 Index



United Nations Global Compact

United Nations Global Compact



Transparency Award



Zero Carbon Emission Program



Brazilian GHG Protocol



Best Company in ESG Award



Gold Seal Localiza Fleet



Our Only Future Program

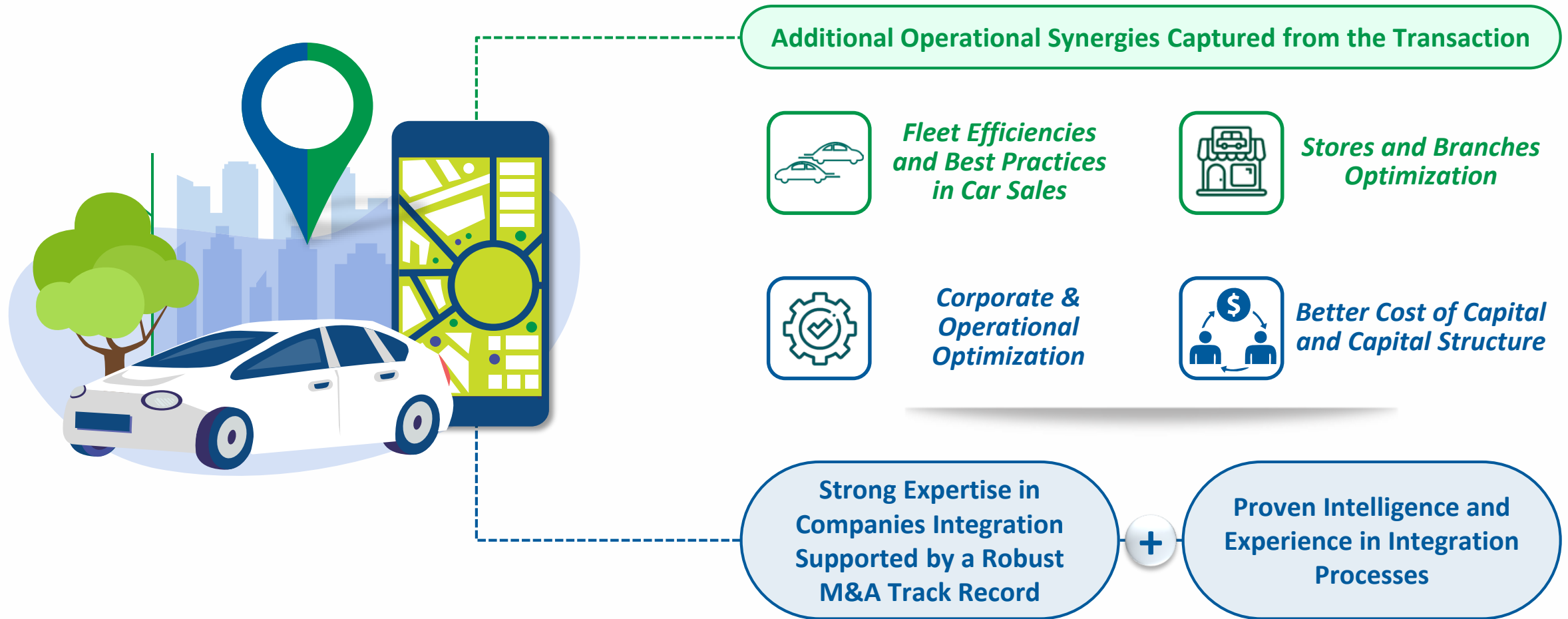


Disclosure Insight Action

Both Companies are Awarded and Recognized by ESG Initiatives

# Highly Experienced Teams to Better Capture Potential Synergies

Combined Market Intelligence and Technology to Increase Market Penetration of Mobility Solutions

