# Tegma Gestão Logística S.A.

**Individual and Consolidated Interim Financial Information for the Quarter Ended June 30, 2020**

# Contents

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# INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL INDIVIDUAL AND CONSOLIDATED STATEMENTS

To
Shareholders, Directors and Managers of
**Tegma Gestão Logística S.A.**
São Bernardo do Campo - SP

## Introduction

We have reviewed the individual and consolidated interim financial information of **Tegma Gestão Logística S.A. ("Company")**, identified as parent company and consolidated, respectively, included in the quarterly information for the quarter ended June 30, 2020, which comprise the interim statement of financial position, individual and consolidated, as at June 30, 2020 and the respective interim statements, individual and consolidated, of income and comprehensive income for the three and six month periods then ended, and interim statements, individual and consolidated, of changes in equity and cash flows for the six-month period then ended, as well as the corresponding notes to the quarterly information, including a summary of significant accounting policies.

The Company's Management is responsible for the preparation of this individual and consolidated interim financial information in accordance with Technical Pronouncement CPC 21 (R1) – Interim Financial Statements and with International Accounting Standard (IAS) 34 - Interim Financial Reporting, issued by the International Accounting Standards Board (*IASB*), and for the presentation of this interim financial information in accordance with the standards issued by the Brazilian Securities and Exchange Commission (CVM) applicable to the Quarterly Information. Our responsibility is to express a conclusion on this individual and consolidated interim financial information based on our review.

## Scope of the review

We conducted our review in accordance with Brazilian and international standards on review engagements (NBC TR 2410 and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity). A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. An interim review is substantially less in scope than an audit conducted in accordance with auditing standards. An interim review does not provide assurance that we would become aware of any or all significant matters that might be identified in an audit. Accordingly, we do not express such an audit opinion.

## Conclusion on the individual and consolidated interim financial information

Based on our review, we are not aware of any fact that leads us to believe that the individual and consolidated interim financial information included in the Quarterly Information referred to above has not been prepared, in all material respects, in accordance with CPC 21 (R1) and IAS 34, and presented in accordance with the standards issued by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of the Quarterly Information.

## Emphasis

**Independent investigation concluded**

As described in Note 1 to the individual and consolidated interim financial information, on October 17, 2019, the Company was the object of a search and seizure warrant of data and documents authorized by the 1st Criminal Court of São Bernardo do Campo, due to an investigation of which, until then, the Company was not aware, and which was initiated as a result of a “Partial Leniency Agreement” entered into by one of the Company's competitors in the zero-kilometer vehicle transport market. The investigation aims to verify alleged agreed action in the transportation of zero-kilometer vehicles imported to a Company’s client, from the port of Vitória to Dry Ports, an operation concluded by the Company in 2015, and which at that time represented an immaterial volume in relation to the Company’s revenues. The search and seizure did not affect the Company's operations. The Board of Directors approved the creation of an Independent Committee, formed by three members and advised by specialized firms, to conduct an independent investigation to ascertain the facts that involved the Company. On July 30, 2020, the Board of Directors received the final report on the investigation, which concluded that there is no evidence of anti-competitive practices, nor of any wrongdoing capable of supporting the accusations that gave rise to “Operação Pacto”. Our review report is not modified in respect of this matter.

## Other matters

**Statements of value added**

We also reviewed the individual and consolidated statements of value added for the six-month period ended June 30, 2020, prepared by the Company’s Management, whose disclosure in the interim financial information is required in accordance with the standards issued by CVM and considered as supplemental information by the International Financial Reporting Standards (IFRS), which do not require the disclosure of the statement of value added. These statements were submitted to review procedures carried out along with the review of the quarterly information, aiming to conclude if they are in accordance with the individual and consolidated interim financial information and accounting records, as applicable, and if its form and contents are in accordance with the criteria established in Technical Pronouncement CPC 09 – Statement of value added. Based on our review, we are not aware of any fact that would lead us to believe that these statements of value added were not prepared, in all material respects, in accordance with the criteria established in this technical pronouncement and consistently with the individual and consolidated interim financial information taken as whole.

**Comparative individual and consolidated interim financial information for the previous period**

The individual and consolidated interim financial information for the quarter ended June 30, 2019, presented for comparison purposes, was reviewed by other independent auditors, whose report dated August 07, 2019, was unmodified.

The accompanying financial statements have been translated into English for the convenience of readers outside Brazil.

São Paulo, August 05, 2020.

**BDO RCS Auditores Independentes SS**
**CRC 2 SP 013846/O-1**

**Jairo da Rocha Soares**
**Accountant CRC 1 SP 120458/O-6**

**Tegma Gestão Logística S.A.**

**Statements of financial position**

**On June 30, 2020 and December 31, 2019**

**In thousands of Reais**

| Assets | Note | Parent Company 06/30/2020 | Parent Company 12/31/2019 | Consolidated 06/30/2020 | Consolidated 12/31/2019 |
|---|---|---|---|---|---|
| Cash and cash equivalents | 5 | 243,342 | 36,764 | 286,503 | 67,332 |
| Accounts receivable from customers | 6 | 78,292 | 220,464 | 127,444 | 261,173 |
| Inventories (warehouse) | | - | - | 74 | 75 |
| Income tax and social contribution | | - | - | 772 | 1,130 |
| Taxes and contributions recoverable | 8 | 55,158 | 104,325 | 57,277 | 106,280 |
| Other accounts receivable | 7 | 6,652 | 4,613 | 9,426 | 6,687 |
| Dividends receivable | 24 | 21,340 | - | - | - |
| Related parties | 24 | 305 | 884 | 112 | 684 |
| Derivative financial instruments | 4 | 23,871 | 3,739 | 23,871 | 3,739 |
| Anticipated expenses | | 2,561 | 1,491 | 4,366 | 1,972 |
| **Total current assets** | | **431,521** | **372,280** | **509,845** | **449,072** |
| Other accounts receivable | 7 | 562 | 527 | 1,866 | 1,832 |
| Taxes and contributions recoverable | 8 | 6,458 | 6,384 | 9,777 | 9,689 |
| Related parties | 24 | 1,115 | 1,115 | 1,115 | 1,115 |
| Bonds and securities | | - | - | 4,600 | 2,600 |
| Deferred tax assets | 15 | 2,454 | - | 17,029 | 16,910 |
| Judicial deposits | 14 | 11,523 | 11,486 | 14,092 | 14,452 |
| **Total long-term assets** | | **22,112** | **19,512** | **48,479** | **46,598** |
| Investments | 9 | 248,771 | 250,900 | 40,582 | 38,343 |
| Fixed Assets | 10 | 81,522 | 85,403 | 204,713 | 209,033 |
| Intangible Assets | 11 | 164,797 | 164,402 | 171,692 | 171,446 |
| Right of use | 26 | 62,575 | 53,758 | 68,600 | 70,929 |
| **Total non-current assets** | | **579,777** | **573,975** | **534,066** | **536,349** |
| **Total assets** | | **1,011,298** | **946,255** | **1,043,911** | **985,421** |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statements of financial position**

**On June 30, 2020 and December 31, 2019**

**In thousands of Reais**

| Liabilities and shareholders' equity | Note | Parent Company 06/30/2020 | Parent Company 12/31/2019 | Consolidated 06/30/2020 | Consolidated 12/31/2019 |
|---|---|---|---|---|---|
| Loans and financing | 12 | 116,354 | 61,022 | 116,354 | 61,022 |
| Debentures | 12 | 26,509 | 25,130 | 26,509 | 25,130 |
| Leasing | 26 | 21,278 | 14,910 | 31,676 | 28,867 |
| Suppliers | | 865 | 1,981 | 1,346 | 2,499 |
| Freight payable | | 13,005 | 31,471 | 15,823 | 33,813 |
| Taxes payable | | 12,556 | 16,946 | 16,832 | 19,414 |
| Salaries and social charges | 13 | 20,322 | 23,256 | 24,867 | 26,263 |
| Other accounts payable | 16 | 24,591 | 23,585 | 29,862 | 29,637 |
| Related parties | 24 | 44 | 148 | 37 | 72 |
| Income tax and social contribution | 15 | 2,509 | 41,006 | 5,405 | 41,998 |
| **Total current liabilities** | | **238,033** | **239,455** | **268,711** | **268,715** |
| Loans and financing | 12 | 80,000 | 30,000 | 80,000 | 30,000 |
| Debentures | 12 | 25,005 | 25,005 | 25,005 | 25,005 |
| Leasing | 26 | 47,222 | 42,809 | 45,194 | 48,055 |
| Related parties | 24 | 681 | 542 | 700 | 542 |
| Deferred tax liabilities | 15 | - | 2,759 | - | 2,759 |
| Provisions for lawsuits | 14 | 30,269 | 30,606 | 34,213 | 35,266 |
| **Total non-current liabilities** | | **183,177** | **131,721** | **185,112** | **141,627** |
| Share capital | | 318,524 | 144,469 | 318,524 | 144,469 |
| Capital reserves | | - | 174,055 | - | 174,055 |
| Profit reserves | | 262,553 | 256,903 | 262,553 | 256,903 |
| Treasury shares | | (342) | (342) | (342) | (342) |
| Equity valuation adjustment | | 80 | (6) | 80 | (6) |
| Accumulated profits | | 9,273 | - | 9,273 | - |
| **Total shareholders' equity** | 17 | **590,088** | **575,079** | **590,088** | **575,079** |
| **Total liabilities and shareholders' equity** | | **1,011,298** | **946,255** | **1,043,911** | **985,421** |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statements of income**

**Periods of three and six months ending on June 30, 2020 and 2019**

**In thousands of Reais**

| | | | | | Parent Company |
|---|---|---|---|---|---|
| | Note | Apr/2020 to Jun/2020 | Jan/2020 to Jun/2020 | Apr/2019 to Jun/2019 | Jan/2019 to Jun/2019 |
| Net revenue from services provided | 19 | 86,215 | 322,108 | 289,878 | 555,861 |
| Cost of services provided | 20 | (87,254) | (275,472) | (225,643) | (433,247) |
| | | | | | |
| **Gross profit** | | **(1,039)** | **46,636** | **64,235** | **122,614** |
| | | | | | |
| General and Administrative Expenses | 20 | (18,272) | (44,612) | (19,778) | (38,131) |
| Business expenses | 20 | (90) | (213) | (121) | (246) |
| (Gain) loss due to impairment of accounts receivable | | (62) | 17 | 42 | 1 |
| Other net expenses | 21 | (2,048) | (7,477) | (3,999) | (7,293) |
| **Operational income** | | **(21,511)** | **(5,649)** | **40,379** | **76,945** |
| | | | | | |
| **Equity in earnings** | **9** | **10,833** | **19,668** | **3,913** | **5,886** |
| | | | | | |
| Financial revenues | 22 | 6,290 | 22,918 | 1,062 | 4,374 |
| Financial expenses | 22 | (8,591) | (27,272) | (3,354) | (8,494) |
| **Net financial expenses** | | **(2,301)** | **(4,354)** | **(2,292)** | **(4,120)** |
| | | | | | |
| **Profit before tax** | | **(12,979)** | **9,665** | **42,000** | **78,711** |
| | | | | | |
| **Income tax and social contribution** | | | | | |
| Current | 15 | - | - | (9,468) | (16,366) |
| Deferred | 15 | 8,616 | 5,258 | (18) | (3,210) |
| | | | | | |
| **Net profit (loss) for the period** | | **(4,363)** | **14,923** | **32,514** | **59,135** |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statements of income**

**Periods of three and six months ending on June 30, 2020 and 2019**

**In thousands of Reais**

| | | | | | **Consolidated** |
|---|---|---|---|---|---|
| | **Note** | **Apr/2020 to Jun/2020** | **Jan/2020 to Jun/2020** | **Apr/2019 to Jun/2019** | **Jan/2019 to Jun/2019** |
| Net revenue from services provided | 19 | 130,141 | 409,887 | 331,588 | 628,269 |
| Cost of services provided | 20 | (118,662) | (339,554) | (262,265) | (496,406) |
| **Gross profit** | | **11,479** | **70,333** | **69,323** | **131,863** |
| General and Administrative Expenses | 20 | (18,589) | (45,400) | (20,182) | (38,877) |
| Business expenses | 20 | (90) | (213) | (121) | (246) |
| (Gain) loss due to impairment of accounts receivable | | (69) | 17 | 1,492 | 1,416 |
| Other net expenses | 21 | (1,917) | (7,173) | (4,708) | (7,728) |
| **Operational income** | | **(9,186)** | **17,564** | **45,804** | **86,428** |
| **Equity in earnings** | 9 | **2,412** | **3,806** | **322** | **(207)** |
| Financial revenues | 22 | 6,654 | 23,704 | 1,361 | 5,157 |
| Financial expenses | 22 | (8,867) | (27,924) | (4,049) | (9,743) |
| **Net financial expenses** | | **(2,213)** | **(4,220)** | **(2,688)** | **(4,586)** |
| **Profit before tax** | | **(8,987)** | **17,150** | **43,438** | **81,635** |
| **Income tax and social contribution** | | | | | |
| Current | 15 | (3,029) | (5,150) | (10,922) | (18,873) |
| Deferred | 15 | 7,653 | 2,923 | (2) | (3,627) |
| **Net profit (loss) for the period** | | **(4,363)** | **14,923** | **32,514** | **59,135** |
| **Net profit per share:** | | | | | |
| Profit per share - basic (in R$) | 23 | (0) | 0.23 | 0.49 | 0.90 |
| Profit per share - diluted (in R$) | 23 | (0) | 0.23 | 0.49 | 0.90 |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statements of comprehensive income**

**of three and six months ending on June 30, 2020 and 2019**

**In thousands of Reais**

| | Parent Company and Consolidated | | | |
|---|---|---|---|---|
| | **Apr/2020 to Jun/2020** | **Jan/2020 to Jun/2020** | **Apr/2019 to Jun/2019** | **Jan/2019 to Jun/2019** |
| Net profit (loss) for the period | (4,363) | 14,923 | 32,514 | 59,135 |
| Income from financial instruments designated as hedge accounting | (1,030) | 131 | 950 | 969 |
| Deferred taxes on hedge accounting | 350 | (45) | (323) | (330) |
| Other components of comprehensive income for the period | (680) | 86 | 627 | 639 |
| Total comprehensive income | **(5,043)** | **15,009** | **33,141** | **59,774** |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

