



Interim Financial Information (ITR)

Interim Financial Information
June 30, 2023
with Independent Auditor's
Review Report



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INDEPENDENT AUDITOR'S REVIEW REPORT ON INDIVIDUAL AND CONSOLIDATED FINANCIAL 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 Company and Consolidated, respectively, included in the interim information for the quarter ended on June 30, 2023, which comprise the interim statement of financial position, individual and consolidated, on June 30, 2023 and the respective interim statements, individual and consolidated, of income and comprehensive income for the three and six-months periods then ended, and interim statements, individual and consolidated, changes in equity and cash flows for 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 Interim 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 Interim Information.

Other matters

Individual and consolidated interim statements of value added - supplementary information

We also reviewed the individual and consolidated interim statements of value added for the six-month period ended June 30, 2023, 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 individual and consolidated interim 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.

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

São Paulo, August 03, 2023.



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

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

Assets	Note:	Parent company		Consolidated	
		June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Current assets					
Cash and cash equivalents	5	161,094	131,031	237,038	190,299
Accounts receivable from customers	6	213,696	268,382	264,045	314,053
Inventories (warehouse)		541	500	1,012	1,004
Income tax and social contribution	17	987	987	2,397	2,263
Taxes and contributions recoverable	7	3,044	2,182	20,303	24,726
Other accounts receivable	8	9,532	9,053	13,448	15,269
Dividends receivable	26	11,050	-	-	-
Related parties:	26	1,965	949	347	181
Prepaid expenses		4,979	4,332	5,338	4,922
Total current assets		406,888	417,416	543,928	552,717
Non-current assets					
Long-term receivables					
Other accounts receivable	8	6	25	1,018	1,485
Income tax and social contribution	17	16,299	13,842	16,299	13,842
Taxes and contributions recoverable	7	1,569	1,517	20,015	19,812
Related parties:	26	1,115	1,115	1,115	1,115
Deferred tax assets	17	-	-	5,137	5,654
Court deposits	16	16,136	15,914	19,039	18,781
Total long-term assets		35,125	32,413	62,623	60,689
Investments	9	339,669	300,704	49,313	47,950
Property, plant, and equipment	10	76,797	107,896	222,276	225,154
Intangible assets	11	170,331	168,995	177,385	176,104
Right of use	13	70,679	52,813	74,071	48,466
Total non-current assets		692,601	662,821	585,668	558,363
Total assets		1,099,489	1,080,237	1,129,596	1,111,080

Management's explanatory notes are an integral part of the financial statements of the parent company and consolidated.

Liabilities and equity	Note:	Parent company		Consolidated	
		June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Current liabilities					
Loans and financing	12	58,699	59,172	58,699	59,172
Lease	13	21,665	26,995	27,382	33,050
Suppliers		3,005	15,618	5,519	18,017
Freight payable		25,706	25,510	30,641	31,389
Taxes payable	14	16,585	17,898	19,485	21,043
Salaries and social charges	15	24,336	23,544	27,637	26,361
Other accounts payable	18	24,159	28,310	30,478	39,126
Related parties:	26	1,254	1,546	684	806
Income tax and social contribution	17	4,519	8,952	7,341	11,401
Total current liabilities		179,928	207,545	207,866	240,365
Non-current liabilities					
Loans and financing	12	32,568	42,568	32,568	42,568
Lease	13	54,148	30,674	51,997	20,513
Related parties:	26	504	504	524	524
Deferred tax liabilities	17	4,686	5,404	5,137	8,875
Provisions for lawsuits	16	23,987	24,627	26,478	28,382
Actuarial liability		2,726	2,726	2,726	2,726
Total non-current liabilities		118,619	106,503	119,430	103,588
Total liabilities		298,547	314,048	327,296	343,953
Net equity					
	19				
Capital stock		318,524	318,524	318,524	318,524
Profit reserves		421,332	410,601	421,332	410,601
Treasury shares		(343)	(343)	(343)	(343)
Equity valuation adjustment		(1,999)	(2,156)	(1,999)	(2,156)
Additional dividends proposed		-	39,563	-	39,563
Accumulated profits		63,428	-	63,428	-
		800,942	766,189	800,942	766,189
Non-controlling interest		-	-	1,358	938
Total net equity		800,942	766,189	802,300	767,127
Total liabilities and net equity		1,099,489	1,080,237	1,129,596	1,111,080

Management's explanatory notes are an integral part of the financial statements of the parent company and consolidated.

		Parent company			
	Note	April 2023 to June 2023	January 2023 to June 2023	April 2022 to June 2022	From January 1, 2022 to June 2022
Net revenue from services provided	21	305,140	575,686	245,947	433,602
Cost of services provided	22	(247,453)	(469,332)	(202,001)	(364,888)
Gross profit		57,687	106,354	43,946	68,714
General and Administrative Expenses	22	(22,747)	(42,182)	(21,122)	(38,636)
Business expenses	22	(173)	(311)	(126)	(232)
Loss due to impairment of accounts receivable	22	(492)	(495)	(256)	(346)
Other net operating revenues (expenses) net	23	(2,994)	(2,426)	347	1,162
		(26,406)	(45,414)	(21,157)	(38,052)
Operating profit		31,281	60,940	22,789	30,662
Equity income	9	13,103	27,405	11,484	25,034
Financial income	24				
Financial revenues		7,997	13,426	4,573	8,453
Financial expenses		(6,873)	(13,392)	(4,208)	(9,953)
		1,124	34	365	(1,500)
Profit before taxes		45,508	88,379	34,638	54,196
Income tax and social contribution	17				
Current		(6,199)	(14,938)	(4,275)	(4,275)
Deferred		351	718	108	(742)
		(5,848)	(14,220)	(4,167)	(5,017)
Net income for the period		39,660	74,159	30,471	49,179

Management's explanatory notes are an integral part of the financial statements
of the parent company and consolidated.

		Consolidated			
	Note:	April 2023 to June 2023	January 2023 to June 2023	April 2022 to June 2022	From January 1, 2022 to June 2022
Net revenue from services provided	21	366,651	702,689	304,535	545,601
Cost of services provided	22	(297,706)	(573,823)	(247,123)	(449,120)
Gross profit		68,945	128,866	57,412	96,481
General and Administrative Expenses	22	(22,984)	(42,882)	(21,386)	(39,094)
Business expenses	22	(612)	(1,234)	(412)	(756)
Loss due to impairment of accounts receivable	22	(464)	(849)	(333)	(449)
Other net operating revenues (expenses) net	23	(263)	960	177	878
		(24,323)	(44,005)	(21,954)	(39,421)
Operating profit		44,622	84,861	35,458	57,060
Equity income	9	2,884	6,722	3,006	6,019
Financial income	24				
Financial revenues		10,513	18,662	5,720	11,993
Financial expenses		(7,580)	(14,450)	(5,556)	(12,370)
		2,933	4,212	164	(377)
Profit before taxes		50,439	95,795	38,628	62,702
Income tax and social contribution	17				
Current		(9,192)	(24,437)	(8,061)	(11,429)
Deferred		(1,391)	3,221	13	(1,910)
		(10,583)	(21,216)	(8,048)	(13,339)
Net income for the period		39,856	74,579	30,580	49,363
Attributable to:					
Controlling shareholders		39,660	74,159	30,471	49,179
Non-controlling shareholders		196	420	109	184
		39,856	74,579	30,580	49,363
Net profit per share:	25				
Profit per share - basic (in R\$)		0.60	1.12	0.46	0.75
Profit per share - diluted (in R\$)		0.60	1.12	0.46	0.75

Management's explanatory notes are an integral part of the financial statements of the parent company and consolidated.

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>January 2023 to June 2023</u>	<u>From January 1, 2022 to June 2022</u>	<u>January 2023 to June 2023</u>	<u>From January 1, 2022 to June 2022</u>
Net income for the period	74,159	49,179	74,579	49,363
Other comprehensive income:				
Others	157	(3)	157	(3)
Total comprehensive income	<u>74,316</u>	<u>49,176</u>	<u>74,736</u>	<u>49,360</u>
Attributable to:				
Controlling shareholders			74,316	49,176
Non-controlling shareholders			<u>420</u>	<u>184</u>
			<u>74,736</u>	<u>49,360</u>

Management's explanatory notes are an integral part of the financial statements
of the parent company and consolidated.

	Attributable to the entities controlling Tegma Gestão Logística S.A.										
	Capital stock	Treasury shares	Legal reserve	Tax incentive reserve	Profit retention	Accumulated profits	Equity valuation adjustment	Additional dividends proposed	Total	Non-controlling interest	Total net equity
Balance on January 1, 2022	318,524	(342)	37,980	73,723	230,786	-	(2,276)	22,339	680,734	567	681,301
Comprehensive income	-	-	-	-	-	49,179	(3)	-	49,176	187	49,363
Tax incentives	-	-	-	8,172	-	(8,172)	-	-	-	-	-
Others	-	(1)	-	-	-	3	-	-	2	-	2
Dividends and interest on equity paid	-	-	-	-	-	-	-	(22,339)	(22,339)	-	(22,339)
Balances on June 30, 2022	318,524	(343)	37,980	81,895	230,786	41,010	(2,279)	-	707,573	754	708,327
Balance on January 1, 2023	318,524	(343)	45,945	95,021	269,635	-	(2,156)	39,563	766,189	938	767,127
Comprehensive income	-	-	-	-	-	74,159	-	-	74,159	420	74,579
Other comprehensive income	-	-	-	-	-	-	157	-	157	-	157
Tax incentives	-	-	-	10,731	-	(10,731)	-	-	-	-	-
Dividends and interest on equity	-	-	-	-	-	-	-	(39,563)	(39,563)	-	(39,563)
Balances on June 30, 2023	318,524	(343)	45,945	105,752	269,635	63,428	(1,999)	-	800,942	1,358	802,300

Management's explanatory notes are an integral part of the financial statements of the parent company and consolidated.

	Note:	Parent company		Consolidated	
		January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Net income for the period		74,159	49,179	74,579	49,363
Adjustments for:					
Depreciation and amortization	22	8,799	8,478	12,054	10,969
Amortization right of use	22	12,432	14,141	14,752	16,210
(Gain) loss on sale of assets	23	(20)	51	(20)	86
Provision for lawsuits		1,002	(360)	675	1
Loss due to impairment of accounts receivable		495	346	849	449
Equity	9	(27,405)	(25,034)	(6,722)	(6,019)
Interest, monetary variations and exchange variations on loans and debentures	12	6,975	6,277	6,975	6,277
Interest on lease	24	3,938	1,779	4,562	2,316
Deferred income tax and social contribution	17	(718)	742	(3,221)	1,910
		79,657	55,599	104,483	81,562
Changes in assets and liabilities					
Accounts receivable		54,191	12,941	49,159	35,760
Taxes recoverable		11,267	6,577	19,208	12,587
Court deposits		(212)	(1,248)	(263)	(991)
Other assets		(834)	580	2,178	(923)
Suppliers and freight payable		1,076	(16,658)	247	(15,432)
Salaries and social charges		792	(2,199)	1,276	(1,608)
Related parties:		(1,308)	(636)	(288)	28
Other obligations and taxes payable		(3,764)	(444)	(8,707)	(251)
		61,208	(1,087)	62,810	29,170
Cash generated by operating activities		140,865	54,512	167,293	110,732
Interest paid on loans and financing	12	(7,448)	(6,752)	(7,448)	(6,752)
Interest paid on leases	13	(4,336)	(1,952)	(4,238)	(3,388)
Lawsuits paid	16	(1,501)	(4,902)	(2,222)	(5,012)
Income tax and social contribution paid		(17,501)	(4,943)	(20,515)	(10,297)
Net cash flow from operating activities		110,079	35,963	132,870	85,283

	Note:	Parent company		Consolidated	
		January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Cash flows from investing activities					
(Increase) reduction of capital in subsidiaries	9	(501)	16,612	-	-
Dividends received	9	5,202	19,254	5,202	3,339
Acquisition of intangible assets	11	(4,048)	(2,521)	(4,189)	(2,706)
Acquisitions of property, plant and equipment	10	(16,111)	(11,130)	(19,923)	(12,344)
Receipt due to the sale of goods		182	310	182	410
Payments on the acquisition of investments		(1,851)	-	(1,851)	(4,000)
Net cash (used in) originating from investing activities		(17,127)	22,525	(20,579)	(15,301)
Cash flows from financing activities					
Dividends and interest on equity paid		(39,563)	(22,339)	(39,563)	(22,339)
Payment of loans and financing	12	(10,000)	(60,000)	(10,000)	(60,000)
Lease payment	13	(13,326)	(13,952)	(15,989)	(15,048)
Net cash used in financing activities		(62,889)	(96,291)	(65,552)	(97,387)
Net increase in cash and cash equivalents		30,063	(37,803)	46,739	(27,405)
Cash and cash equivalents at the start of the period		131,031	99,935	190,299	147,128
Cash and cash equivalents at the end of the period		161,094	62,132	237,038	119,723
Net increase (decrease) in cash and cash equivalents		30,063	(37,803)	46,739	(27,405)

Management's explanatory notes are an integral part of the financial statements of the parent company and consolidated.