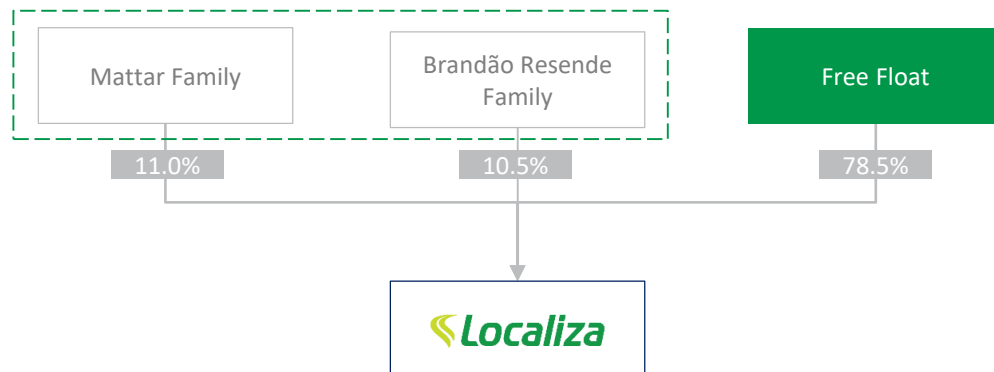


# Transaction Structure

## Shareholder Structure

### Localiza

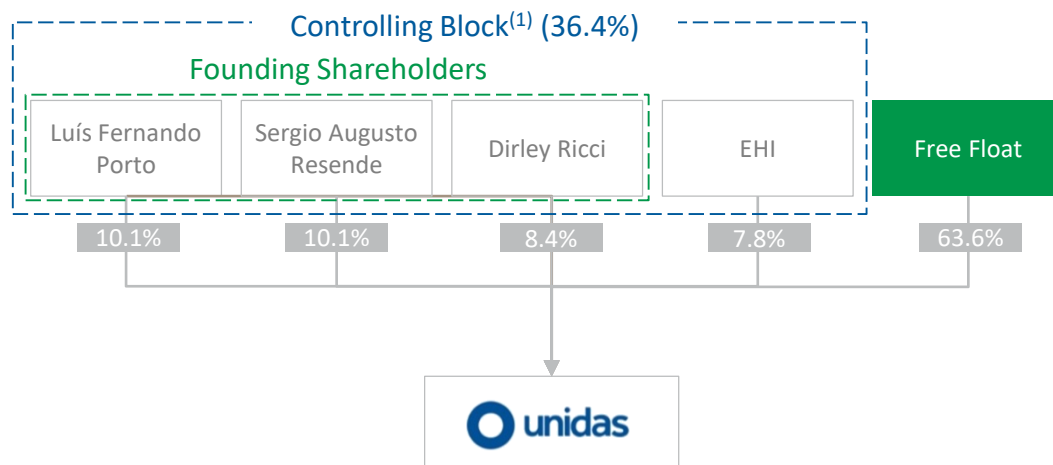
#### Founding Shareholders



### Unidas

#### Controlling Block<sup>(1)</sup> (36.4%)

#### Founding Shareholders

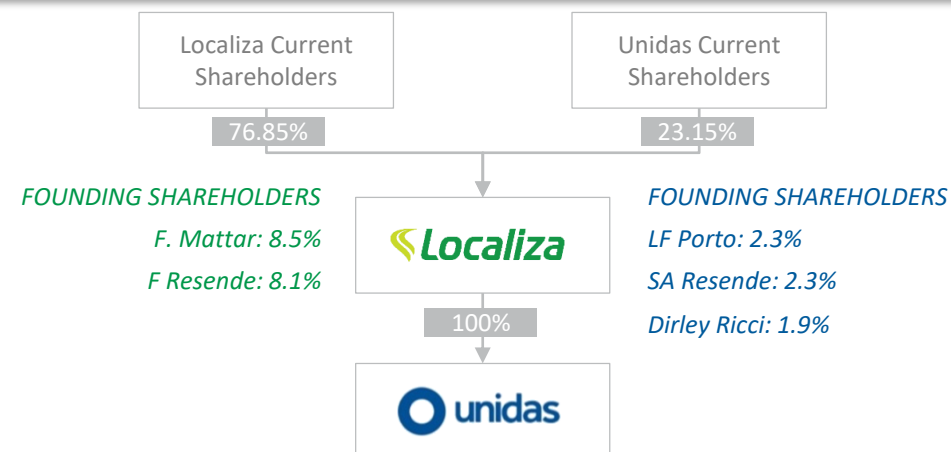


## Description

- Founding shareholders of Localiza and Unidas have agreed on the terms of a combination of both companies, whereby Unidas shall become a wholly-owned subsidiary of Localiza and its shareholders should receive shares of the Combined Company:

- Shareholders of Localiza to hold 76.85% and shareholders of Unidas to hold 23.15% of Combined Company
- Unidas to announce an extraordinary dividend to its shareholders up to R\$425.0 million
- Localiza will arrange a Loan Facility from one or more financial institutions to Unidas shareholders, up to 20% of the market value of shares held in Unidas
- Vote agreement between both founding shareholders to appoint board members in the Combined Company

## Combined Company Final Structure



# Transaction Timeline and Next Steps



## NEXT STEPS

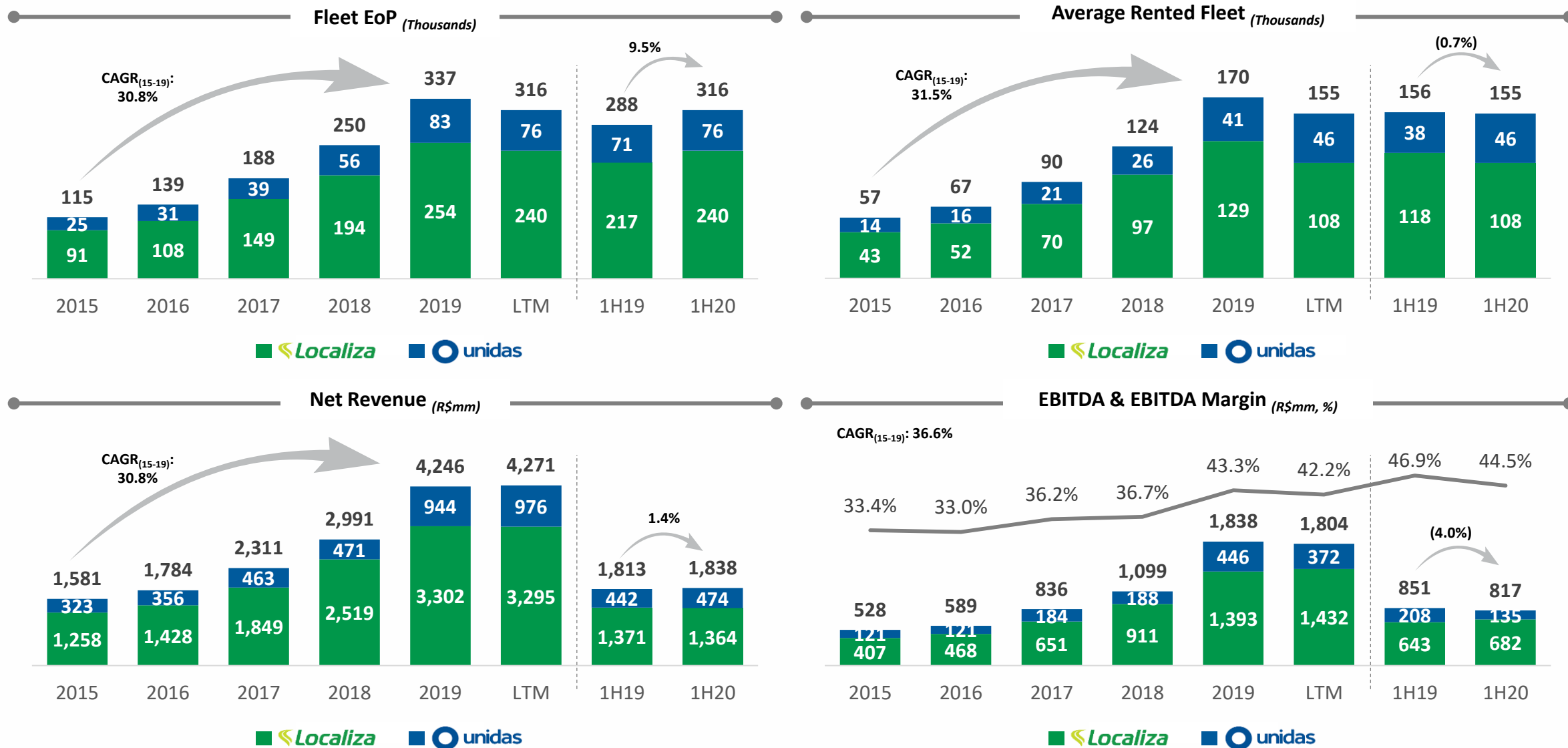
- ✓ Approval of the Incorporation Agreement by the Board of Directors of both Companies
- ✓ Signing of the Incorporation Agreement by the Executive Directors of both Companies
- ✓ Deal Announcement
- Incorporation Protocol
- Extraordinary General Meetings Approvals (Localiza and Unidas)
- Brazilian Antitrust Council (CADE) Approval<sup>(1)</sup>
- Closing