## Statements of changes in equity

## Six-month periods ending on June 30, 2020 and 2019

## In thousands of Reais

| | | | Capital reserves | Profit reserves | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Share capital | Treasury shares | Goodwill on the subscription of shares | Legal reserve | Tax incentive reserve | Profit retention | Accumulated profits | Other comprehensive income | Proposed additional dividends | Total shareholders' equity |
| Balances on January 1, 2019 | **144,469** | **(342)** | **174,055** | **28,894** | **25,966** | **83,335** | **-** | **(311)** | **28,306** | **484,372** |
| Net profit for the period | - | - | - | - | - | - | 59,135 | - | - | **59,135** |
| Other comprehensive income: | | | | | | | | | | |
| Income from financial instruments designated as hedge accounting | - | - | - | - | - | - | - | 969 | - | **969** |
| Deferred taxes on hedge accounting | - | - | - | - | - | - | - | (330) | - | **(330)** |
| Tax incentives | - | - | - | - | 8,607 | - | (8,607) | - | - | **-** |
| Dividends or interests on own capital | - | - | - | - | - | - | - | - | (28,306) | **(28,306)** |
| **Balances on June 30, 2019** | **144,469** | **(342)** | **174,055** | **28,894** | **34,573** | **83,335** | **50,528** | **328** | **-** | **515,840** |
| **Balances on January 1, 2020** | **144,469** | **(342)** | **174,055** | **28,894** | **43,705** | **184,304** | **-** | **(6)** | **-** | **575,079** |
| Net profit for the period | - | - | - | - | - | - | 14,923 | - | - | **14,923** |
| Capital payment | 174,055 | - | (174,055) | - | - | - | - | - | - | **-** |
| Other comprehensive income: | | | | | | | | | | |
| Income from financial instruments designated as hedge accounting | - | - | - | - | - | - | - | 131 | - | **131** |
| Deferred taxes on hedge accounting | - | - | - | - | - | - | - | (45) | - | **(45)** |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Tax incentives | - | - | - | - | 5,650 | - | (5,650) | - | - | - |
| **Balances on June 30, 2020** | **318,524** | **(342)** | **-** | **28,894** | **49,355** | **184,304** | **9,273** | **80** | **-** | **590,088** |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statements of cash flows - indirect method**

**Six-month periods ending on June 30, 2020 and 2019**

**In thousands of Reais**

| | | Parent Company | | Consolidated | |
|---|---|---|---|---|---|
| | **Note** | **6/30/2020** | **6/30/2019** | **6/30/2020** | **6/30/2019** |
| **Profit before tax** | | 9,665 | 78,711 | 17,150 | 81,635 |
| | | | | | |
| **Adjustments for:** | | | | | |
| Depreciation and amortization | 10 and 11 | 8,605 | 9,449 | 12,227 | 12,972 |
| Amortization - right of use | 26 | 9,620 | 10,094 | 15,767 | 16,073 |
| Loss on sale of goods | 21 | 1 | (31) | (41) | 48 |
| Write-off of the right of use / lease | 21 | 5 | - | (36) | - |
| Provision for lawsuits | 14 | 7,737 | 7,516 | 7,925 | 8,999 |
| (Gain) loss due to impairment of accounts receivable | 6 | (17) | (1) | (11) | (1,416) |
| Equity | 9 | (19,668) | (5,886) | (3,806) | 207 |
| Income from swap operations | 22 | (19,408) | 641 | (19,408) | 641 |
| Interest, inflation adjustments and exchange variations on loans and debentures | 12 | 24,136 | 4,597 | 24,136 | 4,597 |
| Interest on leasing | 26 | 2,481 | 1,853 | 3,065 | 2,923 |
| | | **23,157** | **106,943** | **56,968** | **126,679** |
| **Changes in assets and liabilities** | | | | | |
| Accounts receivable | | 142,189 | 14,562 | 133,740 | 11,765 |
| Taxes recoverable | | 11,362 | (1,456) | 10,538 | (1,572) |
| Judicial deposits | | (191) | (973) | (379) | (1,212) |
| Other assets | | (3,144) | 170 | (4,375) | (1,387) |
| Suppliers and freight payable | | (19,206) | (4,369) | (18,768) | (3,263) |
| Salaries and social charges | | (2,934) | (161) | (1,396) | 7 |
| Related parties | | 614 | 5,738 | 695 | 12,582 |
| Other obligations and taxes payable | | (3,415) | (2,293) | (2,388) | (6,190) |
| Cash generated by operating activities | | **148,432** | **118,161** | **174,635** | **137,409** |
| | | | | | |
| Interest paid on loans and financing | 12 | (4,092) | (441) | (4,092) | (441) |
| Interest paid on debentures | 12 | - | (3,758) | - | (3,758) |
| Interest paid on leasing | 26 | (2,217) | (1,477) | (2,748) | (2,375) |
| Lawsuits paid | 14 | (7,889) | (8,577) | (8,208) | (9,257) |
| Income tax and social contribution paid | | - | (12,946) | (3,008) | (14,529) |
| **Net cash flow from operating activities** | | **134,234** | **90,962** | **156,579** | **107,049** |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statemets of cash flows - indirect method**

**Six-month periods ending on June 30, 2020 and 2019**

***In thousands of Reais***

| | | Parent Company | | Consolidated | |
|---|---|---|---|---|---|
| | **Note** | **6/30/2020** | **6/30/2019** | **6/30/2020** | **6/30/2019** |
| **Cash flows from investment activities** | | | | | |
| Capital Acquisition/Increase in subsidiaries | 9 | (3,115) | (6,501) | - | - |
| Dividends received | 9 | 3,572 | 267 | 1,567 | 267 |
| Acquisition of intangible assets | | (2,619) | (2,219) | (2,647) | (2,520) |
| Acquisitions of property, plant and equipment | | (2,917) | (10,317) | (7,422) | (21,603) |
| Amounts received for the sale of goods | | 40 | 216 | 82 | 409 |
| **Net cash used in (resulting from) investment activities** | | **(5,039)** | **(18,554)** | **(8,420)** | **(23,447)** |
| **Cash flows from financing activities** | | | | | |
| Dividends and interest on equity paid | 17.e | - | (28,306) | - | (28,306) |
| Borrowing and financing | 12 | 90,000 | 30,000 | 90,000 | 30,000 |
| Payment of debentures | 12 | - | (46,676) | - | (46,676) |
| Payment of loans and financing | 12 | (3,333) | (3,333) | (3,333) | (3,333) |
| Lease payments | 26 | (8,691) | (7,272) | (15,062) | (12,054) |
| Derivative financial instruments | | (593) | - | (593) | - |
| **Net cash used in financing activities** | | **77,383** | **(55,587)** | **71,012** | **(60,369)** |
| **Net increase in cash and cash equivalents** | | **206,578** | **16,821** | **219,171** | **23,233** |
| Cash and cash equivalents as of January 1 | | 36,764 | 75,713 | 67,332 | 83,542 |
| Cash and cash equivalents as of June 30 | | 243,342 | 92,534 | 286,503 | 106,775 |

Management's notes are an integral part of the individual and consolidated interim financial information.

**Tegma Gestão Logística S.A.**

**Statements of value added – supplementary information**

**Six-month periods ending on September 30, 2020 and 2019**

*In thousands of Reais*

| | Note | Parent Company | | Consolidated | |
|---|---|---|---|---|---|
| | | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** |
| **Revenue** | | | | | |
| Gross sales of services, net of discounts | 19 | 379,495 | 650,572 | 481,518 | 734,723 |
| Other revenue | | 173 | 1,094 | 651 | 2,107 |
| Gain on impairment of accounts receivable | 6 | 17 | 1 | 11 | 1,416 |
| | | **379,685** | **651,667** | **482,180** | **738,246** |
| **Inputs purchased from third parties** | | | | | |
| Cost of services provided | | (212,223) | (370,530) | (246,046) | (397,889) |
| Materials, energy, third party services and other operational elements | | (50,834) | (51,787) | (61,925) | (71,969) |
| | | **(263,057)** | **(422,317)** | **(307,971)** | **(469,858)** |
| **Gross added value** | | **116,628** | **229,350** | **174,209** | **268,388** |
| Depreciation and amortization | 10 and 11 | (8,605) | (9,449) | (12,227) | (12,972) |
| Amortization - right of use | 26 | (9,620) | (10,094) | (15,767) | (16,073) |
| **Net added value produced by the Company** | | **98,403** | **209,807** | **146,215** | **239,343** |
| **Added value received on transfers** | | | | | |
| Equity in earnings | 9 | 19,668 | 5,886 | 3,806 | (207) |
| Financial revenues | 22 | 22,918 | 4,374 | 23,704 | 5,157 |
| **Total added value to distribute** | | **140,989** | **220,067** | **173,725** | **244,293** |
| **Distribution of added value** | | | | | |
| **Personnel and charges** | | | | | |
| Direct remuneration | | 44,072 | 48,638 | 53,098 | 56,122 |
| Benefits | | 10,216 | 11,435 | 12,722 | 13,816 |
| Severance Pay Indemnity Fund (FGTS) | | 4,762 | 3,223 | 5,327 | 3,948 |
| **Taxes, fees and contributions** | | | | | |
| Federal | | 12,703 | 47,603 | 26,995 | 54,996 |
| State | | 23,010 | 36,167 | 26,459 | 39,376 |
| Municipal | | 1,232 | 1,459 | 3,016 | 2,651 |
| **Capital remuneration of third parties / Financiers** | | | | | |
| Interest and exchange variations | | 27,272 | 8,494 | 27,924 | 9,743 |
| Rentals | | 2,799 | 3,913 | 3,261 | 4,506 |
| **Remuneration of equity** | | | | | |
| Retained earnings | | 14,923 | 59,135 | 14,923 | 59,135 |
| **Distributed added value** | | **140,989** | **220,067** | **173,725** | **244,293** |

Management's notes are an integral part of the individual and consolidated interim financial information.

# Management's notes to the individual and consolidated interim financial information
# Quarter ending on June 30, 2020
# In thousands of Reais, unless otherwise stated

## 1 Operational context

Tegma Gestão Logística S.A. ("Company") and its Subsidiaries ("Company and its Subsidiaries") has, as its main objectives, the provision of services focused on the areas of logistics, transportation and storage management in various sectors of the economy, such as: automotive, consumer goods, chemicals and household appliances.

The Company is a publicly-held corporation, headquartered in São Bernardo do Campo, State of São Paulo, registered in the special segment of the B3 stock market, called Novo Mercado, under the trading code TGMA3, and is bound by arbitration at the Market Arbitration Chamber, as per the arbitration clause contained in its Articles of Organization.

The Company is composed of two divisions: automotive logistics and integrated logistics.

The Company's services in the automotive logistics division include:

**Road transportation -** transfer and distribution of brand new vehicles and used vehicles, port transfers, inventory management, vehicle manufacturer yard management, and preparing vehicles to be sold;

The Company's services in the integrated logistics division include:

**Road transportation -** milk run (system of scheduled collections of materials, using a single vehicle owned by the logistics operator to carry out the collections at one or more suppliers and deliver the materials at the final destination, always at pre-established times); full truck load (in which the truck packs a homogeneous load, usually with enough volume to completely fill a bucket or trunk of a truck), transfer of solid/liquid bulk and parts between customer and supplier plants;

**General and bonded warehousing -** including storage and management of parts and components, cross docking (distribution system in which the goods received, whether in a warehouse or a Distribution Center, are not stored but rather immediately prepared for delivery), picking or separation and preparation of orders (for the collection of certain products in storage, which may vary in terms of category and quantities, at the request of a customer, in order to satisfy said customer), handling and preparation, storage of liquid and solid chemical bulk, in-house storage (at the customer's structure), vehicle storage and bonded storage within structures suitable to the legislation of bonded warehouses;

**Logistics management -** involving inventory control, just-in-time production line supplying, management of returnable packaging, management of parts and components, management of vehicle yards, management of national and imported goods and reverse logistics.

***Impacts of the Covid-19 pandemic***

At the end of the first quarter of 2020, the pandemic took hold in Brazil and the vast majority of automakers in the country began to interrupt their activities. Car dealerships, in turn, followed the restrictions imposed in each region and, as a result, the Company's transportation operations were gradually paralyzed, with a residual volume of transportation and logistics services remaining. The Company's second quarter results were affected by the COVID-19 pandemic, to the extent that vehicle manufacturers, our main customers in the vehicle logistics division, gradually returned to their activities, only from the month of May onwards.

However, both domestic sales and volumes transported by Tegma were never null. The health and safety protocols in our operations involve those recommended by the authorities to reduce the risk of contagion among our employees and among third parties.

On the other hand, the Companies activities related to its warehousing operations in São Paulo and Rio de Janeiro did not stop during the second quarter, since they mostly involve the management of inventories of food products and e-commerce.

The integrated logistics division for the chemicals sector was at a fairly normal activity level, since it deals with the logistical operation of raw materials for products that, for the most part, were highly in demand (home and care). In turn, the operations regarding the home appliance sector came to a halt at the start of the pandemic, but gradually resumed throughout the quarter due to the increase in e-commerce sales.

All corporate areas of the company remain in remote work and, for those employees who occasionally need to come to our offices, we are taking all necessary precautions to preserve their health (providing transportation, masks and hand sanitizer, in addition to minimum recommended distance).

It is important to note that the Company has carried out some adjustment measures since the first half of April to adapt to the pandemic scenario:

a. Adherence to Provisional Measure 936 and other measures related to the management of its workforce, which included: i) the temporary suspension of the employment contracts, ii) the reduction of hours and hourly wages for 30 days, extendable for up to 90 days, depending on the return of each branch/operation and iii) the readjustment of the workforce as of mid-April.

b. Costs, fixed expenses of interrupted and corporate operations have been the focus of continuous and thorough review by management in order to contain and/or postpone expenses. It is worth mentioning that a large portion of the costs of interrupted operations is made up of variable costs and that there is no minimum payment commitment with suppliers.

c. Non-essential investments for the operation of the company's IT security and operations were postponed.

d. Throughout the expense review process, it was possible to postpone the rental payment for some properties used by the Company.

e. Fundraising was made in the amount of R$ 90 million in early April and R$ 45 million in early July, in order to reinforce the Company's cash, as mentioned in note 29.

f. Tegma has adhered to government programs to help companies, which involve the postponement of payment of PIS and COFINS from March and April to July and September respectively, and the same applies to the Employer's contribution. In addition, the company adhered to the program for the postponement of FGTS payment and the reduction of "Sistema S" rates by 50% for 3 months. This reduction does not affect the employee's contribution, but rather the contributions owed by the company.

g. In accordance with our dividend distribution policy, the complementary dividends for the year of 2019 should be resolved on the AGO-E of April 2020. However, management decided not to do so due to the uncertainties arising from the crisis and efforts to preserve cash.

***Search and Seizure – Operação Pacto***

On October 17, 2019, the Company was the subject of a search warrant and seizure of data and documents authorized by the 1st Criminal Court of São Bernardo do Campo, due to an investigation that, until then, was not known by the Company, and that was initiated by a "Partial Leniency Agreement" signed by one of Tegma's competitors in the brand new vehicle transportation market. The investigation seeks to assess the alleged concerted action in the transportation of imported brand new vehicles for a Company customer, from the port of Vitória to the Inland Customs Station, an operation that was abandoned by the company in 2015, and which already at that time represented a very low volume compared to revenues for the Company. The search and seizure in no way affected the Company's operations.

Due to the events described and, (i) considering the steady conviction that the Company operates in accordance with the strictest Compliance rules and market rules, (ii) considering that the origin of the allegations that supported the search and seizure request is based on commercial disputes and (iii) even in view of the several successes in previous lawsuits that imputed to the Company the same practices against the economic order; the Board of Directors, following the best market practices and striving for transparency and impartiality, determined in a meeting held on November 1, 2019, the establishment of an Independent Committee, comprised by three members and advised by specialized offices, to conduct a thorough and meticulous investigation of the facts attributed to the Company, which are the object of the documentation contained in the Leniency Agreement that gave rise to the aforementioned search and seizure.

The works of the independent committee extended from its creation to the end of the first semester of 2020.

Considering the recent end of the investigative work by the Independent Committee and its advisors, the company's Board of Directors received a report and final opinion on the investigation on July 30, 2020, which **concluded that there is no evidence of anti-competitive practices or of any illegal act that could support the charges that gave origin to Operação Pacto**.

As such, the Board of Directors has decided that there is no further measure to be adopted regarding Operação Pacto and that the Independent Committee should be dissolved on this date.