		Parent company		Consolidated	
	Note:	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Revenue					
Gross sales of services, net of discounts	21	677,614	509,943	826,354	640,076
Other revenues		1,008	442	1,651	453
Loss due to impairment of accounts receivable		(495)	(346)	(849)	(449)
		678,127	510,039	827,156	640,080
Inputs purchased from third parties					
Cost of services provided		(388,037)	(293,056)	(468,694)	(354,589)
Materials, energy, third-party services and other operational services		(60,327)	(51,283)	(74,248)	(62,038)
		(448,364)	(344,339)	(542,942)	(416,627)
Gross added value					
		229,763	165,700	284,214	223,453
Depreciation and amortization	22	(8,799)	(8,478)	(12,054)	(10,969)
Amortization right of use	22	(12,432)	(14,141)	(14,752)	(16,210)
		(21,231)	(22,619)	(26,806)	(27,179)
Net added value produced by the Company					
		208,532	143,081	257,408	196,274
Added value received in transfers					
Equity income	9	27,405	25,034	6,722	6,019
Financial revenues	24	13,426	8,453	18,662	11,993
		40,831	33,487	25,384	18,012
Total added value to be distributed					
		249,363	176,568	282,792	214,286

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Note:				
Added value distribution				
Personnel and charges				
Direct remuneration	54,833	43,263	62,229	52,951
Benefits	12,391	9,391	14,217	12,080
Severance Pay Indemnity Fund (FGTS)	3,110	2,534	3,549	3,174
	70,334	55,188	79,995	68,205
Taxes, fees and contributions				
Federal	42,936	25,374	56,103	40,615
State	44,045	33,255	51,514	38,246
Municipal	1,827	1,156	3,038	2,800
	88,808	59,785	110,655	81,661
Remuneration of third-party capital / Financiers				
Interest and exchange variations	13,392	9,953	14,450	12,370
Rents	2,670	2,463	3,113	2,687
	16,062	12,416	17,563	15,057
Equity remuneration				
Retained earnings of controlling shareholders	74,159	49,179	74,159	49,179
Participation of non-controlling shareholders	-	-	420	184
	74,159	49,179	74,579	49,363
Added value distributed	249,363	176,568	282,792	214,286

Management's explanatory notes are an integral part of the financial statements of the parent company and consolidated.

1 Operational context

Tegma Gestão Logística S.A. (“Parent Company”) and its Subsidiaries (“Company”) have among their main goals the provision of services focused on the areas of logistics management, transportation, and storage in various industries, such as: automotive, consumption, chemicals and appliances.

The Company is a publicly traded 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, pursuant to the arbitration clause contained in its Bylaws.

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

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

- **Road transport:** Transfer and distribution of brand new and used vehicles; and port transfers
- **Logistics services:** Management of vehicle assembly stocks and yards and vehicle preparation services for sale.

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

- **Road transport:** *milk run* (programmed material collection system, which uses a single transport equipment of the logistics operator, to carry out the collections at two or more suppliers and deliver the materials to the final destination, always at pre-established times); *full truck load* (it is the type of homogeneous cargo, usually with sufficient volume to completely fill a dump truck or armored truck), solid/liquid bulk and parts transfer between customer and supplier sites;
- **General and bonded storage:** encompassing storage and management of parts and components, cross docking (distribution system in which goods received, at a warehouse or Distribution Center, are not stored but immediately prepared for delivery loading), order picking and preparation (at warehouse collection of certain products, which may be different in category and quantities, according to a customer's request, in order to meet it), handling and preparation, storage of liquid and solid chemical bulk, in-house storage (in customer structure), vehicle storage and bonded storage within structures appropriate to the customs warehouse legislation (through joint venture GDL Gestão de Desenvolvimento em Logística Participações S.A.);
- **Logistics management:** involving stock control, just in time production line supply, returnable packaging management, parts and components management, stock management of national and imported goods, and reverse logistics.

On May 30, 2023, some of the Company's and its subsidiaries' servers suffered cyberattacks. The companies promptly reestablished their activities in order to guarantee the continuity of its services, with no impact on the results.

2 List of subsidiaries, associates and joint ventures

The Company has the following investments:

	Interest		Relationship
	June 30, 2023	December 31, 2022	
Tegma Cargas Especiais Ltda. (“TCE”)	100%	100%	Direct subsidiary
Tegma Logística de Armazéns Ltda. (“TLA”)	100%	100%	Direct subsidiary
Tegmax Comércio e Serviços Automotivos Ltda. (“Tegmax”)	100%	100%	Direct subsidiary
Tegma Logística de Veículos Ltda. (“TLV”) (i)	-	100%	Direct subsidiary
Niyati Empreendimentos e Participações Ltda. (“Niyati”)	100%	100%	Direct subsidiary
TegUp Inovação e Tecnologia Ltda. (“TegUp”)	100%	100%	Direct subsidiary
Tech Cargo Plataforma de Transportes Ltda. (“Tech Cargo”)	100%	100%	Direct subsidiary

Catlog Logística de Transportes S.A. ("Catlog") (i) (ii)	100%	100%	Direct subsidiary
GDL Gestão de Desenvolvimento em Logística Participações S.A. ("GDL")	50%	50%	Joint venture
Fastline Logística Automotiva Ltda ("Fastline")	83%	83%	Indirect subsidiary
Rabbot Technologies Ltd (iii)	16%	16%	Indirect affiliate

- (i) Continuing the plan to simplify its corporate structure and obtain operational and financial gains in its use of assets, in January 2023 the subsidiary Tegma Logística de Veículos Ltda. was merged into the subsidiary Catlog Logística de Transportes S.A.
- (ii) On September 15, 2022, the Company acquired a 51% interest in the affiliate Catlog Logística de Transporte S.A., totaling 100% of the equity interest, making it a direct subsidiary of the Company. Catlog was responsible for vehicle logistics operations until 2014, the year in which the company's main and only contract was terminated and, since then, the company has remained inactive. The acquisition of the remaining Catlog shares is part of a corporate simplification and asset utilization plan. Therefore, in January 2023, with the merger of the subsidiary TLV, vehicle logistics operations were resumed.
- (iii) In April 2022, TegUp, the Company's direct subsidiary, converted the debentures it held from Rabbot Serviços de Tecnologia Ltda. in shares, and later acquired shares from other investors, increasing its stake in Rabbot, as described in note 9 item (ii).

3 Basis for preparation and accounting policies

The accounting policies adopted in the preparation of the interim financial information, as well as the measurement basis, the functional and presentation currency, the main judgments and uncertainties in the estimates used in the application of the accounting practices are consistent with what was practices when preparing the financial statements for the year ended on December 31, 2022, filed with the Brazilian Securities and Exchange Commission (CVM) on March 9, 2023 and on the Company's investor relations website (ri.tegma.com.br).

It should also be noted that the accounting policies were uniformly applied in the current period, are consistent with the year and comparative period presented and are common to the parent company, joint ventures and other investments.

a. Preparation basis and conformity declaration

The interim financial information for the quarter ended June 30, 2023 should be read together with the Company's financial statements for the year ended December 31, 2022.

Considering that there were no material changes in relation to the composition and nature of the balances presented in the financial statements for the year ended December 31, 2022, the explanatory notes below are presented in a condensed form for the quarter ended June 30, 2023:

3	Bases for preparation and accounting policies
5	Cash and cash equivalents
6	Accounts receivable from customers
10	Fixed assets
11	Intangible assets
13	Lease and right of use
15	Salaries and social charges
16	Court deposits and provision for lawsuits
17	Income tax and social contribution
19	Net equity
20	Information by business segment
21	Net revenue from services provided

b. Parent company and consolidated interim financial information

The individual interim financial information reports were prepared in accordance with technical pronouncement CPC 21 (R1) - Interim Financial Information, presented in accordance with the rules issued by the Brazilian Securities and Exchange Commission (CVM).

The consolidated interim financial information was prepared in accordance with IAS 34 - *Interim Financial Reporting* presented in accordance with the rules issued by the Brazilian Securities and Exchange Commission (CVM).

All relevant information pertaining to the interim, parent company and consolidated financial information, and only these, are being evidenced, and correspond to those used by Management in its activities.

The Company complies with all requirements of laws and regulations issued by the CVM.

c. Standards, amendments and interpretations of standards

In the quarter ended June 30, 2023, no new standards, amendments and interpretations of standards were issued.

4 Financial risk management

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

a. Market risk - Exchange rate

Exchange rate risk arises from future commercial operations and assets and liabilities recognized in operations with currencies other than the functional currency.

b. Market risk - Basic interest rate

The interest rate risk of the Company arises from current and non-current loans. Loans issued at variable rates expose the Company to the risk of interest rate variations and their impact on cash flow. Loans issued at fixed rates expose the Company to fair value risk associated with interest rates.

The Company's interest rate risk is represented by exposure to changes in the Interbank Certificate of Deposit (CDI) and the basic Selic interest rate. What follows is the interest risk exposure of the operations connected to these variations:

		Parent company		Consolidated	
	Note:	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Loans and financing	12	(91,267)	(101,740)	(91,267)	(101,740)
Financial investments	5	160,578	129,953	236,287	188,735
Net exposure		69,311	28,213	145,020	86,995

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 bonds from independent entities with a rating classified as investment grade by at least 2 of the 3 main rating agencies (Standard & Poor's, Fitch Ratings and Moody's) are accepted. Investments are distributed among the various banking institutions, avoiding a concentration of more than 30% of cash in each of them. The credit analysis area assesses the customer's credit quality, taking into account their financial position, past experience and other factors. Individual client risk limits are determined based on internal ratings. Credit risk management practices including methods and assumptions are described in notes 5 and 6. The use of credit limits is regularly monitored.

The Company's exposure is shown below:

	Note:	Parent company		Consolidated	
		June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Cash and cash equivalents	5	161,094	131,031	237,038	190,299
Accounts receivable from customers	6	213,696	268,382	264,045	314,053
		374,790	399,413	501,083	504,352

d. Liquidity risk

The cash flow forecast is carried out in the operating entities of the Company 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, maintaining and contracting available lines of credit at adequate levels.

Cash is invested in conservative financial operations with very short-term liquidity to meet the aforementioned forecasts.

The following table illustrates the financial liabilities of the Company, by maturity ranges, corresponding to the remaining period in the balance sheet until the contractual maturity date. These amounts are undiscounted cash flows and include contractual interest payments and exclude the impact of netting arrangements:

	Note:	Parent company				
		Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 10 years
Loans and financing	12	91,267	118,611	64,763	6,730	47,119
Lease	13	75,813	98,795	30,510	23,717	44,568
Suppliers and freight payable		28,711	28,711	28,711	-	-
Other accounts payable	18	24,159	24,159	24,159	-	-
Related parties:	26	1,758	1,758	1,254	504	-
June 30, 2023		221,708	272,034	149,397	30,951	91,687

	Note:	Parent company				
		Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 10 years
Loans and financing	12	101,740	136,073	69,133	15,549	51,391
Lease	13	57,669	61,927	29,648	16,390	8,632
Suppliers and freight payable		41,128	41,128	41,128	-	-
Other accounts payable	18	28,310	28,310	28,310	-	-
Related parties:	26	2,050	2,050	1,546	504	-
December 31, 2022		230,897	269,488	169,765	32,443	60,023

Consolidated						
	Note:	Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 10 years
Loans and financing	12	91,267	118,612	64,763	6,730	47,119
Lease	13	79,379	100,560	36,342	25,664	38,554
Suppliers and freight payable		36,160	36,160	36,160	-	-
Other accounts payable	18	30,478	30,478	30,478	-	-
Related parties:	26	1,208	1,208	684	524	-
June 30, 2023		238,492	287,018	168,427	32,918	85,673

Consolidated						
	Note:	Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 10 years
Loans and financing	12	101,740	136,073	69,133	15,549	51,391
Lease	13	53,563	57,969	36,464	10,877	10,628
Suppliers and freight payable		49,406	49,406	49,406	-	-
Other accounts payable	18	39,126	39,126	39,126	-	-
Related parties:	26	1,330	1,330	806	524	-
December 31, 2022		245,165	283,904	194,935	26,950	62,019

e. Sensitivity analysis

The table below shows the sensitivity analysis of financial instruments, which describes the risks that may generate material losses for the Company. Considering that both the amount invested and all the Company's debts (loans and financing) are linked to the CDI (13.65% p.a. on June 30, 2023 and on December 31, 2022) and the Selic interest rate (13.75% p.a. on June 30, 2023 and on December 31, 2022).

According to Management's assessment, the most likely scenario (Scenario I) presents the impacts over a one-year horizon considering the conservation of the CDI and the Selic rate. Additionally, two other scenarios are demonstrated in order to present the impacts of a 25% and 50% increase in the risk variables considered. They are Scenarios II and III, respectively. Thus, for this analysis, we consider for the calculation of the net exposure risk an increase in liabilities, that is, with appreciation in the CDI and the Selic rate.

The table below shows the possible impacts on income and net equity based on the CDI and the Selic rate of the scenarios presented on June 30, 2023:

	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	22,248	27,810	33,371	32,595	40,744	48,893
Revenue	22,248	27,810	33,371	32,595	40,744	48,893
NCE Bradesco	(1,532)	(1,885)	(2,238)	(1,532)	(1,885)	(2,238)
Finame BNDES	(4,998)	(6,124)	(7,251)	(4,998)	(6,124)	(7,251)
4131 Santander	(6,987)	(8,449)	(9,910)	(6,987)	(8,449)	(9,910)
CCB Safra	(878)	(1,059)	(1,240)	(878)	(1,059)	(1,240)
Expenses	(14,395)	(17,517)	(20,639)	(14,395)	(17,517)	(20,639)

Net Effect on Income and Net Equity	7,853	10,293	12,732	18,200	23,227	28,254
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f. Capital management

The Company monitors capital based on the financial leverage ratio, which corresponds to net debt divided by total capital. Net debt corresponds to total loans (including current and non-current loans, as shown in the balance sheet), minus the amount of cash and cash equivalents, and financial investments. Total capital, on the other hand, is calculated through the sum of net equity, shown in the balance sheet, with net debt, as follows:

	Note:	Parent company		Consolidated	
		June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Loans and financing	12	91,267	101,740	91,267	101,740
Cash and cash equivalents	5	(161,094)	(131,031)	(237,038)	(190,299)
Net debt		(69,827)	(29,291)	(145,771)	(88,559)
Total net equity		800,942	766,189	802,300	767,127
Total capital sources		731,115	736,898	656,529	678,568
Financial leverage ratio		(9.6%)	(4.0%)	(22.2%)	(13.1%)

g. Classification of financial instruments

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 the most advantageous market for the asset or liability, in a normal transaction between market players on the measurement date, as well as establishing a three-level hierarchy to be used for fair value measurement, namely:

- **Level 1:** Quoted (unadjusted) prices in active markets for identical assets and liabilities.
- **Level 2:** Other information, except for the information included in Level 1, whereby quoted (unadjusted) prices are meant for similar assets and liabilities, (directly as prices or indirectly as derived from prices), in non-active markets, or other information that is available or that can be corroborated by information observed in the market.
- **Level 3:** Information that is not available due to little or no market activity and that 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 by the CDI or Selic curve considering the percentage of the contracted index and then bring it to present value by discounting 100% of the CDI or Selic curve.

