Individual and consolidated financial statements

December 31, 2022
with Independent Auditor's Report

Contents

Tel.: + 55 11 3848 5880
Fax: + 55 11 3045 7363
www.bdo.com.br

Rua Major Quedinho, 90
Consolação - São Paulo, SP
Brazil 01050-030

INDEPENDENT AUDITOR REPORT ON INDIVIDUAL AND CONSOLIDATED FINANCIAL STATEMENTS

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

Opinion

We have reviewed the individual and consolidated financial statements of **Tegma Gestão Logística S.A. ("Company")** , identified as Parent Company and Consolidated, respectively, which comprise the individual and consolidated balance sheets as of December 31, 2022 and the respective individual and consolidated statements of income, comprehensive income, changes in net equity and cash flows for the year then ended, as well as the corresponding explanatory notes, including a summary of the main accounting policies.

In our opinion, the aforementioned accounting statements adequately present, in all material respects, the individual and consolidated equity and financial position of **Tegma Gestão Logística S.A.** as of December 31, 2022, the individual and consolidated performance of its operations and its individual and consolidated cash flows for the year then ended, in accordance with accounting practices adopted in Brazil and international financial reporting standards (IFRS) issued by the *International Accounting Standards Board (IASB)*.

Grounds for opinion

Our audit was conducted in accordance with Brazilian and international auditing standards. Our responsibilities, in accordance with those standards, are described in the section below entitled "Auditor's Responsibilities for the Audit of Individual and Consolidated Financial Statements". We are independent in relation to the **Company** and its subsidiaries, in accordance with the relevant ethical principles set forth in the Code of Professional Ethics for Accountants and in the professional standards issued by the Brazilian Federal Accounting Council (CFC), and we comply with other ethical responsibilities in accordance with these standards. We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Main audit matters

Key Audit Matters (PAA) are those that, in our professional judgment, were the most significant in our current year audit. These matters were addressed in the context of our audit of the individual and consolidated financial statements as a whole and in forming our opinion on these individual and consolidated financial statements, and, therefore, we do not express a separate opinion on these matters. We have determined that the matters described below are the main audit matters to be communicated in our report.

Acquisition of Catlog Logística de Transportes S.A.

As mentioned in Note no. 2, the acquisition of 51% of Catlog Logística de Transportes S.A. ("Catlog") took place on September 15, 2022, for the amount of BRL 2,498,000.00. Catlog was responsible for vehicle logistics until 2014, the year in which the investee's main and only contract was terminated and, since then, the investee has remained inactive. On the acquisition date, Catlog held tax credits in the amount of BRL 8,049,000, a fact that the **Company** classified as an asset purchase. The transaction involved, among others, the preparation of an asset valuation report, as well as studies and the definition of plans to resume Catlog's operations, in order to enable the use of tax credits, in addition to the classification process adopted by the **Company** and its relevance to the financial statements.

We consider this matter to be one of the main audit matters due to the inherent complexity of the relevant judgment of the **Company** 's Management regarding the accounting treatment and evaluation of said business plan, as well as the relevance of this 2022 transaction.

Audit response on the matter

Our audit procedures included, among others:

- Reading of the contract and approval meeting minutes related to the transaction;
- Evaluation of the accounting policy adopted by the Company;
- Verification and analysis of the acquiree's accounting appraisal report, as to whether the accounting practices adopted by the acquired company are consistent with the accounting practices adopted in Brazil and the international financial reporting standards (IFRS) issued by the International Accounting Standards Board (IASB);
- Understanding and analysis of Catlog's business resumption plan based on the analysis reports presented; and
- Assessment of whether the information was adequately disclosed in the explanatory notes to individual and consolidated financial statements.

Based on the results of the aforementioned audit procedures, we consider that the judgments used by Management in the process of classifying the acquisition, measuring the accounting valuation report of the acquiree and the plan to resume operations of the investee, are all acceptable, and the respective disclosures in the explanatory notes are adequate, in the context of the financial statements, individual and consolidated, taken as a whole.

Impairment assessment of property, plant and equipment and intangible assets, especially those with indefinite useful lives

As disclosed in Notes 10 and 11 to the consolidated financial statements, the **Company** has property, plant and equipment and intangible assets in the amount of BRL 107,896,000 (parent company) and BRL 225,145,000 (consolidated) and BRL 168,995,000 (parent company) and BRL 176,104,000 (consolidated), respectively, as of December 31, 2022. Most of the assets and rights involved pertain to the commercial operations of the CGUs and include goodwill paid for expected future profitability, with recoverable amount to be evaluated annually, as required by Technical Pronouncement CPC 01(R1)/IAS36 - Asset Impairment. As for the other assets in the event that there is evidence of impairment, as mentioned in the aforementioned explanatory notes, the **Company** and its subsidiaries carry out an impairment test, which involves a high degree of judgment of estimates by Management, based on the discounted cash flow method, which takes into account several assumptions, such as: discount rate, inflation forecast, economic growth, among others. Therefore, this matter was considered by the audit as a risk area due to the uncertainties inherent to the process of determining the estimates and judgments involved in the preparation of future cash flows discounted to the present value, such as market demand forecasts, operating margins, and discount rates that can significantly change the expected realization of said assets.

Audit response on the matter

Our audit procedures included, among others:

- Assessment of internal or external indications that could provide evidence of asset devaluation;
- Review of the asset impairment test, assessing the assumptions and methodology used by the Management of the **Company** and its subsidiaries based on the analysis reports presented;
- Continuous challenging of the assumptions used by Management in order to identify whether there are any assumptions that are not consistent and/or that should be revised, such as: growth in revenues, costs and expenses, and various other indicators of inflation and prices;
- Review of the parameters for defining the weighted average cost of capital (WACC) rate;
- Recalculation of the recoverability test; and
- Assessing whether the disclosures required in the individual and consolidated financial statements were appropriate.

Based on the procedures performed, we consider that the assumptions and methodologies used by the **Company** to assess the recoverable amount of said assets are reasonable, and the recoverability test calculation is consistent with the parameters determined by the **Company**, and as such the information presented in the individual and consolidated financial statements is appropriate in the context of the financial statements taken as a whole.

Other matters

Statements of added value

The individual and consolidated Statements of Added Value (DVA, *Demonstrações de Valor Adicionado*) for the year ended on December 31, 2022, prepared under the responsibility of the Management of the **Company** and its subsidiaries, and presented as supplementary information for IFRS purposes, were subjected to audit procedures performed in conjunction with the audit of the individual and consolidated financial statements. In order to form our opinion, we evaluated whether these statements are reconciled with the financial statements and accounting records, as applicable, and whether their form and content are compliant with the criteria defined in CPC Technical Pronouncement 09 - Statement of Added Value. In our opinion, these statements of added value, both individual and consolidated, have been properly prepared, in all material respects, in accordance with the criteria defined in this Technical Pronouncement and are consistent with the individual and consolidated financial statements taken as a whole.