Regarding the investigation initiated by the "Partial Leniency Agreement", until the issuance of this interim financial information report, there was no manifestation by the 1st Criminal Court of São Bernardo do Campo regarding the order to suspend the case issued by the Appellate Court (STJ) in the records of the Conflict of Jurisdiction case on 09/16/2019. This conflict of jurisdiction is pending judgment on the merits by the STJ. At the Economic Defense Board (CADE), the case is at a standstill, with the extension of the investigation term being the sole event.

# 2 List of subsidiaries

The Group is constituted as follows:

| Direct and indirect subsidiaries | Participation (%) 2020 | Participation (%) 2019 | Relationship |
|---|---|---|---|
| Tegma Cargas Especiais Ltda. ("TCE") | 100.00 | 100.00 | Subsidiary |
| Tegma Logística de Armazéns Ltda. ("TLA") | 100.00 | 100.00 | Subsidiary |
| Tegmax Comércio e Serviços Automotivos Ltda. ("Tegmax") | 100.00 | 100.00 | Subsidiary |
| Tegma Logística de Veículos Ltda. ("TLV") | 100.00 | 100.00 | Subsidiary |
| Niyati Empreendimentos e Participações Ltda. ("Niyati") | 100.00 | 100.00 | Subsidiary |
| TegUp Inovação e Tecnologia Ltda. ("Tegup") (i) | 100.00 | 100.00 | Subsidiary |
| Tech Cargo Plataforma de Transportes Ltda. ("Tech Cargo") | 100.00 | 100.00 | Subsidiary |
| Catlog Logística de Transportes S.A. ("Catlog") | 49.00 | 49.00 | Joint venture |

| | | | |
|---|---|---|---|
| GDL Gestão de Desenvolvimento em Logística Participações S.A. ("GDL") | 50.00 | 50.00 | Joint venture |
| Stork Express Logística de Emplacados Ltda. ("Stork Express") (ii) | 87.00 | - | Indirect subsidiary |

(i) TegUp, a direct subsidiary of the Company, aims to bring innovation to logistics, acting as an accelerator for startups. An acceleration program cycle is carried out annually to find manufacturing companies that offer products, services and innovation related to the universe of digital logistics and transport. The companies Frete Rápido Desenvolvimento de Tecnologia Logística S.A. and Rabbot Serviços de Tecnologia S.A. received investments from the subsidiary TegUp in order to accelerate and contribute to their growth.

a. On August 23, 2018, investment was approved in the company Frete Rápido, a technology company in its initial stage of operation that develops a web-based solution for hiring freight. The investment authorized by the Board of Directors amounted to R$ 1,400, subject to the achievement of economic and financial goals. The entire investment has already been made.

b. On August 1, 2019, investment was approved in the company Rabbot, a technology company in its initial stage of operation that develops a solution for mobility automation, organization and fleet management process optimization. The authorized investment, which was already made, amounted to R$ 3,200, conditioned to the achievement of economic and financial goals.

(ii) Tegma Logística de Veículos Ltda., a direct subsidiary of the Company, created "Stork Express", which will perform road cargo transportation, though not for dangerous products.

# 3 Basis for preparation and significant accounting policies

## a. Statement of compliance (with respect to IFRS and CPC standards)

The individual and consolidated interim financial information report was prepared in accordance with technical pronouncement CPC 21 (R1) - Interim Statements and IAS 34 - Interim Financial Reporting, presented in accordance with the rules issued by the Brazilian Securities and Exchange Commission (CVM).

All relevant information proper to the interim and consolidated accounting information, and only said information, is being disclosed, and corresponds to the information used by Management in its activities.

The accounting policies adopted in the preparation of the interim accounting information report, as well as the measurement basis, the functional and presentation currency, the main judgments and the uncertainties in the estimates used in the application of accounting practices are consistent with those practiced in the preparation of the financial statements for the year ending December 31, 2019, filed with the Brazilian Securities and Exchange Commission (CVM) on March 31, 2020 and on the Company's investor relations website, ri.tegma.com.br. The individual and consolidated interim financial information reports should be read in conjunction with the financial statements for the year ended December 31, 2019.

The issuance of this individual and consolidated interim financial information report was authorized by the Board of Directors on August 5, 2020.

# 4 Financial risk management

Risk management is carried out by the Company's central treasury department, and protection strategies against possible financial risks are evaluated and defined in cooperation with the operating units of the Company and its Subsidiaries. Management establishes principles for global risk management, as well as for specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative and non-derivative financial instruments and investment of surplus cash.

## a Market risk - Exchange rate

In August 2018, the Company obtained a credit line granted under the benefits of Law 4,131 referenced in US dollars, as described in note 12. In order to protect itself against exchange rate fluctuations, the Company contracted a derivative financial instrument (swap) with the same notional value and maturities.

This financial instrument, designated as cash flow swap, consists of exchanging the exchange variation plus a fixed rate of 4.89% per year, for percentages related to the variation of the Interbank Deposit Certificate - CDI plus a fixed rate of 0.89% per year.

As of June 30, 2020, the Company presents the following net exposure to exchange rate variations, denominated in US dollars (amounts below denominated in reais):

| | **Parent Company and Consolidated** |
|---|---|
| Foreign currency loans and financing (note 12) | 74,610 |
| Derivative financial instruments - active swap (i) | (74,610) |
| Foreign exchange exposure, net | - |

(i) Does not inclue swap fair value.

The Company and its Subsidiaries do not operate with derivative financial instruments for speculation purposes.

## b Market risk - Basic interest rate

The interest rate risk of the Company and its Subsidiaries results from short and long term loans. Loans issued at variable rates expose the Company and its Subsidiaries to cash flow interest rate risk. Loans issued at fixed rates expose the Company and its Subsidiaries to the fair value risk associated with the interest rate.

Loans that were issued and referenced in US dollars, but which were the subject of the contracting of a derivative instrument to protect against exchange rate fluctuations, also became exposed to local interest rates.

The interest rate risk of the Company and its Subsidiaries is represented by the exposure to the variation of the CDI. The exposure to interest risk of operations linked to these variations is shown below:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Loans and financing - foreign currency (note 12) | (74,610) | (57,220) | (74,610) | (57,220) |
| Loans and financing - local currency (note 12) | (121,744) | (33,802) | (121,744) | (33,802) |
| Derivative financial instruments | 23,748 | 3,748 | 23,748 | 3,748 |
| Derivative financial instruments - fair value | 123 | (9) | 123 | (9) |
| Debentures (note 12) | (51,514) | (50,135) | (51,514) | (50,135) |
| Cash equivalents (Note 5) | 242,830 | 35,694 | 285,863 | 65,963 |
| Net exposure | **18,833** | **(101,724)** | **61,866** | **(71,455)** |

## c Credit risk

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding accounts receivable. For banks and financial institutions, only securities of independent entities classified as “minimum A rating” in the Standard & Poor’s scale or the equivalent in other credit rating agencies are accepted. The credit analysis area assesses the customer's credit quality, taking into account their financial position, past experience and other factors. The limits of individual customer risks are determined based on internal ratings. Credit risk management practices, including methods and assumptions, are described in note 6. The use of credit limits is monitored regularly.

The Company's exposure is shown below:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Cash and cash equivalents (Note 5) | 243,342 | 36,764 | 286,503 | 67,332 |
| Accounts receivable from customers (Note 6) | 78,292 | 220,464 | 127,444 | 261,173 |
| | 321,634 | 257,228 | 413,947 | 328,505 |

## d Liquidity risk

The cash flow forecast is made at the operating entities of the Company and its Subsidiaries and consolidated by the treasury department.

Through this forecast, the treasury monitors the availability of cash to meet the operational and financial needs of the Company and its Subsidiaries, maintaining and contracting credit facilities available at appropriate levels.

Excess cash is invested in conservative financial operations and with very short-term liquidity to meet the forecasts mentioned above.

The following table illustrates the financial liabilities and derivative transactions of the Company and its Subsidiaries, by maturity, corresponding to the period remaining on the balance sheet until the contractual maturity date. These amounts are undiscounted cash flows and include contractual interest payments and exclude the impact of compensation agreements:

| | | | | | Parent Company |
|---|---|---|---|---|---|
| | **Book value** | **Financial flow** | **Less than 1 year** | **Between 1 and 2 years** | **Between 2 and 6 years** |
| Loans and financing (note 12) | 196,354 | 206,376 | 121,422 | 63,963 | 20,991 |
| Debentures (note 12) | 51,514 | 52,735 | 27,595 | 25,140 | - |
| Suppliers and freight payable | 13,870 | 13,870 | 13,870 | - | - |
| Other accounts payable (note 16) | 24,591 | 24,591 | 24,591 | - | - |
| Derivative financial instruments | (23,871) | (23,871) | (23,871) | - | - |
| Related parties (note 24) | 725 | 725 | 44 | 681 | - |
| **As of June 30, 2020** | **263,183** | **274,426** | **163,651** | **89,784** | **20,991** |

| | | | | | Consolidated |
|---|---|---|---|---|---|
| | **Book value** | **Financial flow** | **Less than 1 year** | **Between 1 and 2 years** | **Between 2 and 6 years** |
| Loans and financing (note 12) | 196,354 | 206,376 | 121,422 | 63,963 | 20,991 |
| Debentures (note 12) | 51,514 | 52,735 | 27,595 | 25,140 | - |
| Suppliers and freight payable | 17,169 | 17,169 | 17,169 | - | - |
| Other accounts payable (note 16) | 29,862 | 29,862 | 29,862 | - | - |
| Derivative financial instruments | (23,871) | (23,871) | (23,871) | - | - |
| Related parties (note 24) | 737 | 737 | 37 | 700 | - |
| **As of June 30, 2020** | **271,765** | **283,008** | **172,214** | **89,803** | **20,991** |

## e Sensitivity analysis

Below is a table showing the sensitivity analysis of the financial instruments, which describes the risks that could cause material losses for the Company and its Subsidiaries. Considering that the amount invested and all the Company's debts (Loans and Financing and Debentures) are linked to the CDI 2.15% per annum (4.4% per annum in December 2019), this index would be the only existing risk variable. According to the assessment made by Management, the most likely scenario (Scenario I) presents the impacts over a year, considering the maintenance of the CDI.

Additionally, as determined by the CVM, through Instruction no. 475/08, two other scenarios are demonstrated in order to present the impacts of a 25% and 50% increase in the risk variable considered. These are Scenarios II and III respectively.

The following table shows the possible impacts on income and shareholders' equity based on the CDI 2.15% per annum (4.4% per annum in December 2019) in the event of the respective scenarios presented:

| | | | Parent Company | | | Consolidated |
|---|---|---|---|---|---|---|
| | **Probable Scenario (I)** | **Possible scenario (II) 25%** | **Remote Scenario (III) 50%** | **Probable Scenario (I)** | **Possible scenario (II) 25%** | **Remote Scenario (III) 50%** |
| Financial investments | 5,226 | 3,916 | 2,610 | 6,156 | 4,610 | 3,073 |
| **Revenue** | **5,226** | **3,916** | **2,610** | **6,156** | **4,610** | **3,073** |
| NCE Bradesco | (997) | (1,160) | (1,323) | (997) | (1,160) | (1,323) |
| NCE Itaú | (3,022) | (3,295) | (3,569) | (3,022) | (3,295) | (3,569) |
| 4131 Itaú | (1,546) | (1,820) | (2,093) | (1,546) | (1,820) | (2,093) |
| 4131 Santander | (2,499) | (2,717) | (2,936) | (2,499) | (2,717) | (2,936) |
| Debentures II | (2,138) | (2,415) | (2,692) | (2,138) | (2,415) | (2,692) |
| **Expenses** | **(10,203)** | **(11,407)** | **(12,612)** | **(10,203)** | **(11,407)** | **(12,612)** |
| **Net Effect on Income / Equity** | **(4,977)** | **(7,492)** | **(10,002)** | **(4,047)** | **(6,798)** | **(9,539)** |

## f Capital management

The Company and its Subsidiaries monitor capital based on the financial leverage ratio, which corresponds to the net debt divided by the total capital. Net debt corresponds to total loans (including short and long-term loans, as shown in the financial position statement), minus the amount of cash and cash equivalents, short-term investments and added to or subtracted from the swap balance. Total capital is calculated using the sum of shareholders' equity, as shown in the financial position statement, with net debt.

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Loans and financing - note 12 | 196,354 | 91,022 | 196,354 | 91,022 |
| Debentures - note 12 | 51,514 | 50,135 | 51,514 | 50,135 |
| Derivative financial instruments | (23,871) | (3,739) | (23,871) | (3,739) |
| Cash and cash equivalents - Note 5 | (243,342) | (36,764) | (286,503) | (67,332) |
| Net debt | (19,345) | 100,654 | (62,506) | 70,086 |
| Total shareholders' equity | 590,088 | 575,079 | 590,088 | 575,079 |
| Total capital | 570,743 | 675,733 | 527,582 | 645,165 |
| **Financial leverage ratio** | (3%) | 15% | (12%) | 11% |

## g Financial instrument classification

CPC 40 (R1) (IFRS 7) defines fair value as the exchange price that would be received for an asset or the price paid to transfer a liability (exit price) in the main market, or in the most advantageous market for the asset or liability, in a normal transaction between market participants on the measurement date, as well as establishing a three-tier hierarchy to be used to measure fair value, namely:

**Tier 1 -** Quoted prices (not adjusted) in active markets for identical assets and liabilities.

**Tier 2 -** Other information, excluding the information included in level 1, whereby quoted prices (unadjusted) are for similar assets and liabilities, (directly as prices or indirectly as price derivatives), in non-active markets, or other information that is available or that can be corroborated by the information observed in the market.

**Tier 3 -** Information that is unavailable due to little or no market activity and which is significant for defining the fair value of assets and liabilities (unobservable).

The methodology applied to calculate the fair value is to take the future value using the CDI curve considering the percentage of the contracted index and then bring it to present value discounting by 100% of the CDI curve, already in foreign currency, taking it to the future value at the pre-contracted rate – we bring it to present value discounting by the "dirty" contract curve converting by PTAX of D-1 on the calculation date.

The classification of financial instruments is shown in the table below, and there are no instruments classified in categories other than those reported.

| | Parent Company | | | Consolidated | | |
|---|---|---|---|---|---|---|
| | **Book value** | **Fair value** | **Fair value hierarchy** | **Book value** | **Fair value** | **Fair value hierarchy** |
| **As of June 30, 2020** | | | | | | |
| Assets | | | | | | |
| **Fair value through profit or loss** | | | | | | |
| Financial investments - note 5 | 242,830 | 242,830 | Tier 2 | 285,863 | 285,863 | Tier 2 |
| **Financial instrument designated for hedging** | | | | | | |
| Derivative financial instruments (i) | 23,871 | 23,871 | Tier 2 | 23,871 | 23,871 | Tier 2 |
| **Assets at amortized cost** | | | | | | |
| Cash and cash equivalents - Note 5 | 512 | 512 | Tier 1 | 640 | 640 | Tier 1 |
| Accounts receivable from customers - note 6 | 78,292 | 78,292 | Tier 2 | 127,444 | 127,444 | Tier 2 |
| Related parties - note 24 | 1,420 | 1,420 | Tier 2 | 1,227 | 1,227 | Tier 2 |
| Other accounts receivable (ii) - Note 7 | 675 | 675 | Tier 2 | 1,980 | 1,980 | Tier 2 |
| | **347,600** | **347,600** | | **441,025** | **441,025** | |
| Liabilities | | | | | | |
| **Liabilities at amortized cost** | | | | | | |
| Debentures - note 12 | 51,514 | 52,099 | Tier 2 | 51,514 | 52,099 | Tier 2 |
| Loans and financing - note 12 | 196,354 | 201,908 | Tier 2 | 196,354 | 201,908 | Tier 2 |
| Suppliers and freight payable | 13,870 | 13,870 | Tier 2 | 17,169 | 17,169 | Tier 2 |
| Other accounts payable - note 16 | 24,591 | 24,591 | Tier 2 | 29,862 | 29,862 | Tier 2 |
| Related parties - note 24 | 725 | 725 | Tier 2 | 737 | 737 | Tier 2 |
| | **287,054** | **293,193** | | **295,636** | **301,775** | |

**(i)** The Company maintains derivative financial instruments to hedge its exposure to exchange rate variations, resulting from the 4131 loan contract in foreign currency.