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
	June 30, 2023
	December 31, 2022

	Note:	Book value	Fair value	Fair value hierarchy	Book value	Fair value	Fair value hierarchy
Assets							
Fair value through profit or loss							
Financial investments	5	160,578	160,578	Level 1	129,953	129,953	Level 1
Assets at amortized cost							
Bank and cash funds	5	516	516	Level 1	1,078	1,078	Level 1
Accounts receivable from customers	6	213,696	213,696	Level 2	268,382	268,382	Level 2
Related parties:	26	3,080	3,080	Level 2	2,064	2,064	Level 2
Dividends receivable	26	11,050	11,050	Level 2	-	-	Level 2
Other accounts receivable (i)	8	400	400	Level 2	598	598	Level 2
		389,320	389,320		402,075	402,075	
Liabilities							
Liabilities at amortized cost							
Loans and financing	12	(91,267)	(95,089)	Level 2	(101,740)	(105,617)	Level 2
Lease	13	(75,813)	(75,813)	Level 3	(57,669)	(57,669)	Level 3
Suppliers and freight payable		(28,711)	(28,711)	Level 2	(41,128)	(41,128)	Level 2
Other accounts payable	18	(24,159)	(24,159)	Level 2	(28,310)	(28,310)	Level 2
Related parties:	26	(1,758)	(1,758)	Level 2	(2,050)	(2,050)	Level 2
		(221,708)	(225,530)		(230,897)	(234,774)	
Consolidated							
				June 30, 2023	December 31, 2022		
	Note:	Book value	Fair value	Fair value hierarchy	Book value	Fair value	Fair value hierarchy
Assets							
Fair value through profit or loss							
Financial investments	5	236,287	236,287	Level 1	188,735	188,735	Level 1
Assets at amortized cost							
Bank and cash funds	5	751	751	Level 1	1,564	1,564	Level 1
Accounts receivable from customers	6	264,045	264,045	Level 2	314,053	314,053	Level 2
Related parties:	26	1,462	1,462	Level 2	1,296	1,296	Level 2
Other accounts receivable (i)	8	1,653	1,653	Level 2	2,342	2,342	Level 2
		504,198	504,198		507,990	507,990	

Liabilities**Liabilities at amortized cost**

Loans and financing	12	(91,267)	(95,089)	Level 2	(101,740)	(105,617)	Level 2
Lease	13	(79,379)	(79,379)	Level 3	(53,563)	(53,563)	Level 3
Suppliers and freight payable		(36,160)	(36,160)	Level 2	(49,406)	(49,406)	Level 2
Other accounts payable	18	(30,478)	(30,478)	Level 2	(39,126)	(39,126)	Level 2
Related parties:	26	<u>(1,208)</u>	<u>(1,208)</u>	Level 2	<u>(1,330)</u>	<u>(1,330)</u>	Level 2
		<u>(238,492)</u>	<u>(242,314)</u>		<u>(245,165)</u>	<u>(249,042)</u>	

(i) They do not include amounts referring to advances to employees and suppliers.

5 Cash and cash equivalents

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>June 30 2023</u>	<u>December 31, 2022</u>	<u>June 30 2023</u>	<u>December 31, 2022</u>
Bank and cash funds	516	1,078	751	1,564
Financial investments	<u>160,578</u>	<u>129,953</u>	<u>236,287</u>	<u>188,735</u>
	<u>161,094</u>	<u>131,031</u>	<u>237,038</u>	<u>190,299</u>

Financial investments are very short-term, highly liquid, and readily convertible into a known amount of cash.

Financial investments are represented by operations with immediate liquidity, with an average yield of 101.06% for the terms established on June 30, 2023 (100.95% on December 31, 2021) of the variation of the Interbank Deposit Certificate (CDI) index.

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

The Company's sensitivity analysis is disclosed in Note 4.e.

6 Accounts receivable from customers

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>June 30 2023</u>	<u>December 31, 2022</u>	<u>June 30 2023</u>	<u>December 31, 2022</u>
National customers	214,788	269,179	265,658	315,085
Allowance for doubtful accounts (PCLD)	<u>(1,092)</u>	<u>(797)</u>	<u>(1,613)</u>	<u>(1,032)</u>
	<u>213,696</u>	<u>268,382</u>	<u>264,045</u>	<u>314,053</u>

On June 30, 2023, the average collection period is approximately 50 days for the Parent Company and 52 days for the Consolidated (56 days for the Parent Company and 56 days for the Consolidated on December 31, 2022).

The analysis of the maturities of these accounts receivable is presented below:

Parent companyConsolidated

	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Securities due	191,432	228,633	235,293	265,027
Securities overdue for up to 30 days	13,542	23,641	17,452	30,917
Securities overdue for 31 to 90 days	3,605	8,149	4,616	9,350
Securities overdue for 91 to 180 days	1,420	4,175	2,664	4,633
Securities overdue for more than 181 days	4,789	4,581	5,633	5,158
	214,788	269,179	265,658	315,085

The Company considers in its assessments the approach to expected losses throughout the life of trade accounts receivable to set up an estimated loss, based on the history of losses incurred and the expectation of continuity of its customers.

Expected losses are recognized based on overdue accounts receivable (aging list) taking into account the Company's history of losses, as per CPC 48 – Financial instruments. As a general rule, securities overdue for more than 180 days are fully provisioned. In this evaluation, customers who do not have a history of losses are excluded.

The changes to the Company's provision for doubtful debts (PCLD) is shown as follows:

	Parent company		Consolidated	
	2023	2022	2023	2022
Balances on January 1st	(797)	(835)	(1,032)	(931)
Additions	(660)	(609)	(1,160)	(705)
Reversals	365	515	579	562
Balances on June 30	(1,092)	(929)	(1,613)	(1,074)

The maximum exposure to credit risk is the carrying amount of each class of accounts receivable mentioned above. The Company does not hold any security as collateral.

7 Taxes and contributions recoverable

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
National Institute of Social Security (INSS) tax to be recovered	1,778	1,832	4,834	4,861
Withheld income tax (IRRF) on financial investments	1,018	467	1,805	842
Withheld income tax (IRRF) on services and others	-	-	9	104
Social Integration Program (PIS) and Contribution to Social Security Financing (COFINS)	1,414	1,243	32,844	37,990
(i) (ii)				
Others	403	157	826	741
	4,613	3,699	40,318	44,538
Current	3,044	2,182	20,303	24,726
Non-current	1,569	1,517	20,015	19,812
	4,613	3,699	40,318	44,538

- (i) The subsidiary TCE has a lawsuit over the credits arising from the exclusion of ICMS from the PIS and COFINS calculation basis. On June 30, 2021, based on an internal analysis and that of its external advisors on the favorable consolidation of the thesis, the Company recorded this credit for the period of March 2017, the date of the judgment of the matter with general repercussion in the STF, until December 2018 from the exclusion of ICMS "highlighted" in its tax documents in the amount of R\$ 838. From this period onwards, the Company started to exclude the ICMS "effectively paid" from its

calculations until May 2021, when the STF harmonized the understanding of the methodology for calculating the PIS and COFINS credit from the exclusion of the highlighted ICMS. In view of this decision, the Company recorded the amounts of credits arising from the period from August 2003 (referring to five years prior to the filing of its lawsuit on the subject) until March 2017 in the amount of R\$ 8,978, already updated by the SELIC rate. In addition, the Company recorded the amounts resulting from the difference in the credit calculation between the “detached” and “effectively paid” ICMS exclusion methodology for the period from December 2018 to April 2021. The total amount of credits recorded until June 30, 2023 is R\$ 10,811 (R\$ 11,266 on December 31, 2022) in the Subsidiary.

The amounts of recoverable taxes were generated by the Company's own operations and began to be offset in May 2023, when they were ratified and the case was found to be final and unappealable, with future debts of the same type, therefore, the amounts are presented at realization values.

- (ii) On September 30, 2022, the balance of R\$ 8,413 was added to the consolidated due to the acquisition of Catlog's stake, as described in Note 9 item (ii). This amount refers to credits on the right to exclude the amounts of tax on goods circulation (ICMS) in the PIS and COFINS calculation bases. Additionally, and through a survey of documents and calculations, validated by an external consultancy, in December 2022 the subsidiary recorded an additional credit of R\$ 15,341, of which R\$ 9,187 were the principal and R\$ 6,154 the inflation adjustment; this amount stems from the difference between the methodology for excluding the “highlighted” and “effectively paid” ICMS. In February 2023 there was a final and unappealable decision, the amounts were ratified and started to be offset. The balance of these credits on June 30, 2023 is R\$ 20,004. (R\$ 23,890 on December 31, 2022).

8 Other accounts receivable

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Indemnity asset	6	25	1,018	1,485
Advance to suppliers	7,714	7,530	11,262	13,370
Advance to employees	1,424	950	1,551	1,042
Other credits	394	573	635	857
	9,538	9,078	14,466	16,754
Current	9,532	9,053	13,448	15,269
Non-current	6	25	1,018	1,485
	9,538	9,078	14,466	16,754

9 Investments

Subsidiaries and Joint Ventures

	June 30, 2023			December 31, 2022		
	Investment	Net goodwill	Total	Investment	Net goodwill	Total
Subsidiaries						
Tegma Cargas Especiais Ltda. (TCE)	69,197	6,363	75,560	62,977	6,363	69,340
Tegma Logística de Armazéns Ltda. (TLA)	19,483	-	19,483	15,708	-	15,708
Niyati Empreendimentos e Participações Ltda. (Niyati)	132,900	-	132,900	105,659	-	105,659
Tech Cargo Plataforma de Transportes Ltda (Tech Cargo)	1	-	1	1	-	1
Tegmax Comércio e Serviços Automotivos Ltda. (Tegmax)	1,380	-	1,380	1,374	-	1,374
Tegma Logística de Veículos Ltda. (TLV) (i)	-	-	-	44,534	-	44,534
TegUp Inovação e Tecnologia Ltda. (TegUp)	6,974	-	6,974	7,542	-	7,542
Catlog Logística de Transportes S.A. (Catlog) (i) (ii)	60,363	-	60,363	15,485	-	15,485
	290,298	6,363	296,661	253,280	6,363	259,643
Joint ventures						
GDL Gestão de Desenvolvimento em Logística Participações S.A. (GDL)	26,315	16,693	43,008	24,368	16,693	41,061
	26,315	16,693	43,008	24,368	16,693	41,061
	316,613	23,056	339,669	277,648	23,056	300,704

	Consolidated					
	June 30, 2023			December 31, 2022		
	Investment	Net goodwill	Total	Investment	Net goodwill	Total
Joint ventures						
GDL Gestão de Desenvolvimento em Logística Participações S.A. (GDL)	26,315	16,693	43,008	24,368	16,693	41,061
Indirect affiliate						
Rabbit Technologies Ltd (iii)	999	5,306	6,305	1,583	5,306	6,889
	27,314	21,999	49,313	25,951	21,999	47,950

(i) In January 2023, the subsidiary Tegma Logística de Veículos Ltda. was merged into the subsidiary Catlog Logística de Transporte S.A., as mentioned in explanatory note 2, items (i) and (ii).

(ii) As described in note 2 item (ii) the Company acquired 51% of the shares of Catlog Logística de Transporte S.A., increasing its ownership to 100%, and consequently making it a direct subsidiary.

Thus, as of September 2022, the Company began to hold 100% of the shares and thus consolidated Catlog Logística de Transporte S.A. The income via equity equivalence began to be recorded in its entirety. The amount for the period from January to August 2022, referring to the resulting 49% interest in the period prior to the acquisition, remains recorded in the equity income.

(iii) According to the minutes of the Meeting of the Company's Board of Directors on April 20, 2022, the corporate venture TegUP converted the debentures it held from Rabbit (learn more at <https://rabbot.co/>), and which were issued in August 2019, into shares for an amount of R\$ 3,200.

Furthermore, on May 9, 2022, TegUp acquired shares from previous Rabbit investors for a total amount of R\$ 4,000, which resulted in a 16.2% stake in the startup. The Company's intention is to maintain a relevant stake and exercise political and governance rights in the investee.

The Company classifies its investment in Rabbot Technologies Ltd., as an indirect affiliate, through its subsidiary TegUP Inovação e Tecnologia Ltda. due to having significant influence through participation in the Board of Directors, as well as the right to participate in decisions on dividends and other distributions of the investee pursuant to CPC 18 (R2) / IAS 28 – Investment in Affiliates, Subsidiaries and Jointly Controlled Undertakings.