Other information accompanying the individual and consolidated financial statements and the auditor's report

The Management of the **Company** and its subsidiaries is responsible for this other information that comprises the Management Report.
Our opinion on the individual and consolidated financial statements does not cover the Management Report and we do not express any form of audit conclusion on this report.
Regarding the audit of the individual and consolidated financial statements, our responsibility is to read the Management Report and, in doing so, consider whether this report is materially inconsistent with the individual and consolidated financial statements – or with our knowledge obtained in the audit – or whether it otherwise appears to be materially misstated. If, based on the work performed, we conclude that there is a material misstatement in the Management Report, we are required to communicate this fact.

Responsibilities of Management and governance for the Individual and Consolidated Financial Statements

Management is responsible for the preparation and adequate presentation of the individual and consolidated financial statements, in accordance with accounting practices adopted in Brazil and with the international financial reporting standards (IFRS), issued by the International Accounting Standards Board (IASB) and the controls that it has determined to be necessary to enable the preparation of financial statements free from material misstatements, whether due to fraud or error.

In preparing the individual and consolidated financial statements, Management is responsible for evaluating the ability of the **Company** and its subsidiaries to continue operating, disclosing, when applicable, matters related to its going concern and the use of this accounting basis in the preparation of the financial statements, individual and consolidated, unless Management intends to liquidate the **Company** and its subsidiaries or to cease operations, or in case it has no realistic alternative to avoid closing operations.

Those responsible for the governance of the **Company** and its subsidiaries are responsible for supervising the process of preparing the financial statements.

Auditor responsibilities for the audit of the individual and consolidated financial statements

Our goals are to obtain reasonable assurance that the individual and consolidated financial statements, taken as a whole, are free from material misstatements, whether caused by fraud or error, and to issue an audit report containing our opinion. Reasonable assurance is a high level of assurance, but not a guarantee that the audit performed in accordance with Brazilian and international auditing standards shall always detect any material misstatements that exist. Misstatements may result from fraud or error and are considered material when, individually or jointly, they may influence, within a reasonable perspective, the economic decisions taken by users based on the aforementioned financial statements.

As part of the audit performed in accordance with Brazilian and international auditing standards, we exercised our professional judgment and maintained professional skepticism throughout the audit. Furthermore:

- We identified and assessed the risks of material misstatements in the individual and consolidated financial statements, whether caused by fraud or error, planned and performed audit procedures in response to such risks, and obtained sufficient and appropriate audit evidence on which to base our opinion. The risk of not detecting material misstatements resulting from fraud is greater than the risk of not detecting those arising from error, as fraud may involve the acts of circumventing internal controls, collusion, falsification, omission or intentional misrepresentation;
- We obtained an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the **Company**'s and its subsidiaries' internal controls;
- We evaluated the adequacy of the accounting policies used and the reasonableness of the accounting estimates and respective disclosures made by Management;
- We concluded on the adequacy of the use, by Management, of the going concern basis of accounting and, based on the audit evidence obtained, whether there is any material uncertainty in relation to events or conditions that may raise significant doubt in relation to the **Company**'s and its subsidiaries’ ongoing ability to continue their activities. If we conclude that any material uncertainty exists, we must draw attention in our auditor's report to the related disclosures in the individual and consolidated financial statements, or include a modification of our opinion, if the disclosures are inadequate. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the **Company** and its subsidiaries to no longer continue their operations;
- We have evaluated the overall presentation, structure and content of the financial statements, including the disclosures, and whether the individual and consolidated financial statements represent the corresponding transactions and events in a manner consistent with the goal of fair presentation;
- We obtained sufficiently appropriate audit evidence regarding the financial information of the group's entities or business activities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit and, consequently, for the audit opinion.

We communicated with those charged with governance regarding, among other things, the planned scope, timing of the audit, and significant audit findings, including any significant deficiencies in internal controls that we identify in the course of our work.

We also provided those in charge of governance with a statement that we have complied with relevant ethical requirements, including applicable independence requirements, and informed any relationships or matters that could materially affect our independence, including, where applicable, related safeguards.

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01050-030

Of the matters that were the subject of communication with those in charge of governance, we determined those that were considered to be most significant in the audit of the financial statements for the current year and that, therefore, those that constitute the main audit matters. We describe these matters in our audit report unless a law or regulation prohibits public disclosure of the matter, or when, in extremely rare circumstances, we determine that the matter should not be communicated in our report because the adverse consequences of such communication could, within a reasonable perspective, outweigh the benefits of communication for the public interest.

São Paulo, March 9, 2023.

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

Jairo da Rocha Soares

Accountant CRC 1 SP 120458/O-6

In thousands of reais

		Parent company		Consolidated	
Active	**Note:**	**December 31, 2022**	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**
Current assets					
Cash and cash equivalents	5	131,031	99,935	190,299	147,128
Accounts receivable from customers	6	268,382	216,810	314,053	302,669
Inventories (warehouse)		500	539	1,004	1,251
Income tax and social contribution	17	987	252	2,263	1,157
Taxes and contributions recoverable	7	2,182	30,561	24,726	43,369
Other accounts receivable	8	9,053	7,460	15,269	8,891
Dividends receivable		-	663	-	-
Related parties:	26	949	2,426	181	94
Prepaid expenses		4,332	1,907	4,922	2,620
Total current assets		**417,416**	**360,553**	**552,717**	**507,179**
Non-current assets					
Long-term receivables					
Other accounts receivable	8	25	-	1,485	1,461
Income tax and social contribution	17	13,842	12,919	13,842	12,919
Taxes and contributions recoverable	7	1,517	6,411	19,812	9,705
Related parties:	26	1,115	1,115	1,115	1,115
Marketable securities	26	-	-	-	3,636
Deferred tax assets	17	-	-	5,654	9,259
Court deposits	16	15,914	15,430	18,781	18,172
			-		
Total long-term assets		**32,413**	**35,875**	**60,689**	**56,267**
Investments	9	300,704	307,899	47,950	40,073
Property, plant, and equipment	10	107,896	88,706	225,154	206,881
Intangible assets	11	168,995	165,966	176,104	172,553
Right of use	13	52,813	53,522	48,466	61,825
Total non-current assets		**662,821**	**651,968**	**558,363**	**537,599**
Total assets		**1,080,237**	**1,012,521**	**1,111,080**	**1,044,778**

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

In thousands of reais (continued)

Liabilities and equity	Note:	Parent company December 31, 2022	Parent company December 31, 2021	Consolidated December 31, 2022	Consolidated December 31, 2021
Current liabilities					
Loans and financing	12	59,172	63,886	59,172	63,886
Lease	13	26,995	27,981	33,050	30,845
Suppliers		15,618	3,481	18,017	7,538
Freight payable		25,510	36,304	31,389	40,300
Taxes payable	14	17,898	13,970	21,043	16,183
Salaries and social charges	15	23,544	21,173	26,361	24,456
Other accounts payable	18	28,310	23,556	39,126	27,057
Related parties:	26	1,546	412	806	141
Income tax and social contribution	17	8,952	7,147	11,401	9,324
Total current liabilities		**207,545**	**197,910**	**240,365**	**219,730**
Non-current liabilities					
Loans and financing	12	42,568	65,000	42,568	65,000
Lease	13	30,674	32,059	20,513	38,882
Related parties:	26	504	532	524	551
Deferred tax liabilities	17	5,404	5,572	8,875	5,572
Provisions for lawsuits	16	24,627	27,802	28,382	30,830
Actuarial liability		2,726	2,912	2,726	2,912
Total non-current liabilities		**106,503**	**133,877**	**103,588**	**143,747**
Total liabilities		**314,048**	**331,787**	**343,953**	**363,477**
Net equity	19				
Capital stock		318,524	318,524	318,524	318,524
Profit reserves		410,601	342,489	410,601	342,489
Treasury shares		(343)	(342)	(343)	(342)
Equity valuation adjustment		(2,156)	(2,276)	(2,156)	(2,276)
Additional dividends proposed		39,563	22,339	39,563	22,339
		766,189	**680,734**	**766,189**	**680,734**
Non-controlling interest		-	-	938	567
Total net equity		**766,189**	**680,734**	**767,127**	**681,301**
Total liabilities and net equity		**1,080,237**	**1,012,521**	**1,111,080**	**1,044,778**