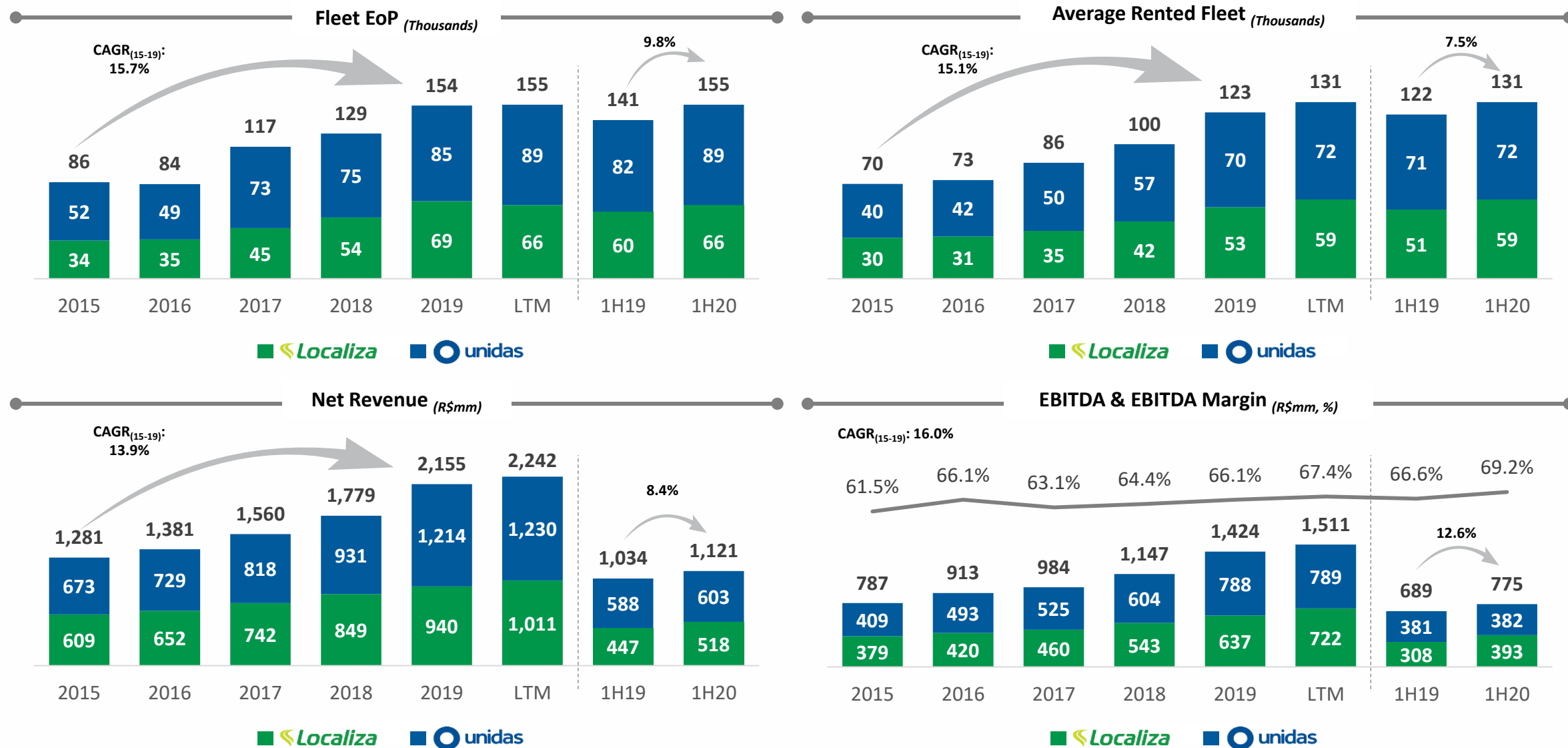
## Appendix