Investment transactions

	Parent company									
	TCE	TLA	Niyati	Tech Cargo	Tegmax	TLV	TegUp	Catlog	GDL	Total
Balance on January 1, 2022	72,576	14,650	109,416	1	1,343	63,142	6,698	3,115	36,958	307,899
Equity	9,397	591	3,224	-	23	6,217	(437)	55	5,964	25,034
Capital Increase (Decrease)	-	-	-	-	-	(17,712)	1,100	-	-	(16,612)
Acquisition of equity interest	-	-	-	-	-	(3)	-	-	-	(3)
Dividends	(10,000)	-	(5,915)	-	-	-	-	-	(3,339)	(19,254)
Others	(1)	-	-	-	-	-	-	-	-	(1)
Balance on June 30, 2022	71,972	15,241	106,725	1	1,366	51,644	7,361	3,170	39,583	297,063
Balance on January 1, 2023	69,340	15,708	105,659	1	1,374	44,534	7,542	15,485	41,061	300,704
Equity	5,967	3,527	1,663	-	37	257	(568)	9,216	7,306	27,405
Capital increase (i)	253	248	27,468	-	-	-	-	-	-	27,969
Dividends (ii)	-	-	(1,890)	-	(31)	-	-	(9,129)	(5,202)	(16,252)
Other (iii) (iv)	-	-	-	-	-	(44,791)	-	44,791	(157)	(157)
Balance on June 30, 2023	75,560	19,483	132,900	1	1,380	-	6,974	60,363	43,008	339,669

- (i) Refers to the capital increase carried out in the subsidiary Niyati Empreendimentos e Participações Ltda. through the transfer of assets, as mentioned in explanatory note No. 10, item (ii)
- (ii) The Subsidiaries' dividends were declared and their payments will occur in accordance with the Company's cash management. On June 30 2023, the balance of the subsidiaries Tegma Cargas Especiais Ltda, Tegmax Comércio e Serviços Automotivos Ltda and Catlog Logística de Transporte Ltda remains pending, according to explanatory note No. 26.
- (iii) Merger of Tegma Logística de Veículos Ltda. with Catlog Logística de Transporte S.A. as mentioned in explanatory note no. 2 items (i) and (ii).
- (iv) The amount of R\$ 157 refers to other comprehensive assets recognized for GDL Gestão de Desenvolvimento em Logística Participações S.A.

	Consolidated						
	2023			2022			
	GDL	Rabbot	Total	Catlog	GDL	Rabbot	Total
Balance on January 1st	41,061	6,889	47,950	3,115	36,958	-	40,073
Equity	7,306	(584)	6,722	55	5,964	-	6,019
Dividends received	(5,202)	-	(5,202)	-	(3,339)	-	(3,339)
Acquisition of equity interest	-	-	-	-	-	7,200	7,200
Others	(157)	-	(157)	-	-	-	-
Balance on June 30	43,008	6,305	49,313	3,170	39,583	7,200	49,953

Interest of the Parent Company in the income of direct Subsidiaries, all of which are limited liability companies, as well as in the total of its assets, liabilities and results:

	<u>TCE</u>	<u>TLA</u>	<u>Niyati</u>	<u>Tech Cargo</u>	<u>Tegmax</u>	<u>TLV</u>	<u>TegUp</u>	<u>Catlog</u>
June 30, 2023								
Assets	100,875	23,451	135,064	1	1,509	-	6,976	81,004
Liabilities	31,678	3,968	2,164	-	129	-	2	20,641
Net equity	69,197	19,483	132,900	1	1,380	-	6,974	60,363
December 31, 2022								
Assets	85,148	18,883	105,945	1	1,473	55,408	7,543	24,544
Liabilities	22,171	3,175	286	-	99	10,874	1	9,058
Net equity	62,977	15,708	105,659	1	1,374	44,534	7,542	15,486

	From January to June 2023						
	<u>TCE</u>	<u>TLA</u>	<u>Niyati</u>	<u>Tegmax</u>	<u>TLV</u>	<u>TegUp</u>	<u>Catlog</u>
Net revenue from services provided	48,401	16,398	3,353	-	3,041	-	43,411
Cost of services provided	<u>(40,247)</u>	<u>(11,309)</u>	<u>(1,404)</u>	-	<u>(3,101)</u>	<u>(2)</u>	<u>(40,011)</u>
Gross profit	8,154	5,089	1,949	-	(60)	(2)	3,400
General and Administrative Expenses	(190)	(67)	(340)	(4)	(1)	(2)	(93)
Other (expenses) revenues net	<u>(14)</u>	<u>98</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>3,322</u>
	<u>(204)</u>	<u>31</u>	<u>(340)</u>	<u>(4)</u>	<u>(1)</u>	<u>(2)</u>	<u>3,229</u>
Operational profits (losses)	7,950	5,120	1,609	(4)	(61)	(4)	6,629
Equity income	-	-	-	-	449	(584)	1,602
Financial income	<u>472</u>	<u>31</u>	<u>638</u>	<u>54</u>	<u>2</u>	<u>26</u>	<u>2,125</u>
Profit (loss) before taxes	8,422	5,151	2,247	50	390	(562)	10,356
Income tax and social contribution	<u>(2,455)</u>	<u>(1,624)</u>	<u>(584)</u>	<u>(13)</u>	<u>(133)</u>	<u>(6)</u>	<u>(1,140)</u>
Net profit (loss) for the Period	<u>5,967</u>	<u>3,527</u>	<u>1,663</u>	<u>37</u>	<u>257</u>	<u>(568)</u>	<u>9,216</u>

	From January to June 2022					
	TCE	TLA	Niyati	Tegmax	TLV	TegUp
Net revenue from services provided	54,605	1,667	4,553	-	47,689	-
Cost of services provided	(41,603)	(1,043)	(1,221)	(8)	(38,737)	-
Gross profits (losses)	13,002	624	3,332	(8)	8,952	-
General and Administrative Expenses	(272)	(27)	-	(7)	(69)	(62)
Other net expenses	(194)	(83)	-	-	-	-
	(466)	(110)	-	(7)	(69)	(62)
Operational profits (losses)	12,536	514	3,332	(15)	8,883	(62)
Equity income	-	-	-	-	877	-
Financial income	986	357	598	46	(884)	(324)
Profit (loss) before taxes	13,522	871	3,930	31	8,876	(386)
Income tax and social contribution	(4,125)	(280)	(706)	(8)	(2,659)	(51)
Net profit (loss) for the Period	9,397	591	3,224	23	6,217	(437)

Below we present the total balances of the equity and income accounts (100%) of the joint venture and the affiliate company, respectively:

	GDL
June 30, 2023	
Assets	77,780
Liabilities	25,149
Net equity	52,631
December 31, 2022	
Assets	69,173
Liabilities	20,438
Net equity	48,735

	From January to June 2023		From January to June 2022	
	GDL	Catlog	GDL	
Net revenue from services provided	71,743	-	58,441	
Cost of services provided	(43,752)	-	(36,851)	
Gross profit	27,991	-	21,590	
General and Administrative Expenses	(5,967)	(125)	(3,691)	
Other operating expenses, net	-	(9)	-	
	(5,967)	(134)	(3,691)	
Operational profits (losses)	22,024	(134)	17,899	
Financial income	264	247	27	
Profit before taxes	22,288	113	17,926	
Income tax and social contribution	(7,596)	-	(5,997)	
Net income for the period	14,692	113	11,929	

10 Property, plant, and equipment

Fixed Asset Changes

	Parent company									
	Land	Buildings	Computers and Peripherals	Installations	Vehicles	Machines, Equipment, and tools	Improvements to third-party property	Furniture, utensils, packaging and others (i)	Property, plant and equipment in progress	Total
Net balances on January 1, 2023	11,429	24,832	2,250	4,961	44,767	2,716	4,808	11,955	178	107,896
Acquisitions	-	15	198	412	483	337	693	396	-	2,534
Disposals	-	-	-	-	(162)	-	-	-	-	(162)
Transfers (ii)	(9,107)	(18,298)	-	(39)	-	(24)	-	-	-	(27,468)
Depreciation	-	(140)	(477)	(394)	(1,378)	(274)	(894)	(2,446)	-	(6,003)
Net balances on June 30, 2023	2,322	6,409	1,971	4,940	43,710	2,755	4,607	9,905	178	76,797
Balances on June 30, 2023										
Cost	2,322	11,255	16,492	9,613	82,696	13,241	59,678	43,189	178	238,664
Accumulated depreciation	-	(4,846)	(14,521)	(4,673)	(38,986)	(10,486)	(55,071)	(33,284)	-	(161,867)
Net balances on June 30, 2023	2,322	6,409	1,971	4,940	43,710	2,755	4,607	9,905	178	76,797

(i) The additions in furniture, utensils, packaging and others in the year ended are substantially represented by packaging materials (integrated logistics division - industrial segment).

(ii) Refers to the capital increase carried out in the subsidiary Niyati Empreendimentos e Participações Ltda. through the transfer of assets, as mentioned in explanatory note No. 9.

	Parent company									
	Land	Buildings	Computers and Peripherals	Installations	Vehicles	Machines, Equipment, and tools	Improvements to third-party property	Furniture, utensils, packaging and others (i)	Property, plant and equipment in progress)	Total
Net balances on January 1, 2022	11,429	24,237	2,703	4,073	27,282	2,721	3,919	12,164	178	88,706
Acquisitions	-	-	128	644	5,575	244	899	4,632	-	12,122
Disposals	-	-	-	-	(679)	(15)	(13)	(4)	-	(711)
Depreciation	-	(543)	(458)	(329)	(1,067)	(278)	(799)	(2,615)	-	(6,089)
Others	-	-	-	-	(25)	-	-	-	-	(25)
Net balances on June 30, 2022	11,429	23,694	2,373	4,388	31,086	2,672	4,006	14,177	178	94,003
Balances on June 30, 2022										
Cost	11,429	34,566	15,948	8,385	71,206	12,701	57,356	43,946	178	255,715
Accumulated depreciation	-	(10,872)	(13,575)	(3,997)	(40,120)	(10,029)	(53,350)	(29,769)	-	(161,712)
Net balances on June 30, 2022	11,429	23,694	2,373	4,388	31,086	2,672	4,006	14,177	178	94,003

	Consolidated									
	Land	Buildings	Computers and Peripherals	Installations	Vehicles	Machines, Equipment, and tools	Improvements to third-party property	Furniture, utensils, packaging and others (i)	Property, plant and equipment in progress	Total
Net balances on January 1, 2023	63,138	67,753	2,342	8,241	60,005	4,049	6,862	12,124	640	225,154
Acquisitions	-	15	199	553	1,376	392	3,501	405	-	6,441
Disposals	-	-	-	-	(162)	-	-	-	-	(162)
Transfers	-	-	-	-	(144)	-	144	-	-	-
Depreciation	-	(1,719)	(496)	(666)	(1,925)	(394)	(1,489)	(2,468)	-	(9,157)
Net balances on June 30, 2023	63,138	66,049	2,045	8,128	59,150	4,047	9,018	10,061	640	222,276
Balances on June 30, 2023										
Cost	63,138	82,450	19,716	15,507	112,832	19,539	81,572	44,118	640	439,512
Accumulated depreciation	-	(16,401)	(17,671)	(7,379)	(53,682)	(15,492)	(72,554)	(34,057)	-	(217,236)
Net balances on June 30, 2023	63,138	66,049	2,045	8,128	59,150	4,047	9,018	10,061	640	222,276

	Consolidated									
	Land	Buildings	Computers and Peripherals	Installations	Vehicles	Machines, Equipment, and tools	Improvements to third-party property	Furniture, utensils, packaging and others (i)	Property, plant and equipment in progress	Total
Net balances on January 1, 2022	63,138	69,413	2,797	7,484	41,813	3,699	5,517	12,406	614	206,881
Acquisitions	-	23	139	805	5,969	331	1,777	4,631	-	13,675
Disposals	-	-	-	-	(798)	(15)	(29)	(4)	-	(846)
Depreciation	-	(1,756)	(480)	(583)	(1,519)	(374)	(1,188)	(2,643)	-	(8,543)
Others	-	-	-	-	(42)	-	-	-	7	(35)
Net balances on June 30, 2022	63,138	67,680	2,456	7,706	45,423	3,641	6,077	14,390	621	211,132
Balances on June 30, 2022										
Cost	63,138	87,798	19,140	13,881	99,158	18,456	75,888	44,891	621	422,971
Accumulated depreciation	-	(20,118)	(16,684)	(6,175)	(53,735)	(14,815)	(69,811)	(30,501)	-	(211,839)
Net balances on June 30, 2022	63,138	67,680	2,456	7,706	45,423	3,641	6,077	14,390	621	211,132

(i) The additions in furniture, utensils, packaging and others in the year ended are substantially represented by packaging materials (integrated logistics division - industrial segment).

Depreciation and amortization amounts were recorded as follows:

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Depreciation	(6,004)	(6,089)	(9,157)	(8,543)
Amortization	(2,796)	(2,389)	(2,897)	(2,426)
	(8,800)	(8,478)	(12,054)	(10,969)

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

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Cost of services provided	(7,153)	(6,586)	(10,051)	(9,057)
General and Administrative Expenses	(1,647)	(1,892)	(2,003)	(1,912)
	(8,800)	(8,478)	(12,054)	(10,969)

11 Intangible assets

Changes to the intangible assets

Parent company

	2023					2022				
	Nortev	Boni Amazon	Goodwill	Software	Total	Nortev	Boni Amazon	Goodwill	Software	Total
Net balances on January 1st	120,877	32,791	153,668	15,327	168,995	120,877	32,791	153,668	12,298	165,966
Acquisitions	-	-	-	4,132	4,132	-	-	-	2,855	2,855
Amortization	-	-	-	(2,796)	(2,796)	-	-	-	(2,389)	(2,389)
Net balances on June 30	120,877	32,791	153,668	16,663	170,331	120,877	32,791	153,668	12,764	166,432
Balances on June 30										
Cost	120,877	34,851	155,728	62,067	217,795	120,877	34,851	155,728	52,876	208,604
Accumulated amortization	-	(2,060)	(2,060)	(45,404)	(47,464)	-	(2,060)	(2,060)	(40,112)	(42,172)
Net balances on June 30	120,877	32,791	153,668	16,663	170,331	120,877	32,791	153,668	12,764	166,432

Consolidated

	2023						2022					
	Nortev	Boni Amazon	TCE	Goodwill	Software	Total	Nortev	Boni Amazon	TCE	Goodwill	Software	Total
Net balances on January 1st	120,877	32,791	6,364	160,032	16,072	176,104	120,877	32,791	6,364	160,032	12,521	172,553
Acquisitions	-	-	-	-	4,178	4,178	-	-	-	-	3,068	3,068
Amortization	-	-	-	-	(2,897)	(2,897)	-	-	-	-	(2,421)	(2,421)
Others	-	-	-	-	-	-	-	-	-	-	(4)	(4)
Net balances on June 30	120,877	32,791	6,364	160,032	17,353	177,385	120,877	32,791	6,364	160,032	13,164	173,196
Balances on June 30												
Cost	120,877	34,851	6,364	162,092	63,183	225,275	120,877	34,851	6,364	162,092	53,529	215,621
Accumulated amortization	-	(2,060)	-	(2,060)	(45,830)	(47,890)	-	(2,060)	-	(2,060)	(40,365)	(42,425)
Net balances on June 30	120,877	32,791	6,364	160,032	17,353	177,385	120,877	32,791	6,364	160,032	13,164	173,196

12 Loans and financing

	<u>Parent Company and Consolidated</u>	
	<u>June 30 2023</u>	<u>December 31, 2022</u>
Loans and financing - local currency		
NCE - Export Credit Note (a.i)	10,356	20,710
Law 4.131 (a.ii)	42,837	42,905
CCB (a.iii)	5,303	5,315
Finame (a.i)	32,771	32,810
	<u>91,267</u>	<u>101,740</u>
Current	58,699	59,172
Non-current	32,568	42,568
	<u>91,267</u>	<u>101,740</u>

Considering bank loans, the average total cost of the Company's gross debt on June 30, 2023 was CDI + 2.07% (CDI + 1.97% on December 31, 2022).

a. Loans and financing

i. NCE – Export Credit Note

In March 2019, the Company entered into a loan agreement in Reais with Banco Bradesco S.A., without a real security, in the amount of R\$ 30,000, with principal maturities in 3 equal installments (March 2022, March 2023 and April 2024) and semi-annual interest payments starting in September 2019. In March 2023, the second installment of the principal was paid, leaving a remaining amount of R\$ 10,000. The negotiated interest rate was the CDI for the period plus 1.14% per annum. The interest rate on this contract on June 30, 2023 is 14.79% per annum (14.79% on December 31st, 2022). This operation does not have any covenants.