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

In thousands of reais

	Note:	Parent company December 31, 2022	Parent company December 31, 2021	Consolidated December 31, 2022	Consolidated December 31, 2021
Net revenue from services provided	21	1,128,360	825,248	1,370,509	1,007,343
Cost of services provided	22	(906,495)	(671,728)	(1,095,830)	(819,405)
Gross profit		**221,865**	**153,520**	**274,679**	**187,938**
General and Administrative Expenses	22	(80,718)	(75,599)	(82,464)	(76,483)
Business expenses	22	(515)	(503)	(1,815)	(1,266)
(Gain) loss from impairment of accounts receivable	22	(215)	(874)	(407)	(1,139)
Other operating income, net	23	(4,540)	2,643	616	9,116
		(85,988)	(74,333)	(84,070)	(69,772)
Operating profit		**135,877**	**79,187**	**190,609**	**118,166**
Equity income	9	56,431	40,662	10,573	9,243
Financial income	24				
Financial revenues		14,827	12,053	28,703	18,260
Financial expenses		(18,899)	(20,488)	(21,990)	(21,283)
		(4,072)	(8,435)	6,713	(3,023)
Income before taxes		**188,236**	**111,414**	**207,895**	**124,386**
Income tax and social contribution	17				
Current		(29,171)	3,163	(42,882)	(5,456)
Deferred		231	(6,484)	(5,349)	(11,145)
		(28,940)	(3,321)	(48,231)	(16,601)
Net income for the period		**159,296**	**108,093**	**159,664**	**107,785**
Attributable to:					
Controlling shareholders				159,296	108,093
Non-controlling shareholders				368	(308)
				159,664	**107,785**
Net income per share:	25				
Profit per share - basic (in BRL)				2.42	1.64
Profit per share - diluted (in BRL)				2.42	1.64

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

In thousands of reais

	Parent company		Consolidated	
	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021	From January 1, 2022 to December 2022	From January 2021 to December 2021
Net income for the year	159,296	108,093	159,664	107,785
Other comprehensive income:				
Establishment of actuarial liabilities	186	(462)	186	(462)
Deferred taxes on actuarial liabilities	(63)	157	(63)	157
Change of equity interest in subsidiary	(3)	(354)	(3)	(455)
Total comprehensive income	**159,416**	**107,434**	**159,784**	**107,025**
Attributable to:				
Controlling shareholders			159,416	107,434
Non-controlling shareholders			368	(409)
			159,784	**107,025**

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

In thousands of reais

	Attributable to Tegma Gestão Logística S.A.'s controlling shareholders										
			Profit reserves								
	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, 2021	**318,524**	**(342)**	**32,575**	**58,238**	**204,744**	**-**	**(1,617)**	**12,541**	**624,663**	**976**	**625,639**
Comprehensive income	-	-	-	-	-	108,093	-	-	**108,093**	(308)	**107,785**
Others	-	-	-	-	453	-	(354)	-	**99**	(101)	**(2)**
Establishment of actuarial liabilities	-	-	-	-	-	-	(462)	-	**(462)**	-	**(462)**
Deferred taxes on actuarial liabilities	-	-	-	-	-	-	157	-	**157**	-	**157**
Payment of additional dividends	-	-	-	-	-	-	-	(12,541)	**(12,541)**	-	**(12,541)**
Tax incentives	-	-	-	15,485	-	(15,485)	-	-	**-**	-	**-**
Establishment of reserves	-	-	5,405	-	64,864	(70,269)	-	-	**-**	-	**-**
Dividends and interest on equity	-	-	-	-	(39,275)	(22,339)	-	22,339	**(39,275)**	-	**(39,275)**
Balances on December 31, 2021	**318,524**	**(342)**	**37,980**	**73,723**	**230,786**	**-**	**(2,276)**	**22,339**	**680,734**	**567**	**681,301**
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	-	-	-	-	-	159,296	-	-	**159,296**	368	**159,664**
Establishment of actuarial liabilities	-	-	-	-	-	-	186	-	**186**	-	**186**
Deferred taxes on actuarial liabilities	-	-	-	-	-	-	(63)	-	**(63)**	-	**(63)**
Payment of additional dividends	-	-	-	-	-	-	-	(22,339)	**(22,339)**	-	**(22,339)**
Tax incentives	-	-	-	21,298	-	(21,298)	-	-	**-**	-	**-**
Establishment of reserves	-	-	7,965	-	90,473	(98,438)			**-**	-	**-**
Dividends and interest on equity	-	-	-	-	(51,624)	(39,563)	-	39,563	**(51,624)**	-	**(51,624)**
Capital transaction	-	(1)	-	-	-	3	(3)	-	**(1)**	3	**2**
Balances on December 31, 2022	**318,524**	**(343)**	**45,945**	**95,021**	**269,635**	**-**	**(2,156)**	**39,563**	**766,189**	**938**	**767,127**

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

In thousands of reais

	Note:	Parent company January 1, 2022 to December 2022	Parent company January 1, 2021 to December 2021	Consolidated January 1, 2022 to December 2022	Consolidated January 1, 2021 to December 2021
Net income for the year		**159,296**	**108,093**	**159,664**	**107,785**
Adjustments for:					
Depreciation and amortization	22	17,081	16,699	22,125	22,015
Amortization right of use	22	26,432	24,808	30,970	28,850
Loss (gain) on sale of assets	23	50	(58)	184	414
Provision for lawsuits		6,362	4,390	6,852	4,935
Gain on purchase/sale of shareholding interest		(847)	-	(847)	(2,592)
Loss due to impairment of accounts receivable		215	874	407	1.139
Equity	9	(56,431)	(40,662)	(10,573)	(9,243)
Interest, monetary variations and exchange variations on loans and debentures	12	11,580	10,267	11,580	10,267
Interest on lease	24	4,665	4,568	5,252	5,021
Extemporaneous tax credits	23 and 24	-	-	(15,341)	(8,978)
Deferred income tax and social contribution	17	(231)	6,484	5,349	11,145
		168,172	**135,463**	**215,622**	**170,758**
Changes in assets and liabilities					
Accounts receivable		(51,787)	(41,578)	(11,811)	(91,670)
Taxes recoverable		45,426	(2,923)	57,831	3,987
Court deposits		(695)	(567)	14	(391)
Other assets		(3,660)	(2,684)	(7,673)	(1,598)
Suppliers and freight payable		(13,239)	12,293	(13,336)	15,345
Salaries and social charges		2,371	3,297	1,890	3,715
Related parties:		2,583	(1,842)	551	148
Other obligations and taxes payable		7,854	(547)	13,468	(3,794)
		(11,147)	**(34,551)**	**40,934**	**(73,258)**
Cash generated by operating activities		**157,025**	**100,912**	**256,556**	**96,500**
Interest paid on loans and financing	12	(11,294)	(9,443)	(11,294)	(9,443)
Interest paid on debentures	12	-	(744)	-	(744)
Interest paid on leases	13	(5,637)	(5,304)	(7,023)	(5,630)
Lawsuits paid	16	(9,326)	(9,781)	(9,576)	(10,611)
Income tax and social contribution paid		(8,787)	(7,316)	(20,873)	(16,571)
Net cash flow from operating activities		**121,981**	**68,324**	**207,790**	**53,501**