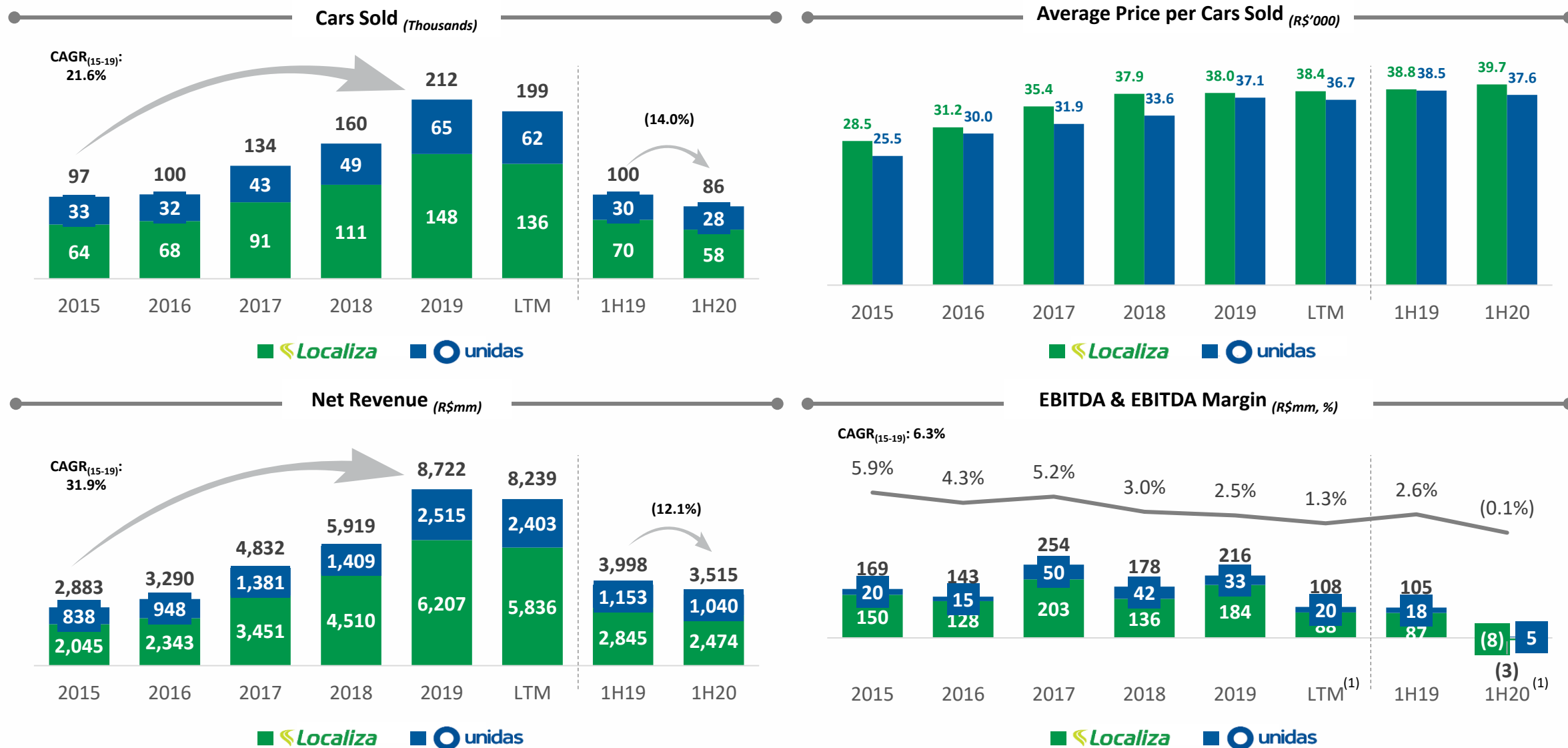
# Combined Financial Highlights: RaC & Franchising