In April 2020, the Company entered into an agreement with Banco Itaú SA in the amount of R\$ 50,000 with the principal due at the end of the agreement in April 2022 and half-yearly interest payments in October 2020, with no attached guarantees. The interest rate negotiated was the CDI for the period plus 3.8% per annum. In April 2022, this contract was fully settled.

ii. Law No. 4,131 of September 3, 1962

In July 2020, the Company entered into a loan agreement in Reais with Banco Santander SA in the amount of R\$ 40,000, with semi-annual interest payments starting in January 2021, principal payment at the end of the agreement in July 2023, without an attached real guarantee and CDI interest rate for the period plus 2.66% p.a. The interest rate on this agreement is 16.31 % per annum on June 30, 2023 (16.31% on December 31, 2022). The operation implicitly includes the contracting of a derivative financial swap instrument in order to eliminate any exchange exposure. This operation is subject to early maturity if the following indebtedness and interest coverage ratios are not maintained:

- Net Debt/EBITDA (i) equal to or less than 2.50; and,
- EBITDA/net financial expense greater than or equal to 1.50.

(i) EBITDA - net income for the last 12 months, plus taxes on income, financial expenses net of financial income and depreciation, amortization and depletion.

On June 30, 2023, the Company was compliant with these clauses.

iii. CCB – Bank credit note

In July 2020, the Company entered into a loan agreement in Reais with Banco Safra SA in the amount of R\$ 5,000, with semiannual interest payments starting in February 2021, principal payment at the end of the agreement in August 2023, without an attached real guarantee and CDI interest rate for the period plus 2.91% p.a. (the operation is exempt from tax on financial operations (IOF) according to Decree 10,414 of 7/2/2020). The interest rate on this agreement is 16.56% per annum on June 30, 2023 (16.56% on December 31, 2022). This operation is subject to early maturity if the following indebtedness and interest coverage ratios are not maintained:

- Net Debt/EBITDA (i) equal to or less than 2.50; and,
 - EBITDA/net financial expense greater than or equal to 1.50.
- (i) EBITDA - net income for the last 12 months, plus taxes on income, financial expenses net of financial income and depreciation, amortization and depletion.

On June 30, 2023, the Company was compliant with these clauses.

iv. BNDES Finame

In November 2022, the Company entered into a loan agreement in Reais with the BNDES (National Bank for Economic and Social Development) in the Finame Direct modality with approved credit in the amount of R\$ 45,000 for the acquisition of domestically manufactured capital assets.

In December 2022, part of the credit line amounting to R\$ 32,568 was offered, upon proof of investments, for the renewal of its own truck fleet. For this portion of funding, the interest rate negotiated was SELIC + 1.50% per year, and interest is semiannual with a grace period of two (2) years. After the grace period, principal amortization will be monthly and maturity will occur in December 2032. The interest rate on this contract is 15.25% per annum on June 30, 2023.

The transaction is subject to early maturity if the following debt and interest coverage ratios are not maintained:

- Net Debt/EBITDA (i) equal to or less than 2.50; and,
 - EBITDA/net financial expense greater than or equal to 1.50.
- (i) EBITDA - net income for the last 12 months, plus taxes on income, financial expenses net of financial income and depreciation, amortization and depletion.

On June 30, 2023, the Company was compliant with these clauses.

Maturity schedule

The installments falling due present the following maturity schedule of loans and financing:

	Parent Company and Consolidated	
	June 30 2023	December 31, 2022
From 1 to 12 months	58,699	59,172
From 13 to 24 months	2,035	10,000
From 25 to 36 months	4,071	4,071
From 37 to 48 months	4,071	4,071
From 49 to 60 months	4,071	4,071
From 61 to 72 months	4,071	4,071
From 73 to 84 months	4,071	4,071
From 85 to 96 months	4,071	4,071
From 97 to 108 months	4,071	4,071
From 109 to 120 months	2,036	4,071
	91,267	101,740
Current	58,699	59,172
Non-current	32,568	42,568
	91,267	101,740

Transactions in loans and financing

These were the changes for the year:

	Parent Company and Consolidated	
	2023	2022
Loans and financing		
Balance on January 1st	101,740	128,886
Appropriate interest	6,975	6,277
Principal payment	(10,000)	(60,000)
Interest paid	(7,448)	(6,752)
Balance on June 30	91,267	68,411

13 Lease and right of use

The recognition and measurement of the rightful asset and the leasing liability are carried out in accordance with accounting pronouncement CPC 06 (R2) on Leasing Operations.

The main leases consist of third-party properties, vehicles and equipment related to the operation and have different terms, with the last due date being April 2029.

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

Contract terms	Annual rates	
	June 30 2023	December 31, 2022
from 1 to 12 months	13.11%	8.80%
from 12 to 24 months	14.23%	11.63%
from 25 to 36 months	15.57%	14.86%
from 37 to 48 months	15.60%	15.96%
from 49 to 60 months	15.34%	15.87%
from 61 to 72 months	15.05%	16.01%
from 73 to 84 months	-	16.01%

The changes to the right-of-use asset for the year are as follows:

	Parent company					
	2023			2022		
	Properties	Vehicles	Total	Properties	Vehicles	Total
Net balances on January 1st	52,237	576	52,813	52,359	1,163	53,522
Addition	31,534	-	31,534	7,376	-	7,376
Amortization (i)	(13,336)	(332)	(13,668)	(14,805)	(353)	(15,158)
Net balances on June 30	70,435	244	70,679	44,930	810	45,740
Balances on June 30						
Cost	167,697	1,566	169,263	125,403	4,920	130,323
Accumulated amortization	(97,262)	(1,322)	(98,584)	(80,473)	(4,110)	(84,583)
Net balances on June 30	70,435	244	70,679	44,930	810	45,740
Balances on June 30						
Balances with third parties	41,172	244	41,416	33,707	810	34,517
Balance with related parties (ii)	29,263	-	29,263	11,223	-	11,223
Net balances on June 30	70,435	244	70,679	44,930	810	45,740

	2023				2022			
	Properties	Vehicles	Machines and equipment	Total	Properties	Vehicles	Machines and equipment	Total
Net balances on January 1st	47,841	625	-	48,466	60,199	1,256	370	61,825
Addition	31,419	-	10,391	41,810	7,274	10	2,635	9,919
Amortization (i)	(14,797)	(363)	(1,045)	(16,205)	(16,226)	(376)	(821)	(17,423)
Net balances on June 30	64,463	262	9,346	74,071	51,247	890	2,184	54,321
Balances on June 30								
Cost	181,176	1,675	10,384	193,235	139,336	5,026	9,742	154,104
Accumulated amortization	(116,713)	(1,413)	(1,038)	(119,164)	(88,089)	(4,136)	(7,558)	(99,783)
Net balances on June 30	64,463	262	9,346	74,071	51,247	890	2,184	54,321
Balances on June 30								
Balances with third parties	51,343	262	9,346	60,951	43,924	890	2,184	46,998
Balance with related parties (ii)	13,120	-	-	13,120	7,323	-	-	7,323
Net balances on June 30	64,463	262	9,346	74,071	51,247	890	2,184	54,321

(i) The amounts presented in the amortization of the right of use are gross of taxes (PIS and COFINS), of which R\$ 13,668 in the Parent Company and R\$ 16,205 in the Consolidated (R\$ 15,158 in the Parent Company and R\$ 17,437 in the Consolidated on June 30, 2022), while the amounts recorded in the statement of income are R\$ 12,432 in the Parent Company and R\$ 14,752 in the Consolidated (R\$ 14,141 in the Parent Company and R\$ 16,210 in the Consolidated on June 30, 2022).

(ii) This includes, in the Parent Company, R\$ 16,143 (R\$ 3,900 on June 30, 2022), referring to the right to use the leasing of properties with the subsidiary Niyati Empreendimentos e Participações Ltda., as per Note 26.

The changes in lease liabilities for the year are as follows:

	Parent company						
	2023			2022			
	Properties	Vehicles	Total	Properties	Vehicles	Machines and equipment	Total
Balance on January 1st	57,050	619	57,669	58,795	1,233	12	60,040
Additions	31,534	-	31,534	7,376	-	-	7,376
Appropriate interest (i)	4,253	19	4,272	1,951	58	-	2,009
Principal payment	(12,980)	(346)	(13,326)	(13,578)	(375)	-	(13,953)
Interest payment	(4,313)	(23)	(4,336)	(1,892)	(59)	-	(1,951)
Balance on June 30	75,544	269	75,813	52,652	857	12	53,521
Current	21,396	269	21,665	26,088	612	12	26,712
Non-current	54,148	-	54,148	26,564	245	-	26,809
	75,544	269	75,813	52,652	857	12	53,521
Balance with third parties	44,195	269	44,464	40,516	857	12	41,385
Balance with related parties (ii)	31,349	-	31,349	12,136	-	-	12,136
	75,544	269	75,813	52,652	857	12	53,521

	Consolidated							
	2023				2022			
	Properties	Vehicles	Machines and equipment	Total	Properties	Vehicles	Machines and equipment	Total
Balance on January 1st	52,913	650	-	53,563	68,012	1,324	391	69,727
Additions	31,419	-	10,391	41,810	7,287	10	2,635	9,932
Appropriate interest (i)	3,590	21	622	4,233	2,588	59	53	2,700
Transfer	-	-	-	-	(4)	4	-	-
Principal payment	(14,982)	(374)	(633)	(15,989)	(13,395)	(397)	(1,257)	(15,049)
Interest payment	(3,578)	(4)	(656)	(4,238)	(3,269)	(62)	(55)	(3,386)
Balance on June 30	69,362	293	9,724	79,379	61,219	938	1,767	63,924
Current	25,448	289	1,645	27,382	30,313	662	1,767	32,742
Non-current	43,914	4	8,079	51,997	30,906	276	-	31,182
	69,362	293	9,724	79,379	61,219	938	1,767	63,924
Balance with third parties	55,132	293	9,724	65,149	53,160	938	1,767	55,865
Balance with related parties (ii)	14,230	-	-	14,230	8,059	-	-	8,059
	69,362	293	9,724	79,379	61,219	938	1,767	63,924

(i) The amounts presented in appropriate interests are gross of taxes (PIS and COFINS), of which R\$ 4,272 in the Parent Company and R\$ 4,233 in the Consolidated (R\$ 2,009 in the Parent Company and R\$ 2,700 in the Consolidated on June 30, 2022), while the amounts recorded in the statement of income are R\$ 3,938 in the Parent Company and R\$ 4,562 in the Consolidated (R\$ 1,779 in the Parent Company and R\$ 2,316 in the Consolidated on June 30, 2022).

(ii) Includes R\$ 17,119 (R\$ 4,077 on March 31, 2022), referring to property lease liability at the parent company, with the subsidiary Niyati Empreendimentos e Participações Ltda., as per Note 26.

The installments due have the following lease maturity schedule:

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
From 1 to 12 months	21,665	26,995	27,382	33,050
From 13 to 24 months	17,201	11,360	19,799	10,007
From 25 to 36 months	15,358	6,975	14,063	5,116
Over 37 months	21,589	12,339	18,135	5,390
	75,813	57,669	79,379	53,563
Current	21,665	26,995	27,382	33,050
Non-current	54,148	30,674	51,997	20,513
	75,813	57,669	79,379	53,563
Balance with third parties	44,464	29,085	65,149	38,444
Balance with related parties (i)	31,349	28,584	14,230	15,119
	75,813	57,669	79,379	53,563

(i) Includes R\$ 17,119 in June 2023 (R\$ 13,465 on December 31, 2022), referring to property lease liability at the parent company, with the subsidiary Niyati Empreendimentos e Participações Ltda., as per Note 26.

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

	June 30, 2023		December 31, 2022	
	Nominal	Present value	Nominal	Present value
Lease consideration	130,259	100,845	86,614	71,584
Potential PIS and COFINS (9.25%) (i)	12,007	8,651	7,871	5,940

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

Pursuant to CVM Instruction Circular Letter 2/2019, the Company and its Subsidiaries do not consider forecast future inflation in the present value of future payments for the measurement and remeasurement of their lease liabilities and right-of-use assets. Taking into account that the terms of lease agreements are of a maximum of 6 years, we do not estimate material impacts on the balances presented arising from the current interest rates in the Brazilian market.