**(ii)** This does not include amounts referring to advances to employees and suppliers.

| | Parent Company | | | Consolidated | | |
|---|---|---|---|---|---|---|
| | **Book value** | **Fair value** | **Fair value hierarchy** | **Book value** | **Fair value** | **Fair value hierarchy** |
| **On December 31, 2019** | | | | | | |
| Assets | | | | | | |
| **Fair value through profit or loss** | | | | | | |
| Financial investments - note 5 | 35,694 | 35,694 | Tier 2 | 65,963 | 65,963 | Tier 2 |
| **Financial instrument designated for hedging** | | | | | | |
| Derivative financial instruments (i) | 3,739 | 3,739 | Tier 2 | 3,739 | 3,739 | Tier 2 |
| **Assets at amortized cost** | | | | | | |
| Cash and cash equivalents - Note 5 | 1,070 | 1,070 | Tier 1 | 1,369 | 1,369 | Tier 1 |
| Accounts receivable from customers - note 6 | 220,464 | 220,464 | Tier 2 | 261,173 | 261,173 | Tier 2 |
| Related parties - note 24 | 1,999 | 1,999 | Tier 2 | 4,399 | 4,399 | Tier 2 |
| Other accounts receivable (ii) - Note 7 | 1,210 | 1,210 | Tier 2 | 2,769 | 2,769 | Tier 2 |
| | **264,176** | **264,176** | | **339,412** | **339,412** | |
| Liabilities | | | | | | |
| **Liabilities at amortized cost** | | | | | | |
| Debentures - note 12 | 50,135 | 51,190 | Tier 2 | 50,135 | 51,190 | Tier 2 |
| Loans and financing - note 12 | 91,022 | 92,358 | Tier 2 | 91,022 | 92,358 | Tier 2 |
| Suppliers and freight payable | 33,452 | 33,452 | Tier 2 | 36,312 | 36,312 | Tier 2 |
| Other accounts payable - note 16 | 23,585 | 23,585 | Tier 2 | 29,637 | 29,637 | Tier 2 |
| Related parties - note 24 | 690 | 690 | Tier 2 | 614 | 614 | Tier 2 |
| | **198,884** | **201,275** | | **207,720** | **210,111** | |

**(i)** The Company maintains derivative financial instruments to hedge its exposure to exchange rate variations, resulting from the 4131 loan contract in foreign currency.

**(ii)** This does not include amounts referring to advances to employees and suppliers.

### h Hedge accounting

The Company's hedge operation aims to protect cash flows referenced in US dollars arising from loans in foreign currency (according to note 12) since practically all Company operations are referenced with the local currency.

Accordingly, the transaction falls under the cash flow hedge classification, with applicable accounting in accordance with CPC 48 - Financial instruments.

The purpose of hedge accounting (thus understood as the hedge accounting policy adopted) is to have the Company's income be affected only by the local interest rates to which it is exposed, considering only the net effect of the contracted hedge.

The contract effective on June 30, 2020 is as follows:

| Instrument | Type of financial instrument | Operation | Notional value | Due date | Protection indexer | Contracted rate |
|---|---|---|---|---|---|---|
| Swap contract | *Cash flow hedge* | USD X CDI Swap | USD 13,441 | 08/2020 | Exchange variation +4.89% | CDI +0.89% |

Outstanding balances are shown below:

| | Principal value (notional) | Curve value | Fair value | Gain (loss) from fair value adjustment |
|---|---|---|---|---|
| **Description** | | | | |
| *Swap contract* | | | | |
| Active end: | | | | |
| Long position dollar | 50,000 | 74,610 | 74,775 | 165 |
| Passive: | | | | |
| Short position in the CDI | (50,000) | (50,862) | (50,904) | (42) |
| **Total net financial instrument** | **-** | **23,748** | **23,871** | **123** |

In accordance with applicable accounting practices, the adjustment to the fair value calculated for the financial instrument was R$ 123 (R$ 80, net of tax effects), recorded under other comprehensive income fields in shareholders' equity. It is worth mentioning that the current *hedge* operation is totally bound, including contractually, to the loan contracted under the 4131 resolution modality, and cannot be undone individually.

## 5 Cash and cash equivalents

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Bank and cash resources | 512 | 1,070 | 640 | 1,369 |
| Financial investments | 242,830 | 35,694 | 285,863 | 65,963 |
| | **243,342** | **36,764** | **286,503** | **67,332** |

Financial investments are short-term, highly liquidity, readily convertible into a known amount of cash and are subject to an insignificant risk of change in value.

Financial investments are represented by operations with immediate liquidity, with remuneration agreed between 100.0% and 101.0% for the terms established in June 2020 (96.5% to 101.0% in December 2019) of the index variation of the Interbank Deposit Certificate (CDI).

The Company adopts centralized cash management at the Parent Company, despite the consolidated cash being distributed among its Subsidiaries.

The exposure of the Company and its Subsidiaries to risk and the sensitivity analysis are disclosed in note 4.

# 6 Accounts receivable from customers

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| **Accounts receivable from the sale of services:** | | | | |
| In Brazil | 78,450 | 220,639 | 127,655 | 261,395 |
| **Accounts receivable in Brazil** | **78,450** | **220,639** | **127,655** | **261,395** |
| Estimated loss | (158) | (175) | (211) | (222) |
| | **78,292** | **220,464** | **127,444** | **261,173** |

On June 30, 2020, the average collection period is approximately 64 days for the Parent Company and 72 days for the Consolidated (49 days for the Parent Company and 51 days for the Consolidated in December 2019).

The maturity analysis of these accounts receivable is shown below:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Bonds to become due | 69,202 | 205,527 | 115,233 | 244,762 |
| Bonds due for up to 30 days | 4,059 | 13,585 | 6,534 | 14,770 |
| Bonds overdue for 31 to 90 days | 2,075 | 699 | 2,601 | 988 |
| Bonds overdue for 91 to 180 days | 2,051 | 113 | 2,168 | 113 |
| Bonds overdue for more than 181 days | 1,063 | 715 | 1,119 | 762 |
| | **78,450** | **220,639** | **127,655** | **261,395** |

The Company and its Subsidiaries consider in their assessments the approach of lifetime expected losses in accounts receivable from customers in order to establish the estimated loss, based on the history of losses incurred and the expectation of continuity of their customers.

Expected losses are recognized based on accounts receivable in arrears (aging) taking into account Tegma's loss history. As a general rule, bonds overdue for more than 180 days are fully provisioned. This assessment excludes customers who have no history of losses. These customers refer substantially to the automotive sector.

The change in the estimated loss of the Company and its Subsidiaries for the six-month period ending on June 30, 2020 is shown as follows:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| **Opening balance** | **(175)** | **(79)** | **(222)** | **(2,938)** |
| Additions | (230) | (340) | (237) | (402) |
| Reversals | 247 | 244 | 248 | 2,511 |
| Others (i) | - | - | - | 607 |
| **Closing balance** | **(158)** | **(175)** | **(211)** | **(222)** |

(i) Refers to the reclassification of accounts receivable according to negotiations with clients.

The maximum exposure to credit risk is the book value of each class of accounts receivable mentioned above. The Company and its Subsidiaries do not hold any securities as collateral.

# 7 Other accounts receivable

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Indemnity assets | 562 | 527 | 1,866 | 1,832 |
| Advance to suppliers | 5,757 | 2,099 | 8,412 | 3,719 |
| Advances to employees | 782 | 1,831 | 900 | 2,031 |
| Recovery of expenses receivable | - | 39 | - | 39 |
| Claims recoverable | - | 4 | - | 105 |
| Other credits | 113 | 640 | 114 | 793 |
| | **7,214** | **5,140** | **11,292** | **8,519** |
| Current | 6,652 | 4,613 | 9,426 | 6,687 |
| Non-current | 562 | 527 | 1,866 | 1,832 |
| | **7,214** | **5,140** | **11,292** | **8,519** |

# 8 Taxes and contributions recoverable

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| INSS recoverable | 6,507 | 6,639 | 10,055 | 10,104 |
| IRRF on financial investments | 598 | 44 | 698 | 124 |
| PIS and COFINS (i) | 54,468 | 103,993 | 56,229 | 105,685 |
| Others | 43 | 33 | 72 | 56 |
| | **61,616** | **110,709** | **67,054** | **115,969** |
| Current | 55,158 | 104,325 | 57,277 | 106,280 |
| Non-current | 6,458 | 6,384 | 9,777 | 9,689 |
| | **61,616** | **110,709** | **67,054** | **115,969** |

**(i)** On July 15, 2019, Tegma Gestão Logística's lawsuit was found to be *res judicata*, acknowledging the Company's right to exclude ICMS from the PIS and COFINS calculation base, retroactive to August 2003. Through a a survey of documents and calculations based on the confirmation of *res judicata*, the Parent Company obtained a credit of R$ 103,406 (referring to the period from August 2003 to November 2018) due to the exclusion of the ICMS from its calculations of PIS and COFINS, already updated by the SELIC rate. Credits from March 2017 to November 2018 had already been recognized in December 2018. In September 2019, the Parent Company recorded the remaining balance, that is, the credits for the period from August 2003 to February 2017. The amount of this credit in June 2020 is R$ 52,704 (R$ 92,136 in December 2019). The Parent Company enabled the credits with the Brazilian Federal Revenue Service in order to have the right to offset these amounts with federal taxes due, with said order being granted in December 2019. It is worth mentioning that, since December 2018, the Company started to exclude ICMS from the PIS and COFINS calculation in its assessment.

The recoverable tax amounts were generated by the operations of the Company and its Subsidiaries and will be offset against future debts of the same kind, therefore, the amounts are presented at sale values.

# 9 Investments

## Subsidiaries and jointly controlled companies

**Parent Company**

| | 06/30/2020 | | | 12/31/2019 | | |
|---|---|---|---|---|---|---|
| | **Investment** | **Net goodwill** | **Total** | **Investment** | **Net goodwill** | **Total** |
| **Subsidiaries** | | | | | | |
| Tegma Cargas Especiais Ltda. (TCE) | 48,803 | 6,364 | **55,167** | 53,257 | 6,364 | **59,621** |
| Tegma Logística de Armazéns Ltda. (TLA) | 19,149 | - | **19,149** | 23,423 | - | **23,423** |
| Niyati Empreendimentos e Participações Ltda. (Niyati) | 106,865 | - | **106,865** | 107,579 | - | **107,579** |
| Tech Cargo Plataforma de Transportes Ltda (Tech Cargo) | 1 | - | **1** | 1 | - | **1** |
| Tegmax Comércio e Serviços Automotivos Ltda. (Tegmax) | 2,533 | - | **2,533** | 2,664 | - | **2,664** |
| Tegma Logística de Veículos Ltda. (TLV) | 19,849 | - | **19,849** | 14,752 | - | **14,752** |
| Tegup Inovação e Tecnologia Ltda. (“Tegup”) | 4,624 | - | **4,624** | 4,517 | - | **4,517** |
| Stork Express Logística de Emplacados Ltda (Stork) | 1 | - | **1** | - | - | - |
| | **201,825** | **6,364** | **208,189** | **206,193** | **6,364** | **212,557** |
| **Joint ventures** | | | | | | |
| Catlog Logística de Transportes S.A. (Catlog) | 358 | - | **358** | 493 | - | **493** |
| GDL Gestão de Desenvolvimento em Logística Participações S.A. (“GDL”) | 23,531 | 16,693 | **40,224** | 21,157 | 16,693 | **37,850** |
| | **23,889** | **16,693** | **40,582** | **21,650** | **16,693** | **38,343** |
| **Parent company total investment** | **225,714** | **23,057** | **248,771** | **227,843** | **23,057** | **250,900** |

**Consolidated**

| | 06/30/2020 | | | 12/31/2019 | | |
|---|---|---|---|---|---|---|
| | **Investment** | **Net goodwill** | **Total** | **Investment** | **Net goodwill** | **Total** |
| **Joint ventures** | | | | | | |
| Catlog Logística de Transportes S.A. (Catlog) | 358 | - | 358 | 493 | - | 493 |
| GDL Gestão de Desenvolvimento em Logística Participações S.A. (“GDL”) | 23,531 | 16,693 | 40,224 | 21,157 | 16,693 | 37,850 |
| | **23,889** | **16,693** | **40,582** | **21,650** | **16,693** | **38,343** |

## Investment transactions

| | | | | | | | | | | | Parent Company |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | TCE | Stork Express | Tech Cargo | TLA | Niyati | Tegmax | TLV | Tegup | Catlog (i) | GDL | Total |
| As of January 1, 2020 | **59,621** | **-** | **1** | **23,423** | **107,579** | **2,664** | **14,752** | **4,517** | **493** | **37,850** | **250,900** |
| Equity | 8,137 | - | - | 1,472 | 1,164 | 19 | 5,097 | (27) | (135) | 3,941 | **19,668** |
| Subsidiary establishment | - | 1 | - | - | - | - | - | - | - | **-** | **1** |
| Capital increase (decrease) (ii) | 8,726 | - | - | (5,746) | - | - | - | 134 | - | **-** | **3,114** |
| Dividends (iii) | (21,317) | - | - | - | (1,878) | (150) | - | - | - | (1,567) | **(24,912)** |
| **As of June 30, 2020** | **55,167** | **1** | **1** | **19,149** | **106,865** | **2,533** | **19,849** | **4,624** | **358** | **40,224** | **248,771** |

**(i)** Since January 2015, the investee Catlog has remained operationally inactive. Its resumption of activities may be reconsidered if deemed convenient by the Company.

**(ii)** The amount of R$ 5,746 reduced in the subsidiary Tegma Logística de Armazéns Ltda was paid up in the subsidiary Tegma Cargas Especiais Ltda through assets, with the intermediation of the parent company Tegma Gestão Logística S.A.