# Combined Financial Highlights: Fleet Rental Division

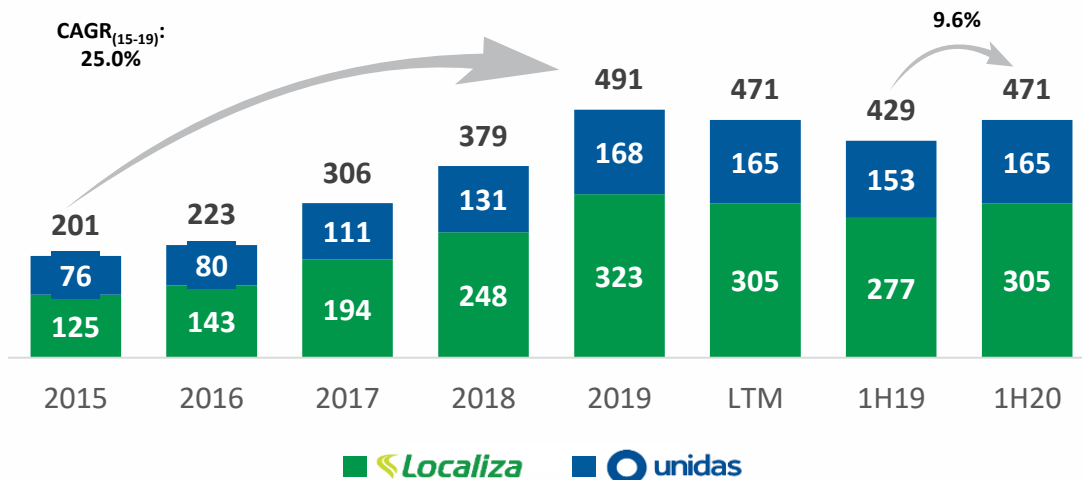


# Combined Financial Highlights: Used Cars Sales

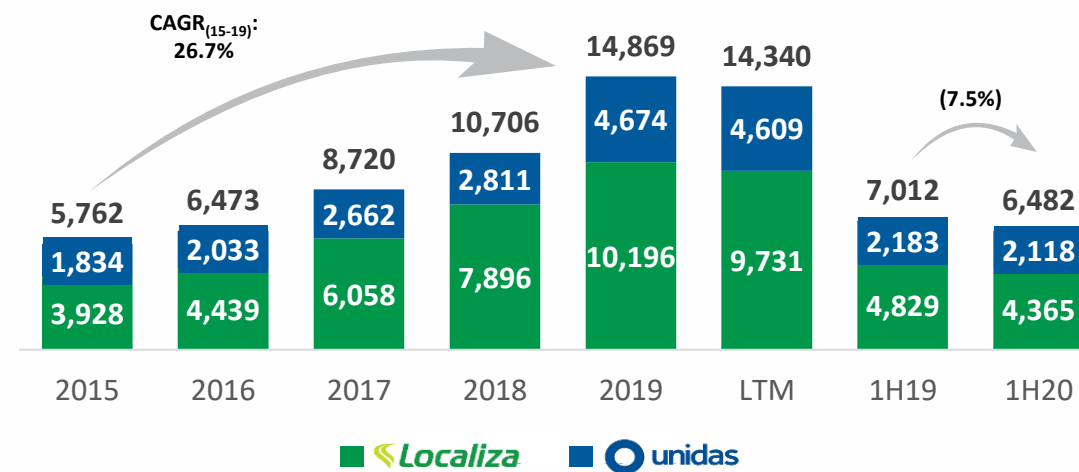


# Combined Consolidated Financial Highlights

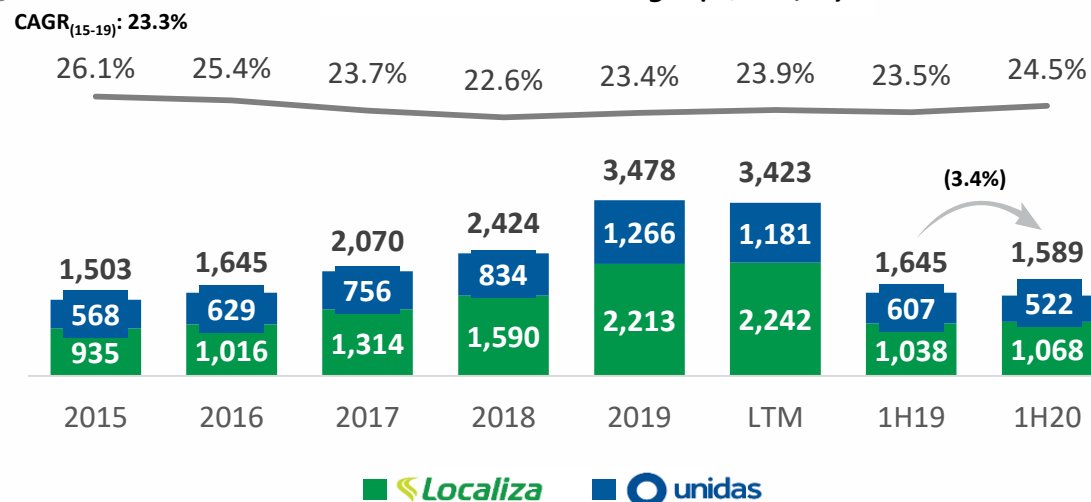
**Fleet EoP** (Thousands)