14 Taxes payable

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Contribution to the financing of social security (COFINS)	3,784	3,496	4,803	4,583
Third-party withheld income tax (IRRF)	62	46	85	57
Urban land and property tax (IPTU)	414	392	437	392
Tax on the Circulation of Goods and Services (ICMS)	10,676	12,112	11,815	13,384
Service tax (ISS)	567	801	962	1,314
Social Integration Program (PIS)	809	754	1,029	975
Other taxes payable	273	297	354	338
	16,585	17,898	19,485	21,043

15 Salaries and social charges

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Vacation payable	10,773	10,933	12,516	12,561
National Institute of Social Security tax payable	2,980	2,631	3,365	3,002
Bonuses and profit sharing payable	5,154	7,970	5,514	8,444
Provision for 13th salary bonus	3,978	-	4,556	-
Payable time-of-service guarantee fund	584	713	661	820
Others	867	1,297	1,025	1,534
	24,336	23,544	27,637	26,361

16 Court deposits and provision for lawsuits

The Company is a party to labor, civil, tax and other lawsuits in progress that totaled, on June 30, 2023, R\$ 785,666 (R\$ 735,560 on December 31, 2022) in the Parent Company and R\$ 801,279 on June 30, 2022 (R\$ 751,087 on December 31, 2022) in the Consolidated, and these cases are under discussion both at the administrative and judicial levels. When applicable, these cases are supported by court deposits. These values include all proceedings classified as probable, possible and remote. Provisions for any probable losses arising from these lawsuits are estimated and updated by Management to the extent that future disbursements are expected, based on the opinion of its external legal counsel.

The values mentioned above are classified as follows:

Risk	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Probable	23,987	24,627	26,478	28,382
Possible	134,513	81,541	144,590	88,015
Remote	627,166	629,392	630,211	634,690
	785,666	735,560	801,279	751,087

Provisions constituted based on probable losses

The constituted provisions and corresponding court deposits, when applicable, are shown below:

	Parent company			
	Court deposits		Provisions for lawsuits	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Labor and social security	14,389	14,213	(13,363)	(13,160)
Tax	1,608	1,608	-	-
Civil (i)	139	93	(10,624)	(11,467)
	16,136	15,914	(23,987)	(24,627)

	Consolidated			
	Court deposits		Provisions for lawsuits	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Labor and social security	17,085	16,879	(15,560)	(15,728)
Tax	1,608	1,608	(129)	(122)
Civil (i)	346	294	(10,789)	(12,532)
	19,039	18,781	(26,478)	(28,382)

- (i) Contains a provision arising from the sale of Direct Express, entered into between the Company and 8M Participações, which establishes that the Company is obliged to indemnify 8M Participações for any legal claims corresponding to facts prior to the date of purchase that exceed R\$ 40,000 in their aggregate value. On the other hand, 8M Participações undertakes to indemnify the Company for any legal claims corresponding to events subsequent to the date of purchase. In 2017, the amount of obligations paid by 8M Participações indemnifiable by the Company exceeded the aggregate value. On June 30, 2023, the balance of existing provisions, referring to the contingencies known by the Company, totals R\$ 10,160 (R\$ 10,987 on December 31, 2022).

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(In thousands of Reais, unless otherwise stated)

These were the changes for the year:

Parent company

	2023				2022		
	Labor and social security	Tax	Civil	Total	Labor and social security	Civil	Total
Balance on January 1st	13,160	-	11,467	24,627	14,546	13,256	27,802
Establishment (reversal)	724	119	159	1,002	652	(1,377)	(725)
Establishment of INSS FAP	249	-	-	249	353	-	353
Lawsuits payable	(24)	-	-	(24)	(168)	(3)	(171)
Write-off of court deposits	(366)	-	-	(366)	(213)	-	(213)
Payment	(380)	(119)	(1,002)	(1,501)	(1,182)	(3,720)	(4,902)
Others	-	-	-	-	1	494	495
Balance on June 30	13,363	-	10,624	23,987	13,989	8,650	22,639

Consolidated

	2023				2022			
	Labor and social security	Tax	Civil	Total	Labor and social security	Tax	Civil	Total
Balance on January 1st	15,727	122	12,533	28,382	16,508	1	14,321	30,830
Establishment (reversal)	837	127	(289)	675	829	-	(1,363)	(534)
Establishment of INSS FAP	301	-	-	301	1,034	-	-	1,034
Lawsuits payable	(225)	-	-	(225)	(168)	-	(3)	(171)
Write-off of court deposits	(433)	-	-	(433)	(248)	-	-	(248)
Payment	(648)	(120)	(1,454)	(2,222)	(1,278)	-	(3,734)	(5,012)
Others	-	-	-	-	1	-	494	495
Balance on June 30	15,559	129	10,790	26,478	16,678	1	9,715	26,394

Possible losses not provisioned for in the balance sheet

The Company has tax, civil and labor lawsuits that have not been provisioned for, as they involve a possible loss risk classified by Management and its legal counsel, as shown in the amounts below:

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Labor and social security	22,584	21,906	26,548	25,277
Tax	101,735	49,916	107,573	52,778
Civil	10,194	9,719	10,469	9,960
	134,513	81,541	144,590	88,015

a. Labor and social security

These refer mainly to cases related to discontinued operations, as well as cases in which the Company is jointly and severally liable with outsourced service providers.

b. Tax

The main types of tax discussions are:

- Issues relating to any non-payment of ISS and ICMS; and
- Issues regarding the origin of IRPJ, CSLL, PIS and COFINS credits used to offset tax debts.

The main demand stems from PIS and COFINS credits on all expenses incurred in subcontracting transportation companies that opted for the SIMPLES simplified taxation regime. The origin of this dispute is based on the recognition of credits in December 2017. As a result of this fact, the Company corrected its Declarations of Debts and Credits of Federal Taxes (DCTF) of the five previous years in order to allocate these amounts of PIS and COFINS credits. During 2018, the Company and its subsidiary TCE received decision-making orders from the Federal Revenue of Brazil referring to the non-approval of tax debt offsets of the respective credits assessed. It is important to mention that, at the time, there was no questioning of the merits of the origin of the credit, but rather a discrepancy in the comparison of ancillary obligations. The Company presented statements of non-compliance at the administrative level during the 2018 fiscal year. These amounts were previously classified as having remote chances of loss, but were reclassified as possible, in accordance with the understanding of the Company's external advisors. The amount in the Parent Company is R\$ 38,376 (R\$ 36,808 on December 31, 2022) and R\$ 41,199 in the Consolidated (R\$ 39,516 on December 31, 2022). In addition, the Company became aware of the issuance of an assessment notice that questions the use of this full credit during the calendar year of 2019, in the restated amount of R\$ 9,590 in the Parent Company.

In February 2023, the Company became aware of a decision by the Federal Revenue Service that did not ratify part of the tax offsets made with PIS and COFINS credits arising from the lawsuit, already final and unappealable, which secured the right to exclude ICMS from its respective calculation bases. Of the amount of credit used, amounting to R\$ 103,406 in offsetting tax debts, recognized in the years 2019 and 2020, R\$ 17,754 (R\$ 17,182 on December 31, 2022) were not ratified, already with the incidence of fine and interest. The Company presented a timely defense against this decision.

In January 2018, the Company became aware of a charge made by the ISS inspection in the municipality of Mauá/SP through notices of infraction issued between December 2017 and January 2018. On June 30, 2023, the restated amount of this portion of the claim is R\$ 8,033 (R\$ 7,571 on December 31, 2022). This value is based only on the revenue earned by the Mauá/SP branch and not on the revenue mistakenly arbitrated by the inspection.

c. Civil

The main indemnity actions correspond to material damages, pain and suffering and pensions due to traffic accidents, involving freight companies subcontracted by the Company.

Remote losses not provisioned for on the balance sheet

The Company has tax, civil and labor lawsuits that have not been provisioned for, as they involve a

remote loss risk classified by Management and its legal counsel, as shown in the amounts below:

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Labor and social security	17,424	15,618	18,352	16,194
Tax	606,689	610,886	608,340	615,158
Civil	3,053	2,888	3,519	3,338
	627,166	629,392	630,211	634,690

The claims demands are:

- The main claim in the tax sphere stems 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\$ 606,430 on June 30, 2023 (R\$ 573,637 on December 31, 2022), in which the municipality mistakenly considered the total gross revenue earned by the Company, and not just that of the Mauá/SP branch that should be the basis of the respective inspection. In this context, based on the opinion of the lawyers, the Company considers the amount of R\$ 598,397 on June 30, 2023 (R\$ 566,066 on December 31, 2022) to be a remote loss. 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 Municipal Finance Secretariat requested additional information, which was made available on August 15, 2019. In August 2021, the Company became aware of the decision of the 1st-level court that fully maintained the values of the notices of infraction. The Company lodged the respective administrative appeals together with an extensive probative report of all revenues earned by each branch during the audited period with the purpose of ruling out the arbitration on its gross revenue. Currently, the Company awaits the judgment of these appeals by the second administrative level court of the Municipality of Mauá.
- In December 2017, as part of the tax opportunities related to PIS and COFINS credits, the Company calculated credits on expenses incurred on property, plant and equipment items over the last 5 years of operations. The Company corrected its Declarations of Debts and Credits of Federal Taxes (DCTF) in order to allocate these amounts of PIS and COFINS credits. During 2018, the Company and its subsidiary TCE received decision-making orders from the Federal Revenue of Brazil referring to the non-approval of tax debt offsets of the respective credits. It is important to mention that there was no questioning of the merits of the origin of the credit, but rather a discrepancy in the comparison of ancillary obligations. The Company presented statements of non-compliance at the administrative level during the 2018 fiscal year. The Company's counsel classified the chances of loss as "remote". The amount in the Parent Company is R\$ 7,258 (R\$ 6,961 on December 31, 2022) and R\$ 7,779 in the Consolidated (R\$ 7,460 on December 31, 2022).

Other topics

a. Constitutional third fraction for vacation pay

The Federal Supreme Court - STF finalized, on 08/28/2020, the judgment of Extraordinary Appeal 1,072,485/PR (Topic 985 of the General Repercussion) which considered the incidence of the employer's social security contribution (as a rule, 20%) on amounts paid to employees as a constitutional third fraction for vacation pay. Based on this decision, the Company made a court deposit of the unpaid amount of the contribution in the past in its own lawsuit in order to await the modulation of the effects of the STF judgment, resulting from a request made in the context of motions for clarification still pending judgment.

b. Contribution on maternity salary

The Company has a lawsuit, filed in 2005, for the purpose of securing its right not to pay the social security contribution on the amounts paid as maternity salary to its employees. With the judgment by the Federal Supreme Court, in August 2020, of the case with general repercussions on the subject favorable to the taxpayer, the Company will very possibly obtain a favorable judgment in its own case. Thus, the Company may, after a favorable decision in its lawsuit, refund and/or tax offsets of the amounts paid for this contribution in the past. These amounts are being raised by the Company based on supporting documents for statements and payments.

c. Search and seizure – Pacto Operation

On October 17, 2019, the Company was subject to a search and seizure warrant for data and documents authorized by the Court of the 1st Criminal Court of São Bernardo do Campo, due to an investigation that, until then, was not known to the Company, and which was initiated by a “Partial Leniency Agreement” signed by one of Tegma’s competitors in the zero kilometer vehicle transport market. The investigation aims to determine an alleged concerted action in the transport of zero kilometer vehicles imported to a client of the Company, from the port of Vitória to the Interior Customs Station, an operation that was closed by the company in 2015, and which already at that time represented an immaterial volume in relation to revenues for the Company. The search and seizure in no way affected the Company’s operations.

Due to the events described, the Board of Directors determined, in a meeting on November 1, 2019, the establishment of an Independent Committee, composed of three members and assisted by specialized law firms, to conduct a thorough and meticulous investigation of the facts attributed to the Company, object of the documentation contained in the Leniency Agreement that gave rise to the aforementioned search and seizure. On July 30, 2020, the Company’s Board of Directors received the investigation’s final report and opinion, which concluded that there is no evidence of anticompetitive practices, nor of any offense that could sustain the accusations that gave rise to the Pacto Operation.

In September 2022, a complaint was offered under said Operation. None of the defendants are part of the Company’s staff, nor has any equity measure been determined against Tegma.

With regard to CADE, there was a decision determining the suspension of the case in relation to Tegma, pending discussion on the validity of the evidence at the Judiciary level.

17 Income tax and social contribution

The income tax and social contribution balances on the balance sheet are:

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(In thousands of Reais, unless otherwise stated)

	Parent company				Consolidated			
	June 30, 2023		December 31, 2022		June 30, 2023		December 31, 2022	
	Assets	Liabilities	Assets	Liabilities	Assets	Liabilities	Assets	Liabilities
Corporate income tax (IRPJ)	12,972	(2,941)	11,165	(6,293)	14,312	(4,970)	12,371	(7,969)
Social contribution on net income (CSLL)	4,314	(1,578)	3,664	(2,659)	4,384	(2,371)	3,734	(3,432)
	17,286	(4,519)	14,829	(8,952)	18,696	(7,341)	16,105	(11,401)
Current	987	(4,519)	987	(8,952)	2,397	(7,341)	2,263	(11,401)
Non-current (i)	16,299	-	13,842	-	16,299	-	13,842	-
	17,286	(4,519)	14,829	(8,952)	18,696	(7,341)	16,105	(11,401)

- (i) In September 2021 the Full Panel of the Federal Supreme Court (STF) ended the virtual judgment of the Extraordinary Appeal No. 1.063.187, favorable to the interests of the taxpayers when considering the levying of IRPJ and CSLL on the Interest (SELIC) amounts received unconstitutional due to the repetition of an undue tax charge. The Parent company has its own action on this matter, still without a favorable decision and linked to the judgment in the STF. On this topic, the Parent Company has amounts involved that can be recovered, especially with regard to taxation by the IRPJ and CSLL, which took place in 2019, on the updating of the amounts of PIS and COFINS credits recognized, arising from the final and unappealable decision of its action of repetition arising from the exclusion of ICMS from their respective calculation bases. Based on the outcome of the judgment, the Parent company recognized in its balance sheet on September 30, 2021 the amount of R\$ 12,919; on June 30, 2023, the balance is R\$ 16,299.