In thousands of reais (continued)

	Note:	Parent company January 1, 2022 to December 2022	Parent company January 1, 2021 to December 2021	Consolidated January 1, 2022 to December 2022	Consolidated January 1, 2021 to December 2021
Cash flows from investing activities					
Reduction (increase) of capital in subsidiaries	9	16,314	(29,720)	-	-
Cash and cash equivalents - Catlog Logística de Transportes S.A.		-	-	524	-
Dividends received	9	51,317	19,306	6,682	6,588
Acquisition of intangible assets	11	(7,201)	(5,173)	(7,736)	(5,276)
Acquisitions of property, plant and equipment	10	(19,050)	(19,549)	(22,365)	(23,308)
Disposal of investments		-	-	-	3,775
Receipt due to the sale of goods		1,337	184	622	831
Payments on the acquisition of investments		(1,866)	-	(5,866)	-
Net cash originating from (used in) investing activities		**40,851**	**(34,952)**	**(28,139)**	**(17,390)**
Cash flows from financing activities					
Dividends and interest on equity paid		(73,963)	(51,816)	(73,963)	(51,816)
Acquired loans and financing		32,568	-	32,568	-
Payment of debentures		-	(25,005)	-	(25,005)
Payment of loans and financing	12	(60,000)	(40,000)	(60,000)	(40,000)
Lease payment	13	(30,341)	(27,979)	(35,085)	(32,549)
Net cash used in financing activities		**(131,736)**	**(144,800)**	**(136,480)**	**(149,370)**
Net increase (decrease) in cash and cash equivalents		**31,096**	**(111,428)**	**43,171**	**(113,259)**
Cash and cash equivalents at the start of the year		99,935	211,363	147,128	260,387
Cash and cash equivalents at the end of the year		131,031	99,935	190,299	147,128
Net increase (decrease) in cash and cash equivalents		**31,096**	**(111,428)**	**43,171**	**(113,259)**

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

In thousands of reais

	Note:	Parent company January 1, 2022 to December 2022	Parent company January 1, 2021 to December 2021	Consolidated January 1, 2022 to December 2022	Consolidated January 1, 2021 to December 2021
Revenue					
Gross sales of services, net of discounts	21	1,327,986	971,769	1,609,169	1,182,077
Other revenues		2,166	6,579	11,367	11,436
Gain (loss) from impairment of accounts receivable		(215)	(874)	(407)	(1.139)
		1,329,937	**977,474**	**1,620,129**	**1,192,374**
Inputs purchased from third parties					
Cost of services provided		(768,310)	(555,261)	(908,125)	(657,749)
Materials, energy, third-party services and other operational services		(114,559)	(91,669)	(147,570)	(112,766)
		(882,869)	**(646,930)**	**(1,055,695)**	**(770,515)**
Gross added value		**447,068**	**330,544**	**564,434**	**421,859**
Depreciation and amortization	22	(17,081)	(16,699)	(22,125)	(22,015)
Amortization right of use	22	(26,432)	(24,808)	(30,970)	(28,850)
		(43,513)	**(41,507)**	**(53,095)**	**(50,865)**
Net added value produced by the Company		**403,555**	**289,037**	**511,339**	**370,994**
Added value received in transfers					
Equity pickup	9	56,431	40,662	10,573	9,243
Financial revenues	24	14,827	12,053	28,703	18,260
		71,258	**52,715**	**39,276**	**27,503**
Total added value to be distributed		**474,813**	**341,752**	**550,615**	**398,497**

In thousands of reais (continued)

	Note:	Parent company January 1, 2022 to December 2022	Parent company January 1, 2021 to December 2021	Consolidated January 1, 2022 to December 2022	Consolidated January 1, 2021 to December 2021
Added value distribution					
Personnel and charges					
Direct remuneration		95,769	80,354	114,304	96,885
Benefits		20,460	17,931	25,563	22,991
Severance Pay Indemnity Fund (FGTS)		5,555	5,091	6,775	6,380
		121,784	**103,376**	**146,642**	**126,256**
Taxes, fees and contributions					
Federal		79,898	41,200	112,751	63,880
State		86,933	64,200	97,982	72,223
Municipal		2,780	2,158	5,854	4,584
		169,611	**107,558**	**216,587**	**140,687**
Remuneration of third-party capital / Financiers					
Interest and exchange variations		18,899	20,488	21,990	21,283
Rents		5,223	2,237	5,732	2,486
		24,122	**22,725**	**27,722**	**23,769**
Equity remuneration					
Dividends and interest on equity		51,624	39,275	51,624	39,275
Retained earnings of controlling shareholders		107,672	68,818	107,672	68,818
Participation of non-controlling shareholders		-	-	368	(308)
		159,296	**108,093**	**159,664**	**107,785**
Added value distributed		**474,813**	**341,752**	**550,615**	**398,497**

The notes from the Management are an integral part of the parent company and consolidated. financial statements.

(In thousands of Reais, unless otherwise stated)

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 warehousing:** 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.

2 List of subsidiaries, associates and joint ventures

The Company has the following investments:

	Interest		
	December 31, 2022	December 31, 2021	Relationship
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")	100%	100%	Direct subsidiary
Niyati Empreendimentos e Participações Ltda. ("Niyati")	100%	100%	Direct subsidiary
TegUp Inovação e Tecnologia Ltda. ("TegUp") (i)	100%	100%	Direct subsidiary
Tech Cargo Plataforma de Transportes Ltda. ("Tech Cargo")	100%	100%	Direct subsidiary
Catlog Logística de Transportes S.A. ("Catlog") (ii)	100%	49%	Direct subsidiary
GDL Gestão de Desenvolvimento em Logística Participações S.A. ("GDL")	50%	50%	Joint venture
Fastline Logística Automotiva Ltda ("Fastline") (iii)	83%	83%	Indirect subsidiary

(In thousands of Reais, unless otherwise stated)

Rabbot Technologies Ltd (iv)	16%	-	Indirect affiliate

(i) TegUp, a direct subsidiary of the Company, aims to bring innovation to logistics, acting as a startup accelerator. On an annual basis, an acceleration program cycle is carried out to prospect transformative companies that offer products, services and innovation related to the universe of digital logistics and transportation.