**(iii)** The dividends of subsidiaries Tegma Cargas Especiais Ltda and Tegmax Comércio e Serviços Automotivos Ltda in the amounts of R$ 21,317 and R$ 23, respectively, have not been paid.

| | Consolidated | | |
|---|---|---|---|
| | Catlog | GDL | Total |
| As of January 1, 2020 | 493 | 37,850 | 38,343 |
| Equity | (135) | 3,941 | 3,806 |
| Dividends | - | (1,567) | (1,567) |
| **As of June 30, 2020** | **358** | **40,224** | **40,582** |

Company share in the profits of direct subsidiaries, all private or limited companies, as well as in the total of its assets and liabilities:

| | TCE | Stork Express | TLA | Niyati | Tegmax | TLV | Tegup | Tech Cargo |
|---|---|---|---|---|---|---|---|---|
| **Balances on June 30, 2020** | | | | | | | | |
| Assets | 94,901 | 1 | 31,201 | 107,101 | 2,724 | 27,614 | 4,634 | 1 |
| Liabilities | 46,098 | - | 12,052 | 236 | 191 | 7,765 | 10 | - |
| Shareholders’ equity | 48,803 | 1 | 19,149 | 106,865 | 2,533 | 19,849 | 4,624 | 1 |
| Net revenue | 46,230 | - | 18,045 | 2,525 | - | 23,591 | 8 | - |
| Profit/(Loss) | 8,137 | - | 1,472 | 1,164 | 19 | 5,097 | (27) | - |
| **Balances on December 31, 2019** | | | | | | | | |
| Assets | 75,911 | - | 39,365 | 107,807 | 2,827 | 23,956 | 4,525 | 1 |
| Liabilities | 22,654 | - | 15,942 | 228 | 163 | 9,204 | 8 | - |
| Shareholders’ equity | 53,257 | - | 23,423 | 107,579 | 2,664 | 14,752 | 4,517 | 1 |
| Net revenue | 83,993 | - | 32,165 | 4,776 | - | 49,416 | 25 | - |
| Profit/(Loss) | 18,704 | - | (2,676) | 2,596 | 24 | (496) | (133) | - |

We will now present the total balances of the balance sheet and income accounts (100%) of the companies under common control:

| | Catlog | | GDL | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Assets | | | | |
| Current | 1,315 | 1,263 | 41,442 | 32,348 |
| Non-current | 343 | 654 | 19,065 | 20,290 |
| Fixed Assets | - | - | 8,419 | 9,274 |
| Intangible Assets | - | - | 1,033 | 1,154 |
| Right of use | - | - | - | 40 |
| | **1,658** | **1,917** | **69,959** | **63,106** |
| Liabilities and shareholders' equity | | | | |
| Current | 36 | 18 | 19,633 | 10,626 |
| Non-current | 891 | 893 | 3,265 | 10,166 |
| Shareholders’ equity | 731 | 1,006 | 47,061 | 42,314 |
| | **1,658** | **1,917** | **69,959** | **63,106** |

| | Catlog | | GDL | |
|---|---|---|---|---|
| | **06/30/2020** | **06/30/2019** | **06/30/2020** | **06/30/2019** |
| Income for the year | | | | |
| Net revenue | - | - | 37,620 | 31,987 |
| Cost of services provided | - | - | (25,991) | (29,358) |
| General and Administrative Expenses | (83) | (205) | (2,650) | (990) |
| Financial income (expenses), net | 32 | 84 | (67) | (1,274) |
| Other (expenses) revenues, net | (225) | (487) | 2,966 | - |
| Income tax and social contribution | - | (4) | (3,996) | (179) |
| Profit (loss) for the year | (276) | (612) | 7,882 | 186 |

# 10 Fixed Assets

## Fixed Asset Transactions

**Parent Company**

| | Land | Buildings | Computers and peripherals | Premises | Vehicles | Machines and equipment/ tools | Third-party property improvements | Furniture, utensils and packaging and others (i) | Property, plant and equipment in progress (ii) | Total |
|---|---|---|---|---|---|---|---|---|---|---|
| Net balances as of January 1, 2020 | 11,429 | 27,003 | 2,139 | 3,312 | 24,784 | 3,030 | 3,704 | 9,803 | 199 | 85,403 |
| Transactions | | | | | | | | | | |
| Acquisitions | - | - | 61 | 262 | 106 | 108 | 1,335 | 849 | 11 | 2,732 |
| Sales | - | - | - | - | (41) | - | - | - | - | (41) |
| Transfers (iii) | - | - | - | - | - | - | - | 11 | (41) | (30) |
| Depreciation | - | (691) | (417) | (247) | (1,695) | (333) | (927) | (2,232) | - | (6,542) |
| Net balances as of June 30, 2020 | 11,429 | 26,312 | 1,783 | 3,327 | 23,154 | 2,805 | 4,112 | 8,431 | 169 | 81,522 |
| Balances on June 30, 2020 | | | | | | | | | | |
| Cost | 11,429 | 34,567 | 13,753 | 6,182 | 62,348 | 11,737 | 54,685 | 30,467 | 169 | 225,337 |
| Accumulated depreciation | - | (8,255) | (11,970) | (2,855) | (39,194) | (8,932) | (50,573) | (22,036) | - | (143,815) |
| Net balances as of June 30, 2020 | 11,429 | 26,312 | 1,783 | 3,327 | 23,154 | 2,805 | 4,112 | 8,431 | 169 | 81,522 |

**(i)** Additions in furniture, utensils, packaging and others in the year are substantially represented by packaging materials (industrial logistics division).

**(ii)** Property, plant and equipment in progress mainly refers to works and improvements in progress.

**(iii)** Transfer to intangible assets, in the amount of R$ 30 related to a software license.

**Consolidated**

| | Land | Buildings | Computers and peripherals | Premises | Vehicles | Machines and equipment/ tools | Third-party property improvements | Furniture, utensils, packaging and others (i) | Property, plant and equipment in progress (ii) | Total |
|---|---|---|---|---|---|---|---|---|---|---|
| Net balances as of January 1, 2020 | 64,349 | 71,751 | 2,689 | 8,922 | 39,228 | 4,617 | 6,231 | 10,608 | 638 | 209,033 |
| Transactions | | | | | | | | | | |
| Acquisitions | 281 | 3,493 | 63 | 823 | 207 | 108 | 1,363 | 856 | 42 | 7,236 |
| Sales | (1,500) | - | - | - | (41) | - | - | - | - | (1,541) |
| Transfers (iii) | - | - | 30 | - | 30 | - | - | 11 | (101) | (30) |
| Depreciation | - | (1,701) | (662) | (685) | (2,366) | (578) | (1,670) | (2,323) | - | (9,985) |
| Net balances as of June 30, 2020 | 63,130 | 73,543 | 2,120 | 9,060 | 37,058 | 4,147 | 5,924 | 9,152 | 579 | 204,713 |
| Balances on March 31, 2020 | | | | | | | | | | |
| Cost | 63,130 | 86,818 | 19,360 | 16,055 | 87,768 | 18,154 | 73,437 | 32,605 | 579 | 397,906 |
| Accumulated depreciation | - | (13,275) | (17,240) | (6,995) | (50,710) | (14,007) | (67,513) | (23,453) | - | (193,193) |
| Net balances as of June 30, 2020 | 63,130 | 73,543 | 2,120 | 9,060 | 37,058 | 4,147 | 5,924 | 9,152 | 579 | 204,713 |

**(i)** Additions in furniture, utensils, packaging and others in the year are substantially represented by packaging materials (industrial logistics division).

**(ii)** Property, plant and equipment in progress mainly refers to works and improvements in progress.

**(iii)** Includes transfer to intangible assets, in the amount of R$ 30 related to a software license.

The depreciation and amortization amounts were recorded as follows:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** |
| Depreciation | (6,542) | (7,129) | (9,985) | (10,456) |
| Amortization | (2,063) | (2,320) | (2,242) | (2,516) |
| Total | (8,605) | (9,449) | (12,227) | (12,972) |

The depreciation and amortization amounts segregated between costs and expenses were recorded as follows:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** |
| Cost of services provided | (6,863) | (7,700) | (10,374) | (11,115) |
| General and Administrative Expenses | (1,742) | (1,749) | (1,853) | (1,857) |
| Total | (8,605) | (9,449) | (12,227) | (12,972) |

# 11 Intangible Assets

| | | | | | **Parent Company** |
|---|---|---|---|---|---|
| | **01/01/2020** | **Addition** | **Transfer (i)** | **Amortization** | **06/30/2020** |
| Software | 10,734 | 2,428 | 30 | (2,063) | 11,129 |
| Goodwill paid on acquisition of investments | | | | | |
| Nortev | 120,877 | - | | - | 120,877 |
| Boni Amazon | 32,791 | - | | - | 32,791 |
| | **164,402** | **2,428** | **30** | **(2,063)** | **164,797** |

**(i)** Transfer of fixed assets, in the amount of R$ 30, related to a software license.

| | | | | | **Consolidated** |
|---|---|---|---|---|---|
| | **01/01/2020** | **Addition** | **Transfer (i)** | **Amortization** | **06/30/2020** |
| Software | **11,414** | 2,458 | 30 | (2,242) | **11,660** |
| Goodwill paid on acquisition of investments | | | | | |
| Nortev | 120,877 | - | | - | 120,877 |
| Boni Amazon | 32,791 | - | | - | 32,791 |
| Tegma Cargas Especiais Ltda. | 6,364 | - | | - | 6,364 |
| | **160,032** | **-** | **-** | **-** | **160,032** |
| Net | **171,446** | **2,458** | **30** | **(2,242)** | **171,692** |

**(i)** Transfer of fixed assets, in the amount of R$ 30, related to a software license.

# 12 Loans and financing

| | Parent Company and Consolidated | |
|---|---|---|
| | **06/30/2020** | **12/31/2019** |
| Loans and financing - local currency | | |
| NCE - Export credit note (a.i.) | 81,112 | 33,802 |
| Resolution 4131 (a.ii) | 40,632 | - |
| Loans and financing - foreign currency | | |
| Resolution 4131 (a.ii) | 74,610 | 57,220 |
| **Total loans and financing** | **196,354** | **91,022** |
| (-) Current | 116,354 | 61,022 |
| Non-current | 80,000 | 30,000 |
| Debentures (b) | | |
| **Total debentures** | **51,514** | **50,135** |
| (-) Current | 26,509 | 25,130 |
| Non-current | 25,005 | 25,005 |
| **Loans and financing** | **247,868** | **141,157** |
| **Derivative financial instruments - swap (active)** | **(23,871)** | **(3,739)** |
| (-) Current (i) | (23,871) | (3,739) |
| **Loans and financing net of swaps** | **223,997** | **137,418** |

(i) Includes fair value on the swap in the amount of R$ 123, according to note 4 item h.

## a. Bank loans

### *(i) NCE - Export credit note*

In June 2017, the Company entered into a contract with Banco Safra S.A. in the amount of R$ 10,000, with the maturity of the principal in 3 equal installments, the first maturing in June 2019, the second in December 2019 and the last installment in June 2020. Interest payments have been semi-annual since December 2017. The interest rate negotiated was CDI for the period plus 2.65% per year (without a flat fee). This contract was fully settled in June 2020.

In March 2019, the Company entered into a contract with Banco Bradesco S.A., also without collateral, in the amount of R$ 30,000, with maturities of the principal in 3 equal installments (March 2022, March 2023 and April 2024) and with interest rate payments starting in September 2019. The interest rate negotiated was CDI for the period plus 1.14% per year. The interest rate for this contract in June 2020 is 3.29% per year (5.54% in December 2019).

In April 2020, the Company entered into a contract with Banco Itaú S.A. in the amount of R$ 50,000 with maturity of the principal at the end of the contract in April 2022 and semiannual interest payments from October 2020 onwards, with no collateral attached. The interest rate negotiated was CDI for the period plus 3.8% per year. In June 2020, the interest rate on this contract is 5.95% per year.

The Company does not have any covenants for the two NCEs that are still in force.

### *(i) Resolution 4131*

In August 2018, the Company entered into a loan agreement in US dollars in the amount of USD 13,441, equivalent to R$ 50,000, on the date of the transaction, with the financing agent Itaú BBA Internacional PLC, without collateral attached, with payment of the principal at the end of the contract in August 2020 and interest payments in December 2018, February 2020 and August 2020.

To hedge the exchange rate of the loan, the Company contracted a derivative financial instrument, a cash flow swap, with Itaú Unibanco S.A. in the same amount and with the same maturity dates, exchanging the exposure to the USD currency variation plus a fixed rate of 4.89% per year with the variation of the CDI plus 0.89% per year, and with this, assigning the credit rights of the swap operation as a guarantee to the lender of the loan in US dollars.

In June 2020, the interest rate for this contract is 3.04% per year (5.29% in December 2019). This operation is subject to early maturity if the following debt and interest coverage ratios are not maintained: (i) net debt/EBITDA [(1)] equal to or less than 2.50 and EBITDA/net financial expense greater than or equal to 1.50. As of June 30, 2020, the Company was in compliance with these clauses.

In April 2020, the Company entered into a loan agreement in Reais with Banco Santander S.A. in the amount of R$ 40,000, with maturity of principal and interest at the end of the agreement in April 2021, with no collateral attached and interest rate of CDI for the period plus 4.0% per year. The transaction implicitly includes the contracting of a swap derivative financial instrument in order to eliminate any exposure to foreign exchange. The interest rate for this contract is 6.15% per year in June 2020. This transaction has no restrictive covenants.

[(1)] EBITDA - net income for the year, plus taxes on profit, financial expenses net of financial income and depreciation, amortization and depletion.

## a. Debentures

In 2013, the Company issued simple, unsecured debentures that were not convertible into shares (1$^{st}$ issuance of R$ 200,000, and 2$^{nd}$ issuance of R$ 150,000). The net proceeds obtained are fully allocated to the Company's ordinary management businesses, such as payment of debts already incurred by the Company and cash reinforcement.

The debentures feature semi-annual interest payments. At the 1st issue, interest was expected to be paid on February 15 and August 15 of each year. At the 2nd issue, in turn, interest was expected to be paid on December 15th and June 15th of each year.

The nominal value of the 1st issue debentures, issued in two series, has already been fully amortized. In the first series, amortizations occurred on February 15, 2016 (33.33%), February 15, 2017 (33.33%) and February 15, 2018 (33.34%); in the second series, amortizations were made on February 15, 2017 (33.33%), February 15, 2018 (33.33%) and February 15, 2019 (33.34%).

In the 2nd issue, also issued in two series, for both series the first amortization occurred on December 15, 2016 (33.33%) and the second amortization, originally scheduled for December 15, 2017, occurred in advance on 28 September 2017 (33.33%). With respect to the last installment originally scheduled for December 15, 2018, there was a renegotiation, and the amount corresponding to 33.34% of the issue was extended by 50% to July 31, 2020 and 50% to July 31 2021, as approved at the debenture holders' general meeting held on September 25, 2017. The interest rate negotiated in this renegotiation was CDI for the period plus 2% per year. The interest rate for this contract in June 2020 is 4.15% per year (6.4% in December 2019).

| Series | Type | Issuance value | Outstanding debentures | Date | | Annual financial charges | Unit price | Parent company and Consolidated | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | Issue | Due date | | | 06/30/2020 | 12/31/2019 |
| 2nd issue - 1st series | Simple | 80,000 | 8,000 | 12/15/2013 | 07/31/2021 | DI + 2.00% | 10 | **27,474** | 26,739 |
| 2nd issue - 2nd series | Simple | 70,000 | 7,000 | 12/15/2013 | 07/31/2021 | DI + 2.00% | 10 | **24,040** | 23,396 |
| | | | | | | | Current | **26,509** | 25,130 |
| | | | | | | | Non-current | **25,005** | 25,005 |

Debenture issues are also subject to early maturity if the following debt and interest coverage ratios are not maintained: (i) net debt/EBITDA [(1)] equal to or less than 2.50 and EBITDA/net financial expense greater than or equal to 1.50. As of June 30, 2020, the Company was in compliance with these clauses.