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(In thousands of Reais, unless otherwise stated)

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

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Profit before income tax and social contribution	88,379	54,196	95,795	62,702
Combined nominal rate on income tax and social contribution	34%	34%	34%	34%
Income tax and social contribution at the nominal rate	(30,049)	(18,427)	(32,570)	(21,319)
Permanent differences				
Equity income	9,318	8,512	2,285	2,046
Tax incentives	3,685	2,781	4,220	3,135
Interest on equity	3,363	1,899	3,363	1,899
Others	(537)	218	1,486	900
	15,829	13,410	11,354	7,980
Income tax and social contribution on income	(14,220)	(5,017)	(21,216)	(13,339)
Current income tax and social contribution	(14,938)	(4,275)	(24,437)	(11,429)
Deferred income tax and social contribution	718	(742)	3,221	(1,910)
	(14,220)	(5,017)	(21,216)	(13,339)
Effective rate	16.1%	9.3%	22.1%	21.3%

The breakdown of deferred income tax and social contribution balances is as follows:

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Tax loss				
Income tax with tax losses	-	-	4,202	4,751
Negative base of social contribution on net income	-	-	1,991	2,189
	-	-	6,193	6,940
Temporary asset differences				
Provisions for profit sharing and bonuses	1,752	2,710	1,890	2,860
Allowance for doubtful accounts (PCLD)	371	271	651	336
Provisions for lawsuits	8,156	8,373	9,008	9,494
Provisions for freight payable	732	544	953	1,044
Provision of tolls payable	658	731	773	813
Cut-off provision	3,897	2,585	3,897	2,585
Actuarial liability	2,726	2,726	2,726	2,726
Others	5,929	4,651	7,827	6,185
	24,221	22,591	27,725	26,043
Temporary liability differences				
Amortization of tax goodwill (i)	(20,459)	(20,459)	(20,459)	(20,459)
Depreciation rate difference (ii)	(6,958)	(6,130)	(9,906)	(8,807)
Others	(1,490)	(1,406)	(3,553)	(6,938)
	(28,907)	(27,995)	(33,918)	(36,204)
	(4,686)	(5,404)	(0)	(3,221)

- (i) This refers to deferred income tax and social contribution calculated on the acquisition of subsidiaries, already fully amortized.
- (ii) This refers to deferred income tax and social contribution calculated on the difference in the depreciation of fixed assets 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 presented below:

	Consolidated			
	June 30, 2023			
	Assets	Liabilities	Net assets	Net liabilities
Tegma Gestão Logística S.A.	24,221	(28,907)	-	(4,686)
Tegma Logística de Armazéns Ltda.	3,379	(5)	3,374	-
Tegmax Comércio e Serviços Automotivos Ltda.	53	-	53	-
Tegma Cargas Especiais Ltda.	4,612	(5,063)	-	(451)
TegUp Inovação e Tecnologia Ltda	4	-	4	-
Fastline Logística Automotiva Ltda.	177	69	246	-
Catlog Logística de Transportes S/A.	1,472	(12)	1,460	-
	33,918	(33,918)	5,137	(5,137)

	Consolidated			
	December 31, 2022			
	Assets	Liabilities	Net assets	Net liabilities
Tegma Gestão Logística S.A.	22,591	(27,995)	-	(5,404)
Tegma Logística de Armazéns Ltda.	3,893	(5)	3,888	-
Tegmax Comércio e Serviços Automotivos Ltda.	59	-	59	-
Tegma Logística de Veículos Ltda	602	(10)	592	-
Tegma Cargas Especiais Ltda.	5,750	(4,772)	978	-
TegUp Inovação e Tecnologia Ltda	7	-	7	-
Fastline Logística Automotiva Ltda.	81	49	130	-
Catlog Logística de Transportes S/A.	-	(3,471)	-	(3,471)
	32,983	(36,204)	5,654	(8,875)

The changes in deferred net income tax and social contribution are the following:

	Parent company		Consolidated	
	2023	2022	2023	2022
Balances on January 1st	(5,404)	(5,572)	(3,221)	3,687
Constitution – result effect	718	(742)	3,221	(1,910)
Balances on June 30	(4,686)	(6,314)	-	1,777

The Company has the following expectation of realization of deferred income tax and social contribution assets:

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
From 1 to 12 months	4,845	4,518	10,679	10,544
From 13 to 24 months	4,844	4,518	6,180	6,345
From 25 to 36 months	4,844	4,518	5,598	5,483
From 37 to 48 months	4,844	4,518	5,553	5,219
Over 48 months	4,844	4,519	5,908	5,392
	24,221	22,591	33,918	32,983

18 Other accounts payable

	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Movement of vehicles and cargo	952	1,249	1,745	2,180
Toll	1,944	2,241	2,172	2,485
Rent	3,047	2,395	3,621	3,137
Insurance	6,693	8,841	6,927	9,681
Data and voice communication	180	186	188	198
Benefits	3,252	4,954	3,518	5,469
Consulting services	2,195	2,052	3,425	4,295
Miscellaneous maintenance	1,501	1,747	1,861	2,114
Fuel	12	2	25	7
Taxes and fees	9	3	73	26
Surveillance	1,637	1,780	1,823	1,968
Others	2,737	2,860	5,100	7,566
	24,159	28,310	30,478	39,126
Current	24,159	28,310	30,478	39,126
	24,159	28,310	30,478	39,126

19 Net equity

a. Capital stock

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

The Company's shareholding structure is constituted as follows:

Category	Number of shares	% Total
Mopia Participações e Empreendimentos Ltda.	15,396,481	23%
Cabana Empreendimentos e Participações Ltda.	4,817,704	7%
Coimex Empreendimentos e Participações Ltda.	13,207,034	20%
Other shareholders (individuals)	515,073	1%
Administrators	101	-
Treasury	65,143	-
Controllers, administrators and treasury	34,001,536	52%
Outstanding shares	32,001,379	48%
Total shares	66,002,915	100%

b. Profit Reserves

Legal reserve

The legal reserve is constituted each year by the appropriation of 5% of the net income for the fiscal 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.

Reserve of tax incentives

The Company has a presumed ICMS credit in the amount of 20% on the amount of the tax debit, pursuant to the CONFAZ ICMS Agreement 106/1996. The amount of credit calculated was R\$ 10,731 on June 30, 2023 (R\$ 8,172 on June 30, 2022). These amounts were equated to an investment subsidy, through Complementary Law No. 160/2017 and allocated to the tax incentive reserve, pursuant to art. 195-A of Law 6.404/76 and § 4 and 5 in article 30 of Law 12.973/2014.

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 plan, according to the capital budget approved and proposed by the Company's managers, to be

deliberated at the Shareholders' General Meeting, in compliance with article 196 of the Brazilian Corporation Law.

c. Treasury shares

On June 30, 2023 and on December 31, 2021, the balance of treasury shares corresponds to 65,143 common shares, in the amount of R\$ 343.

d. Dividends and interest on equity

The net income of each fiscal year, after the compensations and deductions provided for by law and according to the statutory provision, will be allocated as follows:

- 5% for the legal reserve, up to 20% of the paid-in share capital; and,
- 25% of the balance, after appropriation of the legal reserve, will be used to pay the mandatory minimum dividend to all shareholders.

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

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

The calculation of dividends for the year 2022 is shown as follows:

	<u>2022</u>
Profit attributable to controlling shareholders	159,296
Legal reserve	(7,965)
Reserve of tax incentives	(21,298)
Calculation basis	<u>130,033</u>
Mandatory minimum dividend (25%)	<u>32,508</u>
Interim dividends paid	38,883
Interim interest on equity paid	12,740
Additional dividends proposed	29,672
Additional interest on equity proposed	9,891
	<u>91,187</u>
Percentage on the calculation base	<u>70%</u>

At the Annual Shareholders' Meeting held on April 13, 2022, the Management proposal for the allocation of net income for the year ended December 31, 2021 was approved, which resulted in the distribution of additional dividends and interest on equity of R\$ 22,339, to the Company's shareholders, of which R\$ 16,754 in dividends and R\$ 5,585 in interest on equity, both paid on April 27, 2022.

At a meeting of the Board of Directors held on August 3, 2022, there was an approval of the distribution of interim dividends in the amount of R\$ 18,442 and interim interest on equity in the amount of R\$ 6,147 for the first semester of the year 2022, both paid on August 18, 2021.

At a meeting of the Board of Directors held on November 3, 2022, there was an approval of the distribution of interim dividends in the amount of R\$ 20,441 and interim interest on equity in the amount of R\$ 6,593 for the third quarter of the year 2022, both paid on November 18, 2021.

At the Annual Shareholders' Meeting held on April 13, 2023, the Management proposal for the allocation of net income for the year ended December 31, 2022 was approved, which resulted in the distribution of additional dividends and interest on equity of R\$ 39,563, to the Company's shareholders, of which R\$ 29,672 in dividends and R\$ 9,891 in interest on equity, both paid on April 24, 2023.

e. Share-based payments

At the Extraordinary General Meeting held on December 15, 2011, the Company's Stock Option Plan

for Company executives was approved. The shares object of the plan must come from:

- The issuance of new common shares, within the limit of the Company's authorized capital, pursuant to the Board of Directors' resolution; and/or,
- Common treasury shares.

There currently is no outstanding share-based payment program.

f. Actuarial liability

Arises from gains and losses arising from the provision of post-employment benefits. This component is recognized as other comprehensive income in the equity valuation adjustments group.

20 Information by business segment

The Company classifies its business analysis into:

- **Automotive logistics:** division that transfers and distributes brand new and used vehicles, port transfers, and inventory and yard management for vehicle assemblers and vehicle preparation services for sale, comprising the Parent Company and its Subsidiaries Tegmax, Tech Cargo, TLV, Niyati, Fastline, Catalog; and,
- **Integrated logistics:** division that carries out transport, storage and inventory management operations for various market segments, such as chemicals, home appliances and consumer goods, made up of its subsidiaries TCE and TLA. In 2018, the Company inaugurated the Corporate Venture called TegUp; for disclosure purposes, we consider it in the integrated logistics division.

Tegma Gestão Logística S.A.

Explanatory Notes

Parent company and consolidated interim financial information - June 30, 2023

(In thousands of Reais, unless otherwise stated)

What follows is a summary of the information by business segment:

	June 30, 2023			December 31, 2022		
	Automotive logistics	Integrated logistics	Total	Automotive logistics	Integrated logistics	Total
Assets						
Current assets	470,631	73,297	543,928	489,031	63,686	552,717
Non-current assets	527,924	57,744	585,668	511,321	47,042	558,363
	998,555	131,041	1,129,596	1,000,352	110,728	1,111,080
Liabilities						
Current liabilities	187,703	20,163	207,866	219,542	20,823	240,365
Non-current liabilities	104,829	14,601	119,430	99,320	4,268	103,588
Net equity	706,023	96,277	802,300	681,490	85,637	767,127
	998,555	131,041	1,129,596	1,000,352	110,728	1,111,080

	Consolidated			Consolidated		
	From January to June 2023			From January to June 2022		
	Automotive logistics	Integrated logistics	Total	Automotive logistics	Integrated logistics	Total
Net revenue from services provided	627,944	74,745	702,689	467,896	77,705	545,601
Cost of services provided	(497,256)	(52,060)	(549,316)	(372,916)	(51,293)	(424,209)
Operational expenses	(41,714)	8	(41,706)	(36,121)	(1,032)	(37,153)
Depreciation and amortization expenses (i)	(7,961)	(4,093)	(12,054)	(6,841)	(4,128)	(10,969)
Amortization right of use (ii)	(10,445)	(4,307)	(14,752)	(11,639)	(4,571)	(16,210)
Equity income	(583)	7,305	6,722	55	5,964	6,019
Financial income	3,661	551	4,212	(2,268)	1,891	(377)
Income tax and social contribution	(17,025)	(4,191)	(21,216)	(6,224)	(7,115)	(13,339)
Net income for the period	56,621	17,958	74,579	31,942	17,421	49,363

- (i) R\$ 10,051 on June 30, 2023 (R\$ 9,057 on June 30 2022) refers to the depreciation portion attributed to the cost of services provided and R\$ 2,003 on June 30 2023 (R\$ 1,912 on June 30 2022) attributed to general administrative expenses, totaling R\$ 12,054 on June 30 2023 (R\$ 10,969 on June 30 2022), as per Note 22.
- (ii) R\$ 14,456 on June 30 2023 (R\$ 15,856 on June 30 2022) refers to the amortization portion attributed to the cost of services provided and R\$ 296 on June 30 2023 (R\$ 354 on June 30 2022) attributed to general administrative expenses, totaling R\$ 14,752 on June 30 2023 (R\$ 16,210 on June 30 2022), as per Note 22.

Revenues from the 7 largest customers represented approximately 83% of total revenues in the first semester of 2023 (83% on June 30 2022).