On December 2, 2021, the interest of the subsidiary TegUp Inovação e Tecnologia Ltda. in the affiliate Frete Rápido Desenvolvimento de Tecnologia Logística S.A. was sold.

(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. To this end, contracts for the Company's vehicle logistics operation will be transferred to Catlog, which will therefore resume its operations.

(iii) Tegma Logística de Veículos Ltda, a direct.subsidiary of the Company, created “Fastline” (formerly Stork Express) which carries out road transportation of cargo, excluding dangerous products.

(iv) 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

a. Declaration of Conformity (Regarding IFRS and CPC Standards)

The individual and consolidated financial statements were prepared in accordance with accounting practices adopted in Brazil (CPC) and also in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

The issuance of the financial statements was authorized by the Board of Directors on March 9, 2023.

The changes listed in the main accounting policies are described in Note 3.1 (a).

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

b. Functional currency and presentation currency

These financial statements are presented in Reais, which is the Company's functional currency. All balances have been rounded to the nearest thousand, unless otherwise indicated.

c. Use of estimates and judgments

In preparing these financial statements, Management used judgments, estimates and assumptions that affect the application of the Company's and its subsidiaries' accounting policies and the reported amounts of assets, liabilities, income, and expenses.
Estimates and assumptions are continually reviewed. Revisions to estimates are recognized prospectively.

The estimates and assumptions that present a significant risk, likely to cause a material adjustment in the carrying amounts of assets and liabilities for the next fiscal year, are contemplated below:

Explanatory Note No. 4.e – sensitivity analysis of financial instruments;

Explanatory Note No. 6 - recognition and measurement of estimated credit losses;

Explanatory Notes No. 9 and 11 - impairment test of intangible assets and goodwill;

Explanatory Notes No. 10 and 11 – definition of the useful life of property, plant and equipment and intangible assets;

Explanatory Note No. 13 – recognition and measurement of leases;

Explanatory Note No. 16 – recognition and measurement of provisions for lawsuits;

Explanatory Note No. 17 – recognition of deferred tax assets.

d. Fair value measurement

Several accounting policies and disclosures of the Company and its Subsidiaries require the determination of fair value, both for financial and non-financial assets and liabilities.

The Company and its Subsidiaries established a control structure related to fair value measurement. An appraisal team is responsible for reviewing all significant fair value measurements, including Level 3 fair values. The valuation team regularly reviews significant unobservable data and valuation adjustments. If third-party information, such as quotes from brokers or pricing services, is used to measure fair value, the valuation team shall analyze evidence obtained from third parties to support the conclusion that such valuations meet the requirements of CPC/IFRS, including the level in the fair value hierarchy at which such valuations should be classified.

The fair value calculation method used by the Company and its Subsidiaries consists of forecasting the future value based on the contracted conditions and later calculating the present value, discounting the curves established in each agreement.

For further details on fair value measurement levels, see Note 4 (g).

3.1 Main accounting policies

The significant accounting policies adopted by the Company and its Subsidiaries are described in the specific explanatory notes related to the items presented. Those related to different aspects of the financial statements are described below.

These policies have been applied consistently in all the years presented, unless otherwise stated. It should be noted that accounting policies for intangible transactions were not included in the financial statements.

Changes in main accounting policies

A series of new standards or amendments to standards and interpretations were effective in 2022, but none of them led to impacts on the Company's processes. The list now follows:

Changes to CPC 37 (R1), CPC 48, CPC 29, CPC 06 (R2), CPC 27, CPC 25 and CPC 15 (R1) are due to annual changes related to the improvement cycle between 2018 and 2020, such as:

- Contracts for Consideration - Cost of fulfilling a contract (Amendments to IAS 37/ CPC 25);
- Amendment to IAS 16/CPC27, Property, plant and equipment – Classification of income generated before the property, plant and equipment is in the expected use conditions. Clarifies aspects to be considered for the classification of items produced before the property, plant and equipment is in the expected use conditions.
- Annual improvements to the IFRS cycle: Changes to IFRS 1/CPC 43 standards, addressing aspects of first-time adoption in a subsidiary; Changes to IFRS 9/CPC 48 STANDARDS, addressing the 10% test criterion for the reversal of financial liabilities; IFRS 16/CPC 06, addressing illustrative examples of leasing and IAS 41/CPC 29, addressing aspects of fair value measurement.
- Change to IFRS 3/CPC 15 – includes conceptual alignments with the conceptual framework of the IFRS;

The main accounting policies, as well as the measurement of estimates, did not change significantly.

a New standards and interpretations that are not yet effective

A series of new standards or amendments to standards and interpretations will be effective for years beginning on or after January 1, 2023. The Company and its subsidiaries did not early adopt these amendments in the preparation of these financial statements.

The amended standards and interpretations mentioned below should not have a significant impact on the financial statements of the Company and its Subsidiaries.

- Amendment to IAS 8/CPC 23 – changes the definition of accounting estimates, which are now considered as “monetary amounts in the financial statements subject to measurement uncertainty”.

- Amendment to IAS 12/CPC 32 – brings an additional exception to the exemption from the initial recognition of deferred tax related to assets and liabilities resulting from a single transaction.
- Amendment to IFRS 17/CPC 50 – includes clarification of aspects related to insurance contracts, establishes the principles for recognition, measurement, presentation and disclosure of insurance contracts and replaces IFRS 4/CPC 11 – Insurance Contracts.
- Amendment to IFRS 10/CPC 36 – R3 and IAS 28/CPC 18 - R2 – deal with situations between investor, affiliates or *joint venture,* gains and losses resulting from loss of control, investment re-measurement, among other related aspects.
- Amendment to IAS 1/CPC 26 - R1 – disclosure of accounting policies regarding the judgment of materiality, changing the requirement for disclosure of significant accounting policies to relevant accounting policies.
- Amendment to IAS 1/CPC 26 - R1 - Classification of liabilities as Current or Non-current. This amendment clarifies aspects to be considered for the classification of liabilities as current and non-current.

b Consolidation basis

(i) *Subsidiaries and investments in entities accounted for using the equity method*

The consolidated financial statements include the financial statements of the Company and its Subsidiaries. Control is obtained when the Company has the power to control the financial and operating policies and to appoint or remove the majority of the members of the executive board or Board of Directors of an entity to obtain benefits from its activities.

The Company's Management, based on the bylaws and shareholders' agreements, controls the companies listed in Note 2 – List of controlled entities – and, therefore, performs the full consolidation of these companies, with the exception of GDL Gestão de Desenvolvimento em Logística Participações S.A. ("GDL") considered a joint venture with income accounted for in the consolidated financial statements based on the equity method.

In the Company's individual financial statements, the financial statements of subsidiaries and joint ventures are recognized using the equity method. Investments in subsidiaries and joint ventures are presented in Note 9 – Investments.