The noncurrent installments due have the following maturity schedule for loans and financing:

| | Parent Company and Consolidated | |
|---|---|---|
| | **06/30/2020** | **12/31/2019** |
| 13 to 24 months | 85,005 | 25,005 |
| 25 to 36 months | 10,000 | 10,000 |
| 37 to 48 months | 10,000 | 10,000 |
| 49 to 60 months | - | 10,000 |
| **Total** | **105,005** | **55,005** |

The following were the transactions for the six-month period ending on June 30, 2020:

| | Parent Company and Consolidated |
|---|---|
| **Loans and financing** | |
| **Balance on January 1, 2020** | **91,022** |
| Fundraising | 90,000 |
| Appropriate interest | 3,469 |
| Principal payment | (3,333) |
| Interest paid | (4,092) |
| Exchange variation | 19,288 |
| **Balance on June 30, 2020** | **196,354** |
| **Debentures** | |
| **Balance on January 1, 2020** | **50,135** |
| Appropriate interest | 1,379 |
| **Balance on June 30, 2020** | **51,514** |
| **Total** | **247,868** |

# 13 Salaries and social charges

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Vacation payable | 7,586 | 10,778 | 9,530 | 12,672 |
| INSS | 4,415 | 2,457 | 5,430 | 2,925 |
| Gratuities and profit sharing payable | 4,051 | 8,386 | 4,573 | 8,814 |
| 13th salary provision | 2,618 | - | 3,289 | - |
| Severance Pay Indemnity Fund (FGTS) | 1,120 | 696 | 1,442 | 766 |
| Others | 532 | 939 | 603 | 1,086 |
| **Total** | **20,322** | **23,256** | **24,867** | **26,263** |

# 14 Judicial deposits and provision for lawsuits

The Company and its subsidiaries are parties to labor, civil, tax and other lawsuits in progress that, on June 30, 2020, amounted to R$ 654,367 (R$ 640,391 on December 31, 2019) for the Parent company and R$ 670,401 (R$ 659,433 as of December 31, 2019) Consolidated. The Company is discussing these issues, both at the administrative and judicial levels, and these lawsuits, when applicable, are supported by judicial deposits. These amounts include all lawsuits in which the chances of losing are classified as probable, possible and remote. The provisions for possible probable losses arising from these lawsuits are estimated and updated by Management to the extent that there is an expectation of future disbursement, supported in the opinion of its external legal advisors.

The values mentioned above are divided as follows:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Probable | 30,269 | 30,606 | 34,213 | 35,266 |
| Possible | 76,525 | 88,672 | 82,562 | 97,237 |
| Remote | 547,573 | 521,113 | 553,626 | 526,930 |
| **Total** | **654,367** | **640,391** | **670,401** | **659,433** |

## Provisions made based on probable losses

The provisions set up and their corresponding judicial deposits, when applicable, are shown below:

| | | | | Parent Company |
|---|---|---|---|---|
| | Judicial deposits | | Provisions for lawsuits | |
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Labor and social security | 7,248 | 7,211 | 13,370 | 11,451 |
| Tax | 1,608 | 1,608 | - | - |
| Civil (i) | 2,667 | 2,667 | 16,899 | 19,155 |
| **Total** | **11,523** | **11,486** | **30,269** | **30,606** |

| | | | | Consolidated |
|---|---|---|---|---|
| | Judicial deposits | | Provisions for lawsuits | |
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Labor and social security | 9,608 | 9,968 | 16,410 | 15,206 |
| Tax | 1,608 | 1,608 | 1 | 1 |
| Civil (i) | 2,876 | 2,876 | 17,802 | 20,059 |
| **Total** | **14,092** | **14,452** | **34,213** | **35,266** |

(i) Contains a provision arising from the business combination, as detailed below:

The purchase and sale contract of Direct Express, entered by the Company and 8M Participações, provides that the Company will only be required to indemnify 8M Participações for possible legal claims corresponding to facts prior to the date of purchase, which exceed, in the aggregate value, R$ 40,000. On the other hand, 8M Participações is obliged to indemnify the Company for eventual lawsuits regarding facts after the date of purchase. In 2017, the amount of obligations paid by 8M Participações for which the Company is indemnified exceeded the aggregate value. In June 2020, the balance of this provision amounts to R$ 13,689 (R$ 18,611 in December 2019).

What follows is the change in the provision for the six-month period ended June 30, 2020:

| | Parent Company | Consolidated |
|---|---|---|
| **Balance on January 1, 2020** | **30,606** | **35,266** |
| Establishment | 7,571 | 7,759 |
| INSS FAP Establishment | 166 | 166 |
| Lawsuits payable | (31) | (31) |
| Settlement by judicial deposit | (154) | (739) |
| Payment | (7,889) | (8,208) |
| **Balance on June 30, 2020** | **30,269** | **34,213** |

## Possible losses not provisioned in the financial position statement

The Company and its Subsidiaries have tax, civil and labor claims that are not provisioned, as they involve a possible risk of loss classified by Management and its legal advisors, as shown in the amounts below:

| | Parent Company | | | Consolidated |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Labor and social security | 30,057 | 38,703 | 30,772 | 40,235 |
| Tax | 32,175 | 28,869 | 37,273 | 35,636 |
| Civil | 14,293 | 21,100 | 14,517 | 21,366 |
| **Total** | **76,525** | **88,672** | **82,562** | **97,237** |

## a Labor and social security

They mainly refer to cases related to discontinued operations, as well as cases in which the Company and its subsidiaries jointly and severally answer to outsourced service providers.

## b Tax

The main natures of tax discussions are: (i) inquiries regarding possible non-payment of ISS and ICMS; and (ii) inquiries regarding the origin of IRPJ, CSLL, PIS and COFINS credits used to offset tax debts.

The main claim arises from part of a collection made by the inspection of the ISS in the municipality of Mauá/SP through infraction notices issued between December 2017 and January 2018. As of June 30, 2020, the updated amount of this portion of the claim is R$ 7,289 (R$ 7,127 as of December 31, 2019). This amount is based only on the revenue earned by the subsidiary of Mauá/SP and not the revenue mistakenly arbitrated by the inspection.

## c Civil

The main indemnity actions correspond to material, moral and pension damages due to traffic accidents, involving carriers subcontracted by the Company and its subsidiaries.

### Remote losses that are not provisioned in the financial position statement

Tax, civil and labor claims that are not provisioned, as they involve remote risk of loss classified by Management and its legal advisors on June 30, 2020, amount to R$ 547,573 at the Parent Company (R$ 521,113 on December 31, 2019 ) and R$ 553,626 Consolidated (R$ 526,930 on December 31, 2019).

a. The main claim in the tax sphere arises from a portion of a charge made by the ISS inspection in the municipality of Mauá/SP as mentioned above, with a total amount of R$ 470,078 (R$ 444,080 in December 2019), in which the municipality mistakenly considered the total gross revenue earned by the Company, and not only that of the subsidiary of Mauá/SP, which should be the basis for said inspection. In this context, based on the opinion of its lawyers, the Company considers the amount of R$ 462,788 to be a remote loss (R$ 436,953 in December 2019, the variation in the balance refers to the update using the IPCA index plus 1% per month). In February 2018, the Company's defense was presented at the administrative level and all additional supporting documentation was made available to the municipality. On July 4, 2019, the municipality's Finance Secretariat requested additional information, which was made available on August 15, 2019. Since then, there has been no statement by the Finance Secretariat of the municipality of Mauá. We are awaiting judgment at the first administrative level.

b. In December 2017, the Company identified, with the support of independent experts, tax opportunities related to PIS and COFINS credits on expenses incurred in subcontracting transportation companies and property, plant and equipment items in the last 5 years of operations. The Company rectified its Statements of Federal Tax Debts and Credits – DCTFs in order to allocate these PIS and COFINS credit amounts. During 2018, the Company and its subsidiary Tegma Cargas Especiais (TCE) received decision orders from the Brazilian Federal Revenue Service regarding the non-approval of the offsetting of tax debts with the respective credits. It is important to mention that there was no questioning on the merits of the origin of the credit, but rather a discrepancy between the crossing of accessory obligations. The Company presented statements of non-compliance at the administrative level during the year of 2018. The Company's advisors classified the chances of loss as "remote". The amount at the parent company is R$ 38,972 and in the consolidated amount R$ 41,822 (R$ 38,486 in the parent company and R$ 41,300 consolidated, in December 2019).

# 15 Income tax and social contribution

The reconciliation of the expense calculated by applying the combined nominal tax rates and the income tax and social contribution expense recorded in the result is shown below:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 06/30/2019 | 06/30/2020 | 06/30/2019 |
| **Profit before income tax and social contribution** | **9,665** | **78,711** | **17,150** | **81,635** |
| Combined nominal rate of income tax and social contribution | 34% | 34% | 34% | 34% |
| **Income tax and social contribution at nominal rate** | **(3,286)** | **(26,762)** | **(5,831)** | **(27,756)** |
| **Effect of IRPJ and CSLL on permanent differences** | | | | |
| Equity in earnings | 6,687 | 2,001 | 1,294 | (70) |
| Permanent differences | (64) | (462) | (171) | (876) |
| Tax breaks | 1,921 | 2,926 | 2,192 | 3,180 |
| Interest on equity | - | 2,406 | - | 2,406 |
| Others | - | 315 | 289 | 616 |
| **Income tax and social contribution on income** | **5,258** | **(19,576)** | **(2,227)** | **(22,500)** |
| Current | - | (16,366) | (5,150) | (18,873) |
| Deferred | 5.258 | (3,210) | 2,783 | (3,627) |
| **Effective rate** | **(54.4%)** | **24.9%** | **13.0%** | **27.6%** |

The composition of the deferred income tax and social contribution balances as of June 30, 2020 and December 31, 2019 is as follows:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Income tax loss to be compensated | 6,518 | - | 15,458 | 10,298 |
| Negative basis of social contribution | 2,347 | - | 5,678 | 3,820 |
| *Temporary differences* | | | | |
| PLR and bonus provisions | 1,377 | 2,851 | 1,555 | 2,997 |
| Loss on impairment of accounts receivable | 54 | 60 | 72 | 75 |
| Provisions for lawsuits | 10,291 | 10,406 | 11,632 | 11,990 |
| Provisions for freight payable | 362 | 1,211 | 702 | 1,211 |
| Provision of tolls payable | 274 | 676 | 448 | 859 |
| *Cut-off provision* | 1,114 | 1,790 | 1,114 | 1,790 |
| Others | 6,343 | 6,676 | 8,137 | 8,980 |
| **Subtotal** | **28,680** | **23,670** | **44,796** | **42,020** |
| Amortization of tax goodwill (i) | (20,459) | (20,459) | (20,459) | (20,459) |
| Difference in depreciation rate (ii) | (5,767) | (5,970) | (7,308) | (7,410) |
| **Subtotal** | **(26,226)** | **(26,429)** | **(27,767)** | **(27,869)** |
| **Total** | **2,454** | **(2,759)** | **17,029** | **14,151** |

**(i)** Refers to deferred income tax and social contribution calculated on the amortization for tax purposes of the goodwill calculated on the acquisition of subsidiaries.

**(iv)** Refers to deferred income tax and social contribution calculated on the difference in depreciation of property, plant and equipment by applying different depreciation rates for tax and accounting purposes.

The segregation of deferred income tax and social contribution between assets and liabilities by company is shown below:

| | | | | Consolidated |
|---|---|---|---|---|
| | | 06/30/2020 | | |
| | **Assets** | **Liabilities** | **Net assets** | **Net liabilities** |
| Tegma Gestão Logística S.A. | 28,680 | (26,226) | 2,454 | - |
| Tegma Logistica de Armazéns Ltda. | 2,887 | - | 2,887 | - |
| Tegmax Comércio e Serviços Automotivos Ltda. | 56 | - | 56 | - |
| Tegma Logística de Veículos Ltda | 2,711 | (1) | 2,710 | - |
| Tegma Cargas Especiais Ltda. | 10,448 | (1,540) | 8,908 | - |
| TegUp Inovação e Tecnologia Ltda | 14 | - | 14 | - |
| **Total** | **44,796** | **(27,767)** | **17,029** | **-** |

| | | | | Consolidated |
|---|---|---|---|---|
| | | 12/31/2019 | | |
| | **Assets** | **Liabilities** | **Net assets** | **Net liabilities** |
| Tegma Gestão Logística S.A. | 23,670 | (26,429) | - | (2,759) |
| Tegma Logistica de Armazéns Ltda. | 3,013 | - | 3,013 | - |
| Tegmax Comércio e Serviços Automotivos Ltda. | 55 | - | 55 | - |
| Tegma Logística de Veículos Ltda | 3,529 | - | 3,529 | - |
| Tegma Cargas Especiais Ltda. | 11,753 | (1,440) | 10,313 | - |
| **Total** | **42,020** | **(27,869)** | **16,910** | **(2,759)** |

The change in net deferred income tax and social contribution for the six-month period ending on June 30, 2020 is as follows:

| | **Parent Company** | **Consolidated** |
|---|---|---|
| **Balance on January 1, 2020** | **(2,759)** | **14,151** |
| Establishment – effect on income | 5,258 | 2,923 |
| Deferred taxes on hedge accounting | (45) | (45) |
| **Balance on June 30, 2020** | **2,454** | **17,029** |

The asset values as of June 30, 2020 have the following sale expectations:

| Year | Parent Company | Consolidated |
|---|---|---|
| 2020 | 2,972 | 6,634 |
| 2021 | 12,828 | 17,451 |
| 2022 | 3,963 | 6,979 |
| 2023 | 3,963 | 7,208 |
| After 2024 | 4,954 | 6,524 |
| | **28,680** | **44,796** |

The Company and its Subsidiaries do not have deferred assets to be recognized.

# 16 Other accounts payable

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Insurance | 4,162 | 5,751 | 4,236 | 6,052 |
| Toll | 807 | 1,994 | 1,346 | 2,532 |
| Benefits | 5,698 | 5,752 | 6,954 | 7,403 |
| Vehicle and cargo transactions | 404 | 917 | 550 | 2,500 |
| Rent | 827 | 1,043 | 919 | 1,098 |
| Consulting services | 3,774 | 2,333 | 3,803 | 2,449 |
| Surveillance | 1,844 | 2,050 | 2,244 | 2,591 |
| Miscellaneous maintenance | 668 | 873 | 1,062 | 1,119 |
| Others | 6,407 | 2,872 | 8,748 | 3,893 |
| **Total** | **24,591** | **23,585** | **29,862** | **29,637** |

# 17 Shareholders’ equity

## a. *Share capital*

The Company's share capital, fully paid up, amounts to R$ 318,524, divided into 66,002,915 common, registered shares with no par value.

The shareholding structure of the Company is as follows:

| **Category** | **Number of shares** | **% Total** |
|---|---|---|
| Mopia Participações e Empreendimentos Ltda. | 15,396,481 | 23% |
| Coimex Empreendimentos e Participações Ltda. | 13,207,034 | 20% |
| Cabana Empreendimentos e Participações Ltda. | 4,817,704 | 7% |
| Other controlling shareholders (individuals) | 509,473 | 1% |
| Managers | 101 | 0% |
| Treasury | 65,143 | 0% |
| **Controllers, managers and treasury** | **33,995,936** | **52%** |
| **Outstanding shares** | **32,006,879** | **48%** |
| **Total Shares** | **66,002,815** | **100%** |

## a. *Capital reserve - goodwill on share subscription*

The Company's capital reserve originated as follows: (i) on April 27, 2007, the shareholders' meeting approved the establishment of the capital reserve - goodwill on the subscription of shares in the amount of R$ 2,245 and (ii) on June 28, 2007, the Company's Board of Directors approved the issuance of 9,706,639 nominative common shares, with no par value, for the issue price of R$ 26.00 per share, in the context of the public offering of shares, with the amount of R$ 47,757 and the amount of R$ 204,616 to the "Capital reserve" account, in the form of the sole paragraph of article 14 of the Brazilian Corporation Law.