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

21 Net revenue from services provided

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

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Logistic services	720,689	541,593	871,592	672,292
Storage services	-	-	2,778	1,878
	720,689	541,593	874,370	674,170
Discounts, insurance and tolls	(43,075)	(31,650)	(48,016)	(34,094)
	677,614	509,943	826,354	640,076
Levied taxes	(101,928)	(76,341)	(123,665)	(94,475)
	575,686	433,602	702,689	545,601

22 Expenses by function and nature

The reconciliation of expenses by function is as follows:

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Cost of services provided	(469,332)	(364,888)	(573,823)	(449,120)
General and Administrative Expenses	(42,182)	(38,636)	(42,882)	(39,094)
Business expenses	(311)	(232)	(1,234)	(756)
Loss due to impairment of accounts receivable	(495)	(346)	(849)	(449)
	(512,320)	(404,102)	(618,788)	(489,419)

Expenses are presented in individual and consolidated results by type, as follows:

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Freight services – aggregated	(388,037)	(293,307)	(468,693)	(354,590)
Salaries	(41,178)	(31,791)	(46,660)	(38,795)
Social charges	(22,926)	(18,272)	(26,168)	(22,558)
Outsourced services	(24,242)	(22,617)	(27,875)	(25,083)
Rent and leasing	(2,670)	(2,463)	(3,113)	(2,687)
Depreciation and amortization	(8,799)	(8,478)	(12,054)	(10,969)
Amortization right of use	(12,432)	(14,141)	(14,752)	(16,210)
Employee benefits	(12,374)	(9,390)	(14,198)	(12,079)
Variable costs	(2,900)	(2,812)	(9,590)	(4,677)
Other general expenses	(7,589)	(5,607)	(9,365)	(7,147)
Maintenance	(8,509)	(7,670)	(12,004)	(10,795)
Fuels and lubricants	(6,836)	(8,432)	(7,748)	(9,955)
Utilities	(1,724)	(1,559)	(1,949)	(1,717)
Communication	(1,073)	(1,168)	(1,157)	(1,261)
Other personnel expenses	(3,088)	(3,068)	(3,516)	(3,622)
Termination costs	(697)	(710)	(775)	(952)
Material	(1,663)	(1,341)	(1,761)	(1,427)
Travel expenses	(1,443)	(1,397)	(1,568)	(1,539)
Indemnity for loss	(418)	(295)	(419)	(295)
Contributions and donations	(2,130)	(340)	(2,143)	(342)
Loss due to impairment of accounts receivable	(495)	(346)	(849)	(449)
PIS/COFINS credit	38,903	31,102	47,569	37,730
	(512,320)	(404,102)	(618,788)	(489,419)

23 Other net operating revenues (expenses) net

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Expense recovery	988	779	1,045	780
inventory adjustments	(5)	(2)	(16)	(22)
(Loss) gain on sale of net property, plant and equipment	20	(51)	20	(85)
Creation of provisions for lawsuits and indemnities paid	(1,002)	725	(675)	534
Other operating revenues (expenses)	(2,427)	(289)	586	(329)
	(2,426)	1,162	960	878

24 Financial income

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Financial revenues				
Active interest	2,840	3,098	3,807	2,341
INSS FAP inflation adjustment	376	312	428	994
Income from financial investment	10,074	5,026	14,274	8,641
Others	136	17	153	17
	13,426	8,453	18,662	11,993
Financial expenses				
Interest on bank financing	(6,975)	(6,277)	(6,975)	(6,277)
Bank expenses	(798)	(632)	(899)	(660)
Exchange losses	(664)	(525)	(664)	(525)
Lease interest	(3,938)	(1,779)	(4,562)	(2,316)
INSS FAP inflation adjustment	(376)	(312)	(428)	(994)
Liability interests	(11)	(115)	(37)	(132)
Other financial expenses	(630)	(313)	(885)	(1,466)
	(13,392)	(9,953)	(14,450)	(12,370)
	34	(1,500)	4,212	(377)

25 Earnings per share

a. Basic earnings per share

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

	January 2023 to June 2023	From January 1, 2022 to June 2022
Earnings attributable to company shareholders	74,159	49,179
Weighted average number of common shares outstanding	65,937,772	65,937,772
Basic earnings per share in Reais	1.12	0.75

b. Diluted earnings per share

Diluted earnings per share are calculated by adjusting the weighted average number of common shares outstanding (excluding treasury shares) to assume conversion of all potential diluted common shares.

In 2023 and 2022, the Company does not have any dilution factor in relation to the base. Accordingly, the diluted earnings per share on June 30, 2023 and 2022 are equal to the basic earnings per share, of R\$ 1.12 and R\$ 0.75, respectively.

26 Related parties:

The Company carries out, in the normal course of its business, transport operations, property rental, delivery and pre-delivery inspection (PDI) with related parties at prices, terms, financial charges and other conditions compatible with market conditions. The Company also apportions operating costs and expenses.

a. Transactions with related parties

Balance sheet

Assets	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Current Assets				
Related parties:				
Grupo Itavema (i)	198	-	198	3
Coimex Empreendimentos e Participações Ltda.	-	-	34	34
Tegma Cargas Especiais Ltda.	379	50	-	-
Tegma Logística de Armazéns Ltda.	447	35	-	-
Tegma Logística de Veículos Ltda.	-	69	-	-
Catlog Logística de Transporte S.A.	18	1	-	-
Rabbit Serviços de Tecnologia S.A.	37	69	37	69
Fastline Logística Automotiva Ltda.	883	725	-	-
Others	3	-	78	75
	1,965	949	347	181
Dividends receivable				
Catlog Logística de Transporte S.A.	9,129	-	-	-
Niyati Empreendimentos e Participações Ltda.	1,890	-	-	-
Tegmax Comércio e Serviços Automotivos Ltda.	31	-	-	-
	11,050	-	-	-
Total current assets	13,015	949	347	181
Non-current assets				
Long-term receivables				
Related parties:				
GDL Logística Integrada S.A. (iii)	1,115	1,115	1,115	1,115
Total long-term assets	1,115	1,115	1,115	1,115
Right of use				
GDL Logística Integrada S.A. (iv)	325	603	325	603
Niyati Empreendimentos e Participações Ltda.	16,143	13,102	-	-
Pactus Empreendimentos e Participações Ltda. (ii)	12,795	13,750	12,795	13,750
	29,263	27,455	13,120	14,353
Total non-current assets	30,378	28,570	14,235	15,468
Total assets	43,393	29,519	14,582	15,649

Liabilities	Parent company		Consolidated	
	June 30 2023	December 31, 2022	June 30 2023	December 31, 2022
Current liabilities				
Lease				
Niyati Empreendimentos e Participações Ltda.	2,771	2,246	-	-
GDL Logística Integrada S.A. (iv)	343	564	343	564
Pactus Empreendimentos e Participações Ltda. (ii)	3,259	2,860	3,259	2,860
	6,373	5,670	3,602	3,424
Related parties:				
Grupo Itavema (i)	-	7	-	6
Tegma Logística de Armazéns Ltda.	201	154	-	-
GDL Logística Integrada S.A.	103	173	108	180
Tegma Logística de Veículos Ltda.	-	100	-	-
Niyati Empreendimentos e Participações Ltda.	421	529	-	-
Pactus Empreendimentos e Participações Ltda. (ii)	427	404	427	404
Rabbit Serviços de Tecnologia S.A.	101	179	149	216
Fastline Logística Automotiva Ltda.	1	-	-	-
	1,254	1,546	684	806
Total current liabilities	7,627	7,216	4,286	4,230
Non-current liabilities				
Lease				
Niyati Empreendimentos e Participações Ltda.	14,348	11,218	-	-
GDL Logística Integrada S.A. (iv)	-	51	-	51
Pactus Empreendimentos e Participações Ltda. (ii)	10,628	11,644	10,628	11,644
	24,976	22,913	10,628	11,695
Related parties:				
GDL Logística Integrada S.A. (iii)	504	504	524	524
Total non-current liabilities	25,480	23,417	11,152	12,219
Total liabilities	33,107	30,633	15,438	16,449

Income statement for the year

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Revenue from services rendered				
Grupo Itavema (i)	208	7	215	7
Fastline Logística Automotiva Ltda.	2,010	585	-	2
	2,218	592	215	9
General and Administrative Expenses				
Niyati Empreendimentos e Participações Ltda	(3,210)	(2,989)	-	-
GDL Logística Integrada S.A. (iv)	(535)	(561)	(535)	(561)
Tegma Cargas Especiais Ltda.	(2)	(3)	-	-
Tegma Logística de Armazéns Ltda	(21)	(341)	-	-
Tegma Logística de Veículos Ltda.	-	(1,052)	-	-
Fastline Logística Automotiva Ltda.	(9)	(7)	-	-
Pactus Empreendimentos e Participações Ltda. (ii)	(2,760)	(2,464)	(2,760)	(2,464)
Frete Rápido Desenvolvimento de Tecnologia Logística S.A.	-	-	-	(2)
Rabbot Serviços de Tecnologia S.A.	(341)	(272)	(363)	(272)
Fundação Otacilio Coser (vi)	-	(73)	-	(75)
	(6,878)	(7,762)	(3,658)	(3,374)
Other operating revenues				
Itavema Group (i)	4	1	4	1
GDL Logística Integrada S.A. (iii)	-	-	-	28
Tegma Cargas Especiais Ltda.	98	1,954	-	-
Tegma Logística de Armazéns Ltda.	107	73	-	-
Fastline Logística Automotiva Ltda.	251	28	-	-
Catlog Logística de Transporte S.A.	52	-	-	-
	512	2,056	4	29
Financial income				
Tegma Logística de Veículos Ltda. (v)	-	1,367	-	-
Others	-	-	2	-
	(4,148)	(3,747)	(3,437)	(3,336)

- (i) The Company maintains a service contract for the provision of vehicle storage, transport, inspection and delivery delivery, as well as for inspection, delivery and pre-delivery inspection (PDI) with some companies of the Itavema Group, related companies directly and/or indirectly with the Company, through its parent company Mopia Participações e Empreendimentos Ltda. ("Mopia");
- (ii) The Company maintains with Pactus Empreendimentos e Participações Ltda., a company under common control of the Company, a lease agreement for commercial properties located in São Bernardo do Campo-SP and Gravataí-RS, thus this agreement falls under the new CPC 06 standard (R2) Leasing Operations;
- (iii) Pursuant to the negotiation between the Company and the Holding Silotec in the formation of the joint venture, part of the assets of the former subsidiary Tegma Logística Integrada S.A. shall be reimbursed to Tegma Gestão Logística SA as they are realized. Likewise, part of the liabilities must be paid by Tegma Gestão Logística S.A.;
- (iv) The Parent Company maintains with GDL Logística Integrada S.A., a company under common control with the Company, a lease agreement for commercial properties located in Cariacica-ES, thus this agreement falls under the new CPC 06 (R2) Commercial Leasing Operations; and,
- (v) On October 1, 2021 and May 27, 2022, Tegma Gestão Logística S.A., as lender, and Tegma Logística de Veículos Ltda, as borrower, entered into loan agreements in the amounts of R\$ 28,974 and R\$ 1,053 respectively. Both contracts were settled by June 30, 2022.
- (vi) The Company made funds available to Fundação Otacilio Coser (FOCO). FOCO has been working since 1999 to strengthen links between communities, schools and companies through the Comunidades Sustentáveis, Rede Escolai and Blend

Program development programs. The Foundation is maintained by COIMEXPAR, the holding company of the COIMEX Group (controller of Tegma), and operates in communities in São Paulo and Espírito Santo.

b. Remuneration of key management personnel

Key management personnel include the president, board members, statutory officers and any persons related to indirect controlling shareholders. The remuneration paid or payable for services as employees is shown below:

	<u>Parent Company and Consolidated</u>	
	<u>January 2023 to June 2023</u>	<u>From January 1, 2022 to June 2022</u>
Salaries and charges	(3,629)	(3,704)
Board fees (Directors)	(1,909)	(1,769)
Profit sharing	(1,940)	(1,518)
	<u>(7,478)</u>	<u>(6,991)</u>

27 Insurance

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

- Cargo transport - varying coverage depending on the nature and type of transport, coverage of up to R\$ 1,700 for general cargo and for vehicles according to the transported model, effective from July 31, 2023 to January 31, 2024;
- Storage of goods, this coverage, varying depending on the location and type of goods, was stipulated equivalent to R\$ 170,000, effective from June 6, 2022 to August 8, 2023;
- Civil liability against third parties material, bodily, moral and personal damage damages and personal accidents - coverage up to R\$ 1,000, and in the case of a third party fleet, the coverage is the same, effective from June 30, 2023 to June 30, 2024;
- Support fleet - hull collision, robbery and fire - 100% of the FIPE table market value, effective from January 25, 2023 to January 25, 2024;
- Other property, plant and equipment, fire, lightning, explosion, aggravated theft, electrical damage and others - comprehensive corporate coverage of R\$ 54,100 effective from August 19, 2022 to August 19, 2023;
- Civil liability of managers - coverage of R\$ 80,000 effective from December 29, 2022 to December 29, 2023;
- Environmental Risk Liability Insurance – Coverage R\$ 5,000 effective from September 30, 2022 to September 30, 2023; and,
- Data Protection and Cyber Liability Insurance (Cyber Edge) - Coverage R\$ 20,000, effective from September 30, 2022 to September 30, 2023.

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 occurrence of claims and their eventual financial impacts on the operation, adopts the policy of not contracting this protection, maintaining, however, insurance for civil liability against third parties, as mentioned above.

28 Supplementary information from the cash flow statements

The preparation and presentation of the statements of cash flows, by the indirect method, is carried out in accordance with accounting pronouncement CPC 03 (R2) - cash flow statements.

What follows is the additional information:

	Parent company		Consolidated	
	January 2023 to June 2023	From January 1, 2022 to June 2022	January 2023 to June 2023	From January 1, 2022 to June 2022
Unpaid property acquisitions	274	992	641	1,383
Property, plant and equipment acquisitions from prior periods paid in the current period	13,851	-	14,123	52
Revenue from the sale of fixed assets not received	-	350	-	350
Unpaid intangible asset acquisitions	815	334	815	362
Purchases of intangible assets from prior periods paid in the current period	731	-	826	-
Compensation of current income tax and social contribution	13,068	3,586	16,455	9,900
New lease agreements	31,534	7,376	41,810	9,933
INSS FAP inflation adjustment	376	312	428	994
Dividends not received	11,050	-	-	-
Capital contribution through assets	27,468	-	-	-

29 Subsequent event

Loan Settlement

On July 17, 2023, the Company settled a modality 4131 loan with Banco Santander amounting to R\$40,000 in principal and R\$3,126 in interest, as per the maturity mentioned in note 12 item (ii).

Interim dividends and interest on equity

The Board of Directors meeting held on August 3, 2023 approved the distribution of interim dividends amounting to R\$28,353 and interim interest on equity amounting to R\$9,231 referring to the first semester of 2023. Both will be paid on August 17, 2023.