(ii) *Transactions eliminated on consolidation*

Intra-group balances and transactions, and any unrealized income or expenses arising from intra-group transactions, are eliminated. Unrealized gains arising from transactions with investees recorded using the equity method are eliminated against the investment in proportion to the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment loss.

c Foreign currency

(i) *Foreign Currency transactions*

Transactions with foreign currencies are converted into the functional currency (Real), using the exchange rates prevailing on the transaction or valuation dates, in which the items are remeasured. Exchange gains and losses resulting from the settlement of these transactions and from the translation at year-end exchange rates, relating to monetary assets and liabilities in foreign currencies, are recognized in the income statement. Exchange gains and losses related to loans, cash and cash equivalents and others are presented in the income statement as financial income or expenses.

d Financial instruments

(i) *Initial recognition and measurement*

Trade accounts receivable and debt securities issued are initially recognized on the date on which they were originated. All other financial assets and liabilities are initially recognized when the Company and its Subsidiaries become party to the contractual provisions of the instrument.

A financial asset (unless it corresponds to trade receivables without a significant financing component) or financial liability is initially measured at fair value, plus, for an item not measured at fair value through profit or loss (VJR), the transaction costs that are directly attributable to their acquisition or issuance. Accounts receivable from customers without a significant financing component are initially measured at the transaction price.

(ii) ***Classification and subsequent measurement***

On initial recognition, a financial asset is classified as measured: at amortized cost; fair value through other comprehensive income (VJORA) – debt instrument; fair value through other comprehensive income (VJORA) – equity instrument; or at fair value through profit or loss (VJR).

Financial assets are not reclassified subsequent to initial recognition, unless the Company and its Subsidiaries change the business model for the management of financial assets, in which case all affected financial assets are reclassified on the first day of the subsequent reporting period according to the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as measured at fair value through profit or loss:

- it is held within a business model with the purpose of holding financial assets in order to receive contractual cash flows; and

- its contractual terms generate, on specific dates, cash flows that are related only to the payment of principal and interest on the outstanding principal amount.

A debt instrument is measured at the fair value through other comprehensive income (VJOR) if it meets both of the following conditions and is not designated as measured at fair value through profit or loss(VJR).

- it is maintained within a business model with goals achieved both by receiving contractual cash flows and by selling financial assets; and

- its contractual terms generate, on specific dates, cash flows that are only payments of principal and interest on the outstanding principal amount.

Upon initial recognition of an investment in an equity instrument that is not held for trading, the Company may irrevocably choose to present subsequent changes in the fair value of the investment under the “Other comprehensive income” heading. This choice is made according to each investment.

Upon initial recognition, the Company and its Subsidiaries may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at fair value through other comprehensive income (VJORA) as at fair value through income (VJR) if this eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets - Business model assessment

The Company and its Subsidiaries carry out an assessment of the objective of the business model in which a financial asset is held in a portfolio because this better reflects the way in which the business is managed and the information is provided to Management. The information considered includes:

– the policies and objectives stipulated for the portfolio and the practical functioning of these policies. They include the issue of whether management's strategy is focused on obtaining contractual interest income, maintaining a particular interest rate profile, matching the duration of financial assets to the duration of related liabilities or expected outflows. cash flow, or the realization of cash flows through the sale of assets;

– how the performance of the portfolio is evaluated and reported to the Company's Management;

– the risks that affect the performance of the business model (and the financial asset held in that business model) and the way in which those risks are managed;

– the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations on future sales.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales, consistent with the ongoing recognition of the assets of the Company and its Subsidiaries.

Financial assets held for trading or managed with performance evaluated based on fair value are measured at fair value through the assessment of profit or loss.

Financial assets – assessment of whether contractual cash flows are principal and interest payments only

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset at initial recognition. 'Interest' is defined as consideration for the time value of money and the credit risk associated with the principal amount outstanding over a given period of time and for other basic borrowing risks and costs (e.g. liquidity risk and administrative expenses), as well as a profit margin.

The Company and its Subsidiaries consider the contractual terms of the instrument to assess whether the contractual cash flows amount only to payments of principal and interest. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows in such a way that it would not meet that condition. When making this assessment, the Company and its Subsidiaries consider:

- contingent events that are able to change the value or timing of cash flows;

- terms that may adjust the contractual rate, including variable rates;

- prepayment and extension of the deadline; and

- the terms that limit the Company's access to cash flows from specific assets (e.g., based on the performance of an asset).

Prepayment is consistent with principal and interest payment criteria if the prepayment amount represents, for the most part, unpaid principal and interest amounts on the outstanding principal amount - which may include additional and reasonable compensation for the early termination of the contract. In addition, with respect to a financial asset acquired for an amount inferior to or greater than the face value of the contract, the permission or requirement of prepayment for an amount that represents the face value of the contract plus contractual interest (which also may include reasonable additional compensation for early termination of the contract) accrued (but not paid) are treated in accordance with these criteria if the fair value of the prepayment is negligible on initial recognition.

Financial assets - Subsequent measurement and gains and losses

Financial assets at fair value through profit or loss (VJR)	These assets are subsequently measured at fair value. Net income, including interest or dividend income, is recognized under the income heading. However, see the note for derivatives designated as hedging instruments.
Financial assets at amortized cost	These assets are subsequently measured at their amortized cost using the effective interest method. Amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized under the income heading. Any gain or loss on derecognition is recognized under the income heading.
Debt instruments at fair value through other comprehensive income (VJORA)	These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized under income. Other net income is recognized in Other comprehensive income (ORA). In derecognition, the accumulated income in Other comprehensive income (ORA) is reclassified according to the income.
Equity instruments at fair value through other comprehensive income (VJORA)	These assets are subsequently measured at fair value. Dividends are recognized as a gain in income, unless the dividend clearly represents a recovery of part of the cost of the investment. Other net income is recognized in other comprehensive income (ORA) and is never reclassified to income.

Financial liabilities - classification, subsequent measurement and gains and losses

Financial liabilities were classified as measured at their amortized cost or at fair value through profit or loss (VJR). A financial liability is classified as measured at fair value through profit or loss if it is classified as held for trading, if it is a derivative or of it is designated as such on initial recognition. Financial liabilities measured at FVR are measured at fair value through income (VJR), are measured at the fair value and the net result, including interest, is recognized under the income heading. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense, foreign exchange gains and losses are recognized in income. Any gain or loss on derecognition is also recognized in income.

(iii) ***Derecognition***

Financial assets

The Company and its Subsidiaries derecognise a financial asset when the contractual rights to the cash flows from the asset expire, or when the Company and its Subsidiaries transfer the contractual rights to receive the contractual cash flows on a financial asset in a transaction in which substantially all the risks and benefits of ownership of the financial asset are transferred or in which the Company neither transfers nor maintains substantially all the risks and benefits of ownership of the financial asset and also does not retain control over the financial asset.

The Company and its Subsidiaries carry out transactions in which they transfer assets recognized in the balance sheet, but retain all or substantially all of the risks and rewards of the transferred assets. In these cases, the financial assets are not derecognised.

Financial liabilities

The Company and its Subsidiaries derecognise a financial liability when their contractual obligation is withdrawn, canceled or expires. The Company and its Subsidiaries also derecognise a financial liability when the terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Upon derecognition of a financial liability, the difference between the extinguished carrying amount and the consideration paid (including transferred assets that do not carry cash or liabilities assumed) is recognized under income.

(iv) ***Compensation***

Financial assets or financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company and its Subsidiaries currently have a legally enforceable right to offset the amounts and intends to settle them on a net basis or realize the asset and settle the liability simultaneously.