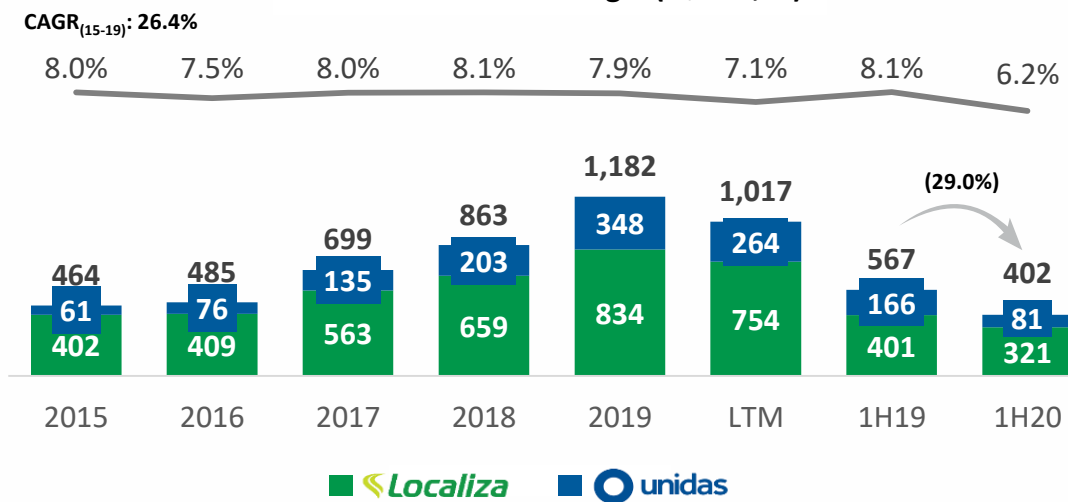
**Net Revenue** (R\$mm)



**EBITDA & EBITDA Margin** (R\$mm, %)

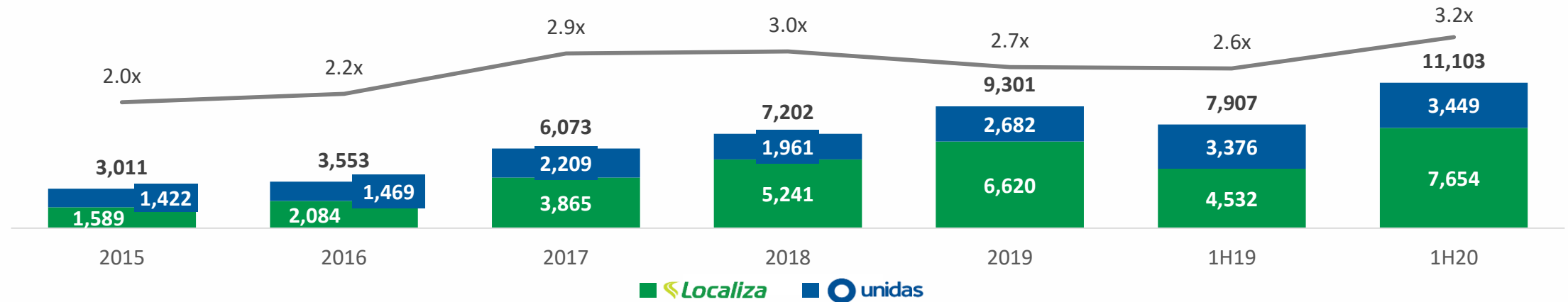


**Net Income & Net Margin** (R\$mm, %)



## Combined Consolidated Financial Highlights (Cont'd)

Net Debt & Net Debt / LTM EBITDA (R\$mm, x)



Amortization Schedule (R\$mm)