Due to the cancellation of 2,547,145 common shares issued by the Company held in treasury on December 16, 2008, in the amount of R$ 32,806, the balance on December 31, 2019 is R$ 174,055.

At the Annual and Extraordinary Shareholders’ Meeting held on April 30, 2020, with the goal of strengthening its Share Capital and simplifying the structure of its Shareholders' Equity, the shareholders approved the payment of R$ 174,055 through the incorporation of capital reserves – goodwill in the subscription of shares, without the issuance of new shares, with no dilution of shareholders. The share capital remained divided into 66,002,915 common shares, registered and without par value. Thus, on June 30, 2020, there are no more balances in the "Capital reserve" account.

### *b. Profit Reserves*

#### *Legal Reserve*

The legal reserve is constituted annually as a destination of 5% of the net profit for the year and cannot exceed 20% of the share capital. The purpose of the legal reserve is to ensure the integrity of the share capital and can only be used to offset losses and/or increase capital.

#### *Tax incentive reserve*

The Company has a presumed ICMS credit in the amount of 20% over the amount of the tax debt, pursuant to the CONFAZ Agreement ICMS 106/1996. In the 2020 period, the amount of the credit calculated was R$ 5,650 (R$ 8,607 in June 2019). These amounts were recognized as an investment grant, by means of Complementary Law No. 160/2017 and intended for the tax break reserve, pursuant to art. 195-A of Law 6,404/76.

#### *Profit retention reserve*

The profit retention reserve refers to the retention of the remaining balance of retained earnings, in order to meet the business growth project established in its investment plan and shareholder remuneration, according to the capital budget approved and proposed by the Company's management, to be decided upon at the Shareholders' General Meeting, in compliance with article 196 of the Brazilian Corporation Law.

### *c. Treasury shares*

As of June 30, 2020 and December 31, 2019, the balance of treasury shares corresponds to 65,143 common shares, in the amount of R$ 342.

### *d. Dividends and interest on equity*

The net profit of each fiscal year, after the compensation and deductions provided for by law and according to the provision in the articles of organization, will have the following destination: (i) 5% for the legal reserve, until it reaches 20% of the paid-in share capital and (ii) 25% of the balance, after the appropriation of the legal reserve, will be used to pay the mandatory minimum dividend to all shareholders.

Dividends in excess of this limit are highlighted in a specific account in shareholders' equity called "Proposed additional dividend". When decided upon by the Board of Directors, interest on shareholders' equity is included in the dividends for the period.

At a meeting of the Board of Directors held on February 11, 2010, the adoption of the Company's indicative dividend distribution policy was approved, so that future dividend distributions, including interest on equity, are carried out at least in an amount equivalent to fifty per cent (50%) of the net income for the year, calculated as provided for in articles 193 to 203 of Law No. 6,404/76, as amended, as well as in accordance with Brazilian accounting practices and the rules of the Brazilian Securities and Exchange Commission.

The calculation of dividends for the year 2019 is shown as follows:

| | **2019** |
|---|---|
| Net profit for the year | 193,972 |
| Tax incentive reserve | (17,739) |
| Calculation basis | 176,233 |
| Mandatory minimum dividend - 25% | 44,058 |
| Interim dividends paid | 56,448 |
| Interim interest on equity paid | 18,816 |
| | 75,264 |
| Percentage over the calculation base | 43% |

At the Annual General Meeting held on April 24, 2019, the Management's proposal for the allocation of net income for the year ending on December 31, 2018 was approved, which resulted in the distribution of dividends and interest on complementary equity of R$ 28,306, to the Company's shareholders, of which R$ 21,229 are in dividends and R$ 7,077 in interest on equity, both paid on May 7, 2019.

At a meeting of the Board of Directors held on August 29, 2019, the distribution of interim dividends in the amount of R$ 22,176 and interim interest on equity in the amount of R$ 7,392 for the year of 2019 was approved, both being paid on September 16, 2019.

At a meeting of the Board of Directors held on November 7, 2019, the distribution of interim dividends in the amount of R$ 34,272 and interim interest on equity in the amount of R$ 11,424 for the year of 2019 was approved, both being paid on November 26, 2019.

At the Annual General Meeting held on April 30, 2020, Management's proposal to retain the remaining balance of net profit for the year ending on December 31, 2019 was approved, with no additional dividends related to the year due to the Covid-19 pandemic, resulting in a retention of profits in the amount of R$ 100,969.

### *e. Stock options*

At the Extraordinary Shareholders' Meeting held on December 15, 2011, the Company's Stock Option Plan was approved for Company executives. The stocks under the Plan must come from: (i) the issuance of new common shares, within the limit of the Company's authorized capital, pursuant to the resolution of the Board of Directors; and/or (ii) common treasury shares.

There is currently no open call option program.

## 18 Information by business segment

The Company classifies its business analysis as: (i) automotive logistics, a division that transfers and distributes brand new and used vehicles, port transfers, inventory management, vehicle manufacturer yard management, and vehicle preparation services for sale, comprising the Parent Company and its Subsidiaries Tegmax Comércio e Serviços Automotivos Ltda., Tech Cargo Plataforma de Transportes Ltda., Tegma Logística de Veículos Ltda. and Niyati Empreendimentos e Participações Ltda. and (ii) integrated logistics, a division that carries out transportation, storage and inventory management operations for various market segments such as chemicals, appliances and consumer goods, comprising its subsidiaries Tegma Cargas Especiais Ltda., Tegma Logística de Armazéns Ltda. and the Parent Company. In 2018, the Company inaugurated the start-up accelerator called

TegUP (TegUp Inovação e Tecnologia Ltda.). For the purposes of disclosure, we will consider this accelerator as being part of the integrated logistics division.

| | | | | | | **Consolidated** |
|---|---|---|---|---|---|---|
| | **Automotive logistics** | | **Integrated logistics** | | **Total** | |
| | **06/30/2020** | **06/30/2019** | **06/30/2020** | **06/30/2019** | **06/30/2020** | **06/30/2019** |
| Net revenue from services | 327,638 | 553,012 | 82,249 | 75,257 | 409,887 | 628,269 |
| Costs | (263,102) | (417,633) | (50,705) | (51,988) | (313,807) | (469,621) |
| Operating expenses | (50,227) | (44,225) | (295) | 1,050 | (50,522) | (43,175) |
| Depreciation and amortization expenses (i) | (7,261) | (7,885) | (4,966) | (5,087) | (12,227) | (12,972) |
| Amortization - right of use (ii) | (8,267) | (8,169) | (7,500) | (7,904) | (15,767) | (16,073) |
| Financial expenses | (27,188) | (8,352) | (736) | (1,391) | (27,924) | (9,743) |
| Financial revenues | 23,066 | 4,436 | 638 | 721 | 23,704 | 5,157 |
| Equity | 13,388 | 1,517 | (9,582) | (1,724) | 3,806 | (207) |
| Income tax and social contribution | 4,937 | (19,866) | (7,164) | (2,634) | (2,227) | (22,500) |
| Net profit for the year | 12,984 | 52,835 | 1,939 | 6,300 | 14,923 | 59,135 |

| | **Automotive logistics** | | **Integrated logistics** | | **Total** | |
|---|---|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| Current assets | 437,233 | 396,409 | 72,612 | 52,663 | 509,845 | 449,072 |
| Non-current assets | 475,998 | 469,309 | 58,068 | 67,040 | 534,066 | 536,349 |
| Total assets | 913,231 | 865,718 | 130,680 | 119,703 | 1,043,911 | 985,421 |
| Current liabilities | 239,294 | 242,596 | 29,417 | 26,119 | 268,711 | 268,715 |
| Non-current liabilities | 177,771 | 129,223 | 7,341 | 12,404 | 185,112 | 141,627 |
| Total liabilities | 417,065 | 371,819 | 36,758 | 38,523 | 453,823 | 410,342 |

(i) R$ 10,374 refers to the portion of depreciation attributed to the cost of services provided and R$ 1,853 attributed to general administrative expenses in June 2020 (R$ 11,115 and R$ 1,857, respectively, in June 2019), according to note 10.

(ii) R$ 15,373 refers to the portion of depreciation attributed to the cost of services provided and R$ 394 attributed to general administrative expenses in June 2020, (R$ 15,670 and R$ 403, respectively, in June 2019), as per note 26.

The revenues of the 5 largest customers represented approximately 71% of the total revenues.

The services provided by the automotive logistics and integrated logistics divisions are all for customers established in Brazilian territory.

# 19 Net revenue from services provided

The reconciliation of gross revenue to net revenue from services provided is as follows:

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 06/30/2019 | 06/30/2020 | 06/30/2019 |
| Logistics services | 402,238 | 687,861 | 485,217 | 773,613 |
| Warehousing services | - | - | 20,501 | - |
| Gross service revenue | **402,238** | **687,861** | **505,718** | **773,613** |
| Discounts, insurance and toll | (22,743) | (37,289) | (24,200) | (38,890) |
| | **379,495** | **650,572** | **481,518** | **734,723** |
| Taxes levied | (57,387) | (94,711) | (71,631) | (106,454) |
| Net service revenue | **322,108** | **555,861** | **409,887** | **628,269** |

# 20 Expenses by nature

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 06/30/2019 | 06/30/2020 | 06/30/2019 |
| Cost of services provided | (275,472) | (433,247) | (339,554) | (496,406) |
| General and Administrative Expenses | (44,612) | (38,131) | (45,400) | (38,877) |
| Business expenses | (213) | (246) | (213) | (246) |
| Total | **(320,297)** | **(471,624)** | **(385,167)** | **(535,529)** |

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 06/30/2019 | 06/30/2020 | 06/30/2019 |
| Freight services - aggregates | (212,224) | (370,530) | (246,043) | (397,889) |
| Salaries | (30,913) | (36,444) | (37,067) | (41,627) |
| Social charges | (16,861) | (19,911) | (20,620) | (23,352) |
| Outsourced services (i) | (25,862) | (19,307) | (29,319) | (22,454) |
| Rents and leasing | (2,799) | (3,913) | (3,261) | (4,506) |
| Depreciation and amortization | (8,605) | (9,449) | (12,227) | (12,972) |
| Amortization - right of use | (9,620) | (10,094) | (15,767) | (16,073) |
| Employee benefits | (10,135) | (11,413) | (12,641) | (13,794) |
| Variable costs | (1,902) | (4,177) | (3,299) | (14,091) |
| Other general expenses | (3,965) | (4,618) | (6,009) | (6,161) |
| Maintenance | (5,265) | (6,182) | (7,731) | (8,616) |
| Fuels and lubricants | (2,284) | (4,157) | (2,609) | (4,380) |
| Utilities | (1,519) | (1,980) | (2,262) | (2,869) |
| Communication | (1,266) | (1,221) | (1,458) | (1,436) |
| Other personnel expenses | (3,179) | (2,969) | (4,162) | (3,399) |
| Termination costs | (4,636) | (1,330) | (4,841) | (1,844) |
| Materials | (746) | (1,252) | (1,435) | (1,886) |
| Travel expenses | (618) | (853) | (624) | (853) |
| Loss compensation | (242) | (146) | (81) | (151) |
| Contributions and donations | (21) | (355) | (32) | (385) |
| Contractual fines | - | (2) | - | (2) |
| PIS/COFINS Credit | 22,365 | 38,679 | 26,321 | 43,211 |
| **Total** | **(320,297)** | **(471,624)** | **(385,167)** | **(535,529)** |

**(i)** In 2020, this includes the amount of R$ 3,554 referring to expenses with consulting and legal fees arising from the search and seizure process of data and documents authorized by the 1st Criminal Court of São Bernardo do Campo on October 17, 2019, as per note 1.

# 21 Other net expenses

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 06/30/2019 | 06/30/2020 | 06/30/2019 |
| Expense recovery (i) | 173 | 1,063 | 574 | 2,107 |
| Inventory adjustments | - | - | (2) | (19) |
| Gain (Loss) on the sale of fixed assets, net | (1) | 31 | 41 | (48) |
| Write-off of the right of use/lease | (5) | - | 36 | - |
| Establishment of provisions for lawsuits and indemnities paid | (7,571) | (7,516) | (7,759) | (8,999) |
| Others | (73) | (871) | (63) | (769) |
| **Other net expenses** | **(7,477)** | **(7,293)** | **(7,173)** | **(7,728)** |

**(i)** Refers to transfers of fixed operating costs from areas that are sub-let to customers.

# 22 Net financial expenses

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 06/30/2019 | 06/30/2020 | 06/30/2019 |
| **Financial revenues** | | | | |
| Positive income from swap operations | 19,408 | - | 19,408 | - |
| Interest receivable | 928 | 1,315 | 1,015 | 1,838 |
| Financial investment income | 2,582 | 2,927 | 3,281 | 3,228 |
| Foreign exchange gains | - | 132 | - | 91 |
| **Total** | **22,918** | **4,374** | **23,704** | **5,157** |
| **Financial expenses** | | | | |
| Negative income from swap operations | - | (641) | - | (641) |
| Interest on bank financing | (4,848) | (4,692) | (4,848) | (4,692) |
| Bank expenses | (505) | (820) | (514) | (838) |
| Exchange losses | (18,926) | - | (18,928) | - |
| Interest on leasing | (2,481) | (1,853) | (3,065) | (2,923) |
| Interest payable | (115) | (250) | (135) | (347) |
| Other financial expenses | (397) | (238) | (434) | (302) |
| **Total** | **(27,272)** | **(8,494)** | **(27,924)** | **(9,743)** |
| **Net financial expenses** | **(4,354)** | **(4,120)** | **(4,220)** | **(4,586)** |

# 23 Earnings per share

## a. Basic earnings per share

Basic earnings per share are calculated by dividing the net income attributable to the Company's shareholders by the weighted average of common shares outstanding during the year:

| | 06/30/2020 | 06/30/2019 |
|---|---|---|
| Profit attributable to the company's shareholders | 14,923 | 59,135 |
| Weighted average of common shares outstanding (thousands) | 65,938 | 65,938 |
| Basic earnings per share (R$) | **0.23** | **0.90** |

## b. Basic diluted earnings

Diluted earnings per share are calculated by adjusting the weighted average of outstanding common shares, asuming the conversion of all potential diluted common shares.

As of June 30, 2020 and June 30, 2019, the Company has no dilutive factor in relation to the basic earnings. Accordingly, diluted earnings per share on June 30, 2020 and June 30, 2019 are equal to basic earnings of R$ 0.23 and R$ 0.90 per share, respectively.

# 24 Related parties

The Company conducts, in the normal course of its business, transportation operations, property rentals, delivery and pre-delivery inspection (*Pre-Delivery Inspection* - PDI) with parties related to prices, terms, financial charges and other conditions compatible with the market conditions. The Company also apportioned operating costs and expenses.