(v) ***Derivative financial instruments***

The Company maintained a derivative financial hedge instrument to protect the exchange rate risk exposure. This derivative financial instrument was initially recognized at fair value on the contract date and, subsequently, remeasured at fair value periodically, with the hedged object and the derivative financial instrument being recorded separately. These contracts had the same terms.

At the beginning of the transaction, the hedged object and the derivative financial instrument were documented as follows:

(a) purpose and description of the hedge;

(b) identification of the hedged object and the nature of the hedged risks;

(c) identification of the financial instrument;

(d) coverage ratio;

(e) demonstration of prospective effectiveness.

Thus, financial instruments were categorized and recorded according to hedge accounting criteria. The Company had a single transaction with a derivative financial instrument and is classified as a cash flow hedge, thus its fair value was recorded in other comprehensive income (shareholders' equity).

e Provisions

(In thousands of Reais, unless otherwise stated)

A provision is recorded if, as a result of a past event, the Company and its Subsidiaries have a legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

f Value added statements

The Company and its Subsidiaries prepared value added statements (DVA) pursuant to technical pronouncement CPC 09 - Statement of Value Added, which are presented as an integral part of the financial statements according to the CPC applicable to publicly-held companies, while for IFRS they represent additional financial information.

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.

In July 2020, the Company obtained a credit line granted under the benefits of Law 4,131 referenced in US dollars, as described in Note 12.

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 Selic basic interest rate. What follows is the interest risk exposure of the operations linked to these variations:

		Parent company		Consolidated	
	Note:	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Loans and financing	12	(101,740)	(128,886)	(101,740)	(128,886)
Financial investments	5	129,953	99,275	188,735	145,942
Net exposure		**28,213**	**(29,611)**	**86,995**	**17,056**

c. Credit risk

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding accounts receivable. For banks and financial institutions, only securities from independent entities classified with a minimum "A" rating on the scale of Standard & Poor's, Fitch Ratings and Moody's agencies are accepted. The investments are distributed among 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:

		Parent company		Consolidated	
	Note:	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021

(In thousands of Reais, unless otherwise stated)

Cash and cash equivalents	5	131,031	99,935	190,299	147,128
Accounts receivable from customers	6	268,382	216,810	314,053	302,669
		399,413	**316,745**	**504,352**	**449,797**

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 Company’s treasury monitors cash availability 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:

		Parent company				
	Note:	Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 6 years
Loans and financing	12	101,740	115,041	69,133	15,549	30,359
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	-
as of December 31, 2022		**230,897**	**248,456**	**169,765**	**32,443**	**38,991**

		Parent company				
	Note:	Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 6 years
Loans and financing	12	128,886	142,462	70,190	61,774	10,498
Lease	13	60,040	61,198	30,637	23,799	6,762
Suppliers and freight payable		39,785	39,785	39,785	-	-
Other accounts payable	18	23,556	23,556	23,556	-	-
Related parties:	26	944	944	412	532	-
as of December 31, 2021		**253,211**	**267,945**	**164,580**	**86,105**	**17,260**

		Consolidated				
	Note:	Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 6 years
Loans and financing	12	101,740	115,041	69,133	15,549	30,359
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	35,749	3,377	-
Related parties:	26	1,330	1,330	806	524	-
as of December 31, 2022		**245,165**	**262,872**	**191,558**	**30,327**	**40,987**

(In thousands of Reais, unless otherwise stated)

		Consolidated				
	Note:	Book value	Cash flow	Less than 1 year	Between 1 and 2 years	Between 2 and 6 years
Loans and financing	12	128,886	142,462	70,190	61,774	10,498
Lease	13	69,727	70,647	33,170	29,738	7,739
Suppliers and freight payable		47,838	47,838	47,838	-	-
Other accounts payable	18	27,057	27,057	27,057	-	-
Related parties:	26	692	692	141	551	-
as of December 31, 2021		274,200	288,696	178,396	92,063	18,237

e. Sensitivity analysis

The table below presents 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 and Debentures) are linked to the CDI (13.65% p.a. on December 31, 2022 and 9.15% p.a. on December 31, 2021) and the Selic interest rate (13.75% p.a. on December 31, 2022 and 9.25% on December 2021).

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 December 31, 2022:

	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	17,975	22,468	26,962	26,007	32,509	39,011
Revenue	17,975	22,468	26,962	26,007	32,509	39,011
NCE Bradesco	(3,063)	(3,770)	(4,477)	(3,063)	(3,770)	(4,477)
Finame BNDES	(5,003)	(6,131)	(7,259)	(5,003)	(6,131)	(7,259)
4131 Santander	(6,998)	(8,462)	(9,926)	(6,998)	(8,462)	(9,926)
CCB Safra	(880)	(1,062)	(1,243)	(880)	(1,062)	(1,243)
Expenses	(15,944)	(19,425)	(22,905)	(15,944)	(19,425)	(22,905)
Net Effect on Income and Net Equity	2,031	3,043	4,057	10,063	13,084	16,106

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 the net equity shown in the balance sheet and the net debt, as follows:

Parent company		Consolidated	
December 31,	December 31,	December 31,	December 31,

(In thousands of Reais, unless otherwise stated)

	Note:	2022	2021	2022	2021
Loans and financing	12	101,740	128,886	101,740	128,886
Cash and cash equivalents	5	(131,031)	(99,935)	(190,299)	(147,128)
Net debt		**(29,291)**	**28,951**	**(88,559)**	**(18,242)**
Total net equity		766,189	680,734	767,127	681,301
Total capital sources		**736,898**	**709,685**	**678,568**	**663,059**
Financial leverage ratio		**(4.0%)**	**4.1%**	**(13.1%)**	**(2.8%)**

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, since when there are foreign currency transactions take the future value by the pre-contracted rate and bring to present value discounting the exchange coupon curve (difference between the internal interest rate and the exchange rate variation forecast) from the PTAX dollar selling rate of the business day prior to the base date of the calculation (known in the financial market as “Dirty Coupon”).

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					
		as of December 31, 2022			as of December 31, 2021		
	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	129,953	129,953	Level 1	99,276	99,276	Level 1
Assets at amortized cost							
Bank and cash funds	5	1,078	1,078	Level 1	659	659	Level 1
Accounts receivable from customers	6	268,382	268,382	Level 2	216,810	216,810	Level 2
Related parties:	26	2,064	2,064	Level 2	3,541	3,541	Level 2
Other accounts receivable	8	598	598	Level 2	299	299	Level 2
		402,075	**402,075**		**320,585**	**320,585**	
Liabilities							

Liabilities at amortized cost							
Loans and financing	12	(101,740)	(105,617)	Level 2	(128,886)	(131,522)	Level 2
Lease	13	(57,669)	(57,669)	Level 3	(60,040)	(60,040)	Level 3
Suppliers and freight payable		(41,128)	(41,128)	Level 2	(39,785)	(39,785)	Level 2
Other accounts payable	18	(28,310)	(28,310)	Level 2	(23,556)	(23,556)	Level 2
Related parties:	26	(2,050)	(2,050)	Level 2	(944)	(944)	Level 2
		(230,897)	**(234,774)**		**(253,211)**	**(255,847)**	