The main transactions with related parties are:

(i) The Company has a contract for the provision of services for the storage, transportation, overhaul and delivery of vehicles, as well as for Pre-Delivery Inspection (PDI) with some companies of the Itavema Group, which are companies directly and/or indirectly related with the Company, through its parent company Mopia Participações e Empreendimentos Ltda. (“Mopia”);

(ii) The Company and Sinimbu Participações Societárias e Empreendimentos S.A. (“Sinimbu”), a company related to the Company's indirect controlling shareholders, and indirectly to the companies in the Company's control group, Mopia Participações e Empreendimentos Ltda. (“Mopia”) and Cabana Empreendimentos e Participações Ltda. (“Cabana”), had lease agreement for a commercial property located in São José dos Campos-SP. In October 2019, this lease was fully transferred to Companhia Savoy Imobiliária Construtora Ltda. due to the sale of this property. Accordingly, this contract falls under the new CPC 06 (R2) Leasing Operations and is no longer part of the balances with related parties;

(iii) The Company and Pactus Empreendimentos e Participações Ltda., a company under common control of the Company, have a lease agreement for commercial properties located in São Bernardo do Campo-SP and Gravataí-RS – as such, this agreement is in line with the new CPC 06 standard (R2) on Leasing Operations;

(iv) As negotiated between the Company and Holding Silotec in the formation of the joint venture, part of the assets of the former subsidiary Tegma Logística Integrada S.A. should be reimbursed to Tegma Gestão Logística S.A. as they are sold. Likewise, part of the liabilities must be paid by Tegma Gestão Logística S.A. A part of the amounts negotiated in the formation of the joint venture was received in May 2019.

The Company and Renove Corretora de Seguros Ltda., a company related to the Company's indirect controlling shareholders, and indirectly to the company in the Company's control group, Mopia Participações e Empreendimentos Ltda. (“Mopia”), a provision of administrative services aimed at administrative assistance in the insurance area; this service is not paid by Tegma.

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| | 06/30/2020 | 12/31/2019 | 06/30/2020 | 12/31/2019 |
| Current assets | | | | |
| Grupo Itavema (i) | 46 | 244 | 46 | 244 |
| Coimex Empreendimentos e Participações Ltda. | - | - | 34 | 34 |
| Tegma Logística Integrada S.A. | 16 | 397 | 25 | 405 |
| Tegma Cargas Especiais Ltda. | 14 | 15 | - | - |
| Tegma Logística de Armazéns Ltda. | 52 | 56 | - | - |
| Tegma Logística de Veículos Ltda | 171 | 172 | - | - |
| Catlog Logística de Transporte S.A. | 6 | - | 6 | - |
| Frete Rápido Desenvolvimento de Tecnologia Logística S.A. | - | - | 1 | 1 |
| **Current Total** | **305** | **884** | **112** | **684** |
| Non-current assets | | | | |
| Tegma Logística Integrada S.A. (iv) | 1,115 | 1,115 | 1,115 | 1,115 |
| Bonds and securities | | | | |
| Frete Rápido Desenvolvimento de Tecnologia Logística S.A. | - | - | 1,400 | 1,400 |
| Rabbot Serviços de Tecnologia Ltda | - | - | 3,200 | 1,200 |
| **Subtotal** | **-** | **-** | **3,600** | **2,600** |
| **Total assets** | **1,420** | **1,999** | **4,827** | **4,399** |
| Current liabilities | | | | |
| Tegma Logística de Armazéns Ltda | 37 | 88 | - | - |
| Tegma Logística Integrada S.A. | 7 | 57 | 35 | 70 |
| Tegma Logística de Veículos Ltda | - | 3 | - | - |
| Frete Rápido Desenvolvimento de Tecnologia Logística S.A. | - | - | 2 | 2 |
| **Subtotal** | **44** | **148** | **37** | **72** |
| Lease | | | | |
| Niyati Empreendimentos e Participações Ltda | 2,508 | 1,189 | - | - |
| Tegma Logística Integrada S.A. | 455 | 333 | 455 | 333 |
| Pactus Empreendimentos e Participações Ltda.(iii) | 3,796 | 373 | 3,796 | 373 |
| **Subtotal** | **6,759** | **1,895** | **4,251** | **706** |
| **Current Total** | **6,803** | **2,043** | **4,288** | **778** |
| Non-current liabilities | | | | |
| Tegma Logística Integrada S.A. (iv) | 700 | 542 | 700 | 542 |
| **Subtotal** | **700** | **542** | **700** | **542** |
| Lease | | | | |
| Niyati Empreendimentos e Participações Ltda | 5,569 | 2,660 | - | - |

| | | | | |
|---|---|---|---|---|
| Tegma Logística Integrada S.A. | 355 | 1,040 | 355 | 1,040 |
| Pactus Empreendimentos e Participações Ltda. (iii) | 3,796 | - | 3,796 | - |
| **Subtotal** | **9,720** | **3,700** | **4,151** | **1,040** |
| **Total liabilities** | **10,420** | **6,285** | **9,139** | **2,360** |

| | Parent Company | | Consolidated | |
|---|---|---|---|---|
| **Income** | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** | **Jan/2020 to Jun/2020** | **Jan/2019 to Jun/2019** |
| Revenue from services rendered | | | | |
| Grupo Itavema | 249 | 759 | 249 | 759 |
| Frete Rápido Desenvolvimento de Tecnologia Logística S.A. | - | - | 9 | 3 |
| Other operating revenues | | | | |
| Grupo Itavema | 25 | 61 | 25 | 61 |
| Tegma Logística Integrada S/A | 106 | 156 | 113 | 305 |
| Tegma Cargas Especiais Ltda. | 86 | 81 | - | - |
| Tegma Logística de Armazéns Ltda. | 163 | 121 | - | - |
| Tegma Logística de Veículos Ltda. | - | 565 | - | - |
| | **629** | **1,743** | **396** | **1,128** |
| General and Administrative Expenses | | | | |
| Niyati Empreendimentos e Participações Ltda | (1,381) | (2,013) | - | - |
| Tegma Logística Integrada S/A | (228) | (512) | (228) | (542) |
| Tegma Cargas Especiais Ltda. | (1) | (36) | - | - |
| Tegma Logística de Armazéns Ltda | (229) | (292) | - | - |
| Tegma Logística de Veículos Ltda. | - | (317) | - | - |
| Pactus Empreendimentos e Participações Ltda. (iii) | (2,212) | (2,234) | (2,212) | (2,234) |
| Sinimbu Participações Societárias e Empreendimentos S.A. (ii) | - | (759) | - | (759) |
| Coimex Empreendimentos e Participações Ltda. | - | (135) | | (135) |
| Grupo Itavema | (2) | (12) | (2) | (12) |
| Frete Rápido Desenvolvimento de Tecnologia Logística S.A. | (4) | (4) - | (13) | (32) |
| Rabbot Serviços de Tecnologia S.A. | (328) | - | (328) | - |
| | **(4,385)** | **(6,314)** | **(2,783)** | **(3,714)** |

## Remuneration of key management personnel

The key management personnel include the chief executive officer, the directors, the statutory directors and any persons related to indirect controlling shareholders. The remuneration paid or payable for employee services is shown below:

| | Parent Company and Consolidated | |
|---|---|---|
| | **06/30/2020** | **06/30/2019** |
| Salaries and charges | (4,560) | (3,849) |
| Management fees (Directors) | (1,409) | (1,409) |
| Profit sharing | (1,307) | (1,201) |
| | **(7,276)** | **(6,459)** |

## 25 Insurance

The Company and its Subsidiaries maintain insurance, and the coverage contracted, as indicated below, is considered sufficient by Management to cover possible risks regarding its assets and/or responsibilities:

(a) Cargo transportation - variable coverage according to the nature and type of transportation, coverage of up to R$ 1,700 for general cargo and for vehicles according to the transported model, effective from June 30, 2020 until June 30, 2021.

(b) Storage of goods - variable coverage according to the location and type of goods, stipulated in the amount equivalent to R$ 190,000, effective from April 22, 2020 until April 22, 2021.

(c) Civil liability against third parties - material, bodily, pain and suffering and personal accidents - coverage of up to R$ 1,000, and in the case of a third party fleet, the coverage is the same, effective from June 30, 2020 until June 30, 2021.

(d) Support fleet - hull collision, theft and fire - 100% of the market value FIPE table, effective from June 7, 2020 until June 7, 2021.

(e) Other property, plant and equipment, fire, lightning, explosion, theft, electrical damage and others - comprehensive corporate coverage of R$ 65,120 effective from May 12, 2020 to April 12, 2020, extended for 30 days, thus expiring on May 12, 2021.

(f) Management civil liability - coverage of R$ 63,000 effective from November 29, 2019 until November 29, 2020.

The Company's Management, considering the financial costs involved in contracting insurance for its fleet of trucks and semi-trailers, as well as the probability of the occurrence of claims and their eventual financial impacts on the operation, adopts the policy of not contracting this protection, even though it maintains third party liability insurance, as mentioned above.

## 26 Lease

Recognition and measurement of leased assets and liabilities are carried out in accordance with accounting pronouncement CPC 06 (R2) on Lease Operations.

The main leases by Management, since it has the right to control the use of assets for a certain period of time, refer to third-party properties, vehicles and equipment connected to the operation and with varying terms, with the last maturity being in January 2025.

The table below shows the rates charged for new contracts and renewals, taking into account the contractual terms:

| Contract Deadlines | Rate% per annum |
|---|---|

| | |
|---|---|
| from 0 to 12 months | 6.69% |
| from 13 to 24 months | 7.80% |
| from 25 to 36 months | 6.19% |
| from 37 to 48 months | 7.78% |
| from 49 to 60 months | 8.15% |
| from 61 to 72 months | 8.73% |

What follows is the activity involving the right-of-use asset for the six-month period ending on June 30, 2020:

| | Parent Company | | | |
|---|---|---|---|---|
| | **Properties** | **Vehicles** | **Machines and equipment** | **Total** |
| Net balances as of January 1, 2020 | **51,777** | **1,419** | **562** | **53,758** |
| Transactions | | | | |
| Addition | 18,817 | 858 | (100) | 19,575 |
| Write-off | (462) | - | - | (462) |
| Amortization (i) | (9,482) | (688) | (126) | (10,296) |
| Net balances as of June 30, 2020 | **60,650** | **1,589** | **336** | **62,575** |

| | Consolidated | | | |
|---|---|---|---|---|
| | **Properties** | **Vehicles** | **Machines and equipment** | **Total** |
| Net balances as of January 1, 2020 | **67,572** | **1,492** | **1,865** | **70,929** |
| Transactions | | | | |
| Addition | 14,231 | 858 | 2,045 | 17,134 |
| Write-off | (2,414) | - | - | (2,414) |
| Amortization (i) | (14,759) | (717) | (1,573) | (17,049) |
| Net balances as of June 30, 2020 | **64,630** | **1,633** | **2,337** | **68,600** |

(i) In accordance with the CVM Instruction in Circular Official Letter 2/2019, the equity balances presented under the amortization of the right of use are gross of taxes (PIS and COFINS), being R$ 10,296 in the Parent Company and R$ 17,049 Consolidated, while the amounts recorded in the income amount to R$ 9,620 in the Parent Company and R$ 15,767 Consolidated.

What follows is the activity involving the lease liability for the six-month period ending on June 30, 2020:

| | **Parent Company** | **Consolidated** |
|---|---|---|
| **Balance on January 1, 2020** | **57,719** | **76,922** |
| Additions | 19,575 | 17,134 |
| Write-offs | (457) | (2,450) |
| Appropriate interest (i) | 2,571 | 3,074 |
| Payment of principal | (8,691) | (15,062) |
| Payment of interest | (2,217) | (2,748) |
| **Balance on June 30, 2020** | **68,500** | **76,870** |
| | - | - |
| Current | 21,278 | 31,676 |
| Non-current | 47,222 | 45,194 |
| | 68,500 | 76,870 |
| Balance with third parties | 52,021 | 68,468 |
| Balance with related parties | 16,479 | 8,402 |
| | 68,500 | 76,870 |

(i) In accordance with the CVM Instruction in Circular Official Letter 2/2019, the equity balances presented under appropriate interest are gross of taxes (PIS and COFINS), with R$ 2,571 for the Parent Company and R$ 3,074 Consolidated, while the amounts recorded in the income are R$ 2,481 at the Parent Company and R$ 3,065 Consolidated.

The non-current installments due have the following lease maturity schedule:

| | **Parent company (i)** | | **Consolidated** | |
|---|---|---|---|---|
| | **06/30/2020** | **12/31/2019** | **06/30/2020** | **12/31/2019** |
| 13 to 24 months | 19,271 | 12,672 | 20,175 | 19,323 |
| 25 to 36 months | 17,401 | 13,071 | 15,064 | 12,676 |
| 37 to 48 months | 8,365 | 11,321 | 7,770 | 10,392 |
| 49 to 60 months | 2,185 | 5,448 | 2,185 | 5,367 |
| 61 to 72 months | - | 297 | - | 297 |
| | 47,222 | 42,809 | 45,194 | 48,055 |

(i) Includes R$ 5,570 related to leasing liabilities with Subsidiary Niyati Empreendimentos e Participações Ltda

The Company and its Subsidiaries recognize their lease liabilities at the present value of their gross installments, including potential tax credits that they will enjoy upon the settlement of each installment of the lease. Thus, the potential tax credit embedded in the lease liability and the right to use asset is:

| **Cash Flow** | **Nominal** | **Adjusted Present Value** |
|---|---|---|
| Lease consideration | 114,448 | 88,466 |
| Potential PIS / Cofins (9.25%) (i) | 9,094 | 7,017 |

(i) Vehicle and individual contracts do not have PIS and COFINS credits.

# 27 Supplementary cash flow information

The preparation and presentation of the cash flow statements, using the indirect method, is carried out in accordance with accounting pronouncement CPC 03 (R2) on Cash flow statements.
Additional information is presented below:

| | **Parent Company** | **Consolidated** |
|---|---|---|
| Acquisition of fixed assets 2020 - unpaid | (559) | (577) |
| Acquisition of fixed assets 2019 - paid | 744 | 763 |
| Acquisition of intangible assets 2020 - unpaid | (103) | (105) |
| Acquisition of intangible assets 2019 - paid | 294 | 294 |
| Current income tax and social contribution compensation | (38,497) | (38,735) |
| Deferred taxes on hedge accounting | 45 | 45 |
| IFRS 16 additions | 19,186 | 15,778 |
| Dividends not received | 21,340 | - |

# 28 Subsequent events

a. In July 2020, the Company entered into two loan agreements:

One with Banco Santander S.A. in the amount of R$ 40 million in modality 4131, with a three-year term and an interest rate of CDI + 2.66% per annum (the transaction implicitly includes the contracting of a swap derivative financial instrument in order to eliminate any foreign exchange exposure);

With Banco Safra S.A. in the amount of R$ 5 million under CCB, with a three-year term and an interest rate of CDI + 2.9% per annum (the transaction is exempt from IOF according to Decree 10.414 of 07/02/2020).

b. As detailed in note 1, on July 30, 2020, the Board of Directors received the final report on the investigation, which concluded that there is no evidence of anti-competitive practices, nor of any wrongdoing capable of supporting the accusations that gave rise to "Operação Pacto".

c. The Company paid two loan operations, according to maturities mentioned in note 12:

   On July 31, 2020, we paid the principal and interest of the debentures (2nd series) in the amounts of R$ 25,005 and R$ 1,698, respectively.

   On August 3, 2020, we made the payment of the Resolution 4131 net of Swap (short leg) in the amount of R$ 51,007.