(In thousands of Reais, unless otherwise stated)

		Consolidated					
		as of December 31, 2022			as of December 31, 2021		
	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	188,735	188,735	Level 1	145,942	145,942	Level 1
Assets at amortized cost							
Bank and cash funds	5	1,564	1,564	Level 1	1,186	1,186	Level 1
Accounts receivable from customers	6	314,053	314,053	Level 2	302,669	302,669	Level 2
Related parties:	26	1,296	1,296	Level 2	1,209	1,209	Level 2
Other accounts receivable	8	2,342	2,342	Level 2	1,798	1,798	Level 2
		507,990	**507,990**		**452,804**	**452,804**	
Liabilities							
Liabilities at amortized cost							
Loans and financing	12	(101,740)	(105,617)	Level 2	(128,886)	(131,522)	Level 2
Lease	13	(53,563)	(53,563)	Level 3	(69,727)	(69,727)	Level 3
Suppliers and freight payable		(49,406)	(49,406)	Level 2	(47,838)	(47,838)	Level 2
Other accounts payable	18	(39,126)	(39,126)	Level 2	(27,057)	(27,057)	Level 2
Related parties:	26	(1,330)	(1,330)	Level 2	(692)	(692)	Level 2
		(245,165)	**(249,042)**		**(274,200)**	**(276,836)**	

5 Cash and cash equivalents

Accounting policy

Cash and cash equivalents are held for the purpose of meeting the commitments of the Company and its Subsidiaries and do not constitute an investment aimed at earning gains. The item includes cash, bank deposits and other short-term highly liquid investments.

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Bank and cash funds	1,078	659	1,564	1,186
Financial investments	129,953	99,276	188,735	145,942
	131,031	**99,935**	**190,299**	**147,128**

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

Financial investments are represented by operations with immediate liquidity, with an average yield of 100.95% for the terms established on December 31, 2022 (101.5% 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

(In thousands of Reais, unless otherwise stated)

Accounting policy

Accounts receivable from customers correspond to amounts arising from the provision of services in the normal course of the activities of the Company and its Subsidiaries. Accounts receivable from customers are initially recognized at the fair value of services, minus estimated losses when required.

The Company and its Subsidiaries assess at the end of each period whether there is evidence that the credit quality of the financial asset is considered impaired.

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.

If the amount originally provisioned is received, the Company reverses the estimated loss. When there is no expectation of receipt of the amounts, the Company recognizes the effective loss of the securities, also reversing the provision established.

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
National customers	269,179	217,645	315,085	303,600
Allowance for doubtful accounts (PCLD)	(797)	(835)	(1,032)	(931)
	268,382	**216,810**	**314,053**	**302,669**

As of December 31, 2022, the average collection period is approximately 56 days for the Parent Company and 56 days for the Consolidated (60 days for the Parent Company and 72 days for the Consolidated as of December 31, 2021).

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

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Securities due	228,633	187,064	265,027	215,870
Securities overdue for up to 30 days	23,641	21,753	30,917	28,486
Securities overdue for 31 to 90 days	8,149	3,758	9,350	16,161
Securities overdue for 91 to 180 days	4,175	2,525	4,633	23,055
Securities overdue for more than 181 days	4,581	2,545	5,158	20,028
	269,179	**217,645**	**315,085**	**303,600**

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

(In thousands of Reais, unless otherwise stated)

	Parent company		Consolidated	
	2022	2021	2022	2021
Balances on January 1st	**(835)**	**(242)**	**(931)**	**(288)**
Additions	(1,320)	(1,042)	(1,580)	(1,476)
Reversals	1,358	449	1,479	833
Balances on December 31	**(797)**	**(835)**	**(1,032)**	**(931)**

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	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
National Institute of Social Security (INSS) tax to be recovered	1,832	6,555	4,861	9,984
Withheld income tax (IRRF) on financial investments	467	414	842	646
Withheld income tax (IRRF) on services and others	-	-	104	104
Social Integration Program (PIS) and Contribution to Social Security Financing (COFINS) (i) (ii) (iii)	1,243	29,735	37,990	41,528
Others	157	268	741	812
	3,699	**36,972**	**44,538**	**53,074**
Current	2,182	30,561	24,726	43,369
Non-current	1,517	6,411	19,812	9,705
	3,699	**36,972**	**44,538**	**53,074**

(i) The credits arising from the exclusion of ICMS from the PIS and COFINS calculation basis represent the highest amount of the Company's recoverable taxes.

On July 15, 2019, a final and unappealable action by Tegma Gestão Logística S.A. was confirmed, which recognized the Parent company's right to exclude ICMS from the PIS and COFINS taxes calculation basis, retroactive to August 2003. Through a survey of documents and calculations that occurred from the final and unappealable decision, the Parent Company measured a credit of BRL 103,406 (referring to the period from August 2003 to November 2018) that was recorded in its entirety in the years 2018 and 2019. It is worth noting that, since December 2018, the Parent company has started to exclude ICMS from the calculation basis of its PIS and COFINS calculation. The total amount of credits recognized and duly authorized by the Brazilian Federal Revenue Service (RFB) was calculated based on the exclusion of ICMS “highlighted” in the PIS and COFINS tax documents.

While there was no decision on the modulation of the effects of the exclusion of ICMS from the PIS and COFINS calculation basis by the Federal Supreme Court (STF), the Company’s Management decided, in a conservative manner, to use these credits for purposes of tax offsets up to the amount of calculation based on the exclusion of ICMS “effectively paid” from said contributions, in the total amount of BRL 78,112.

Despite the decision of the Supreme Court (STF) in May 2021, which consolidated the calculation of the credits through the exclusion of the "detached" ICMS, the Company was prevented from using this remaining credit due to the receipt, on April 16, 2021, of the Tax Inspection Term on the credits determined, pursuant 73, VII, of Law 9,430/1996, amended by Law 13,670/2018. This inspection procedure ended on June 14, 2022, which is why the temporary impediment was suspended, and the Company was able to use this remaining credit to offset tax debts.

In October 2022, the use of the credit was completed (residual credit on December 31, 2021 BRL 28,637).

(ii) The subsidiary TCE has a lawsuit over the credits arising from the exclusion of ICMS from the PIS and COFINS calculation basis, which has not yet become unappealable. 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 BRL 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

(In thousands of Reais, unless otherwise stated)

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 BRL 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 December 31, 2022 is BRL 11,266 (BRL 10,479 on December 31, 2021) in the Subsidiary.
The amounts of recoverable taxes were generated by the operation of the Company and will be offset when they are final and approved against future debts of the same nature, therefore, the amounts are presented at realizable values.

(iii) In September 2022, the balance of BRL 8,413 was added to the consolidated due to the acquisition of Catlog's stake, as described in Note 9 item (i). 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 BRL 15,341, of which BRL 9,187 were the principal and BRL 6,154 the inflation adjustment; this amount stems from the difference between the methodology for excluding the "highlighted" and "effectively paid" ICMS.

8 Other accounts receivable

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Indemnity asset	25	-	1,485	1,461
Advance to suppliers (i)	7,530	6,198	13,370	7,485
Advance to employees	950	963	1,042	1,069
Other credits	573	299	857	337
	9,078	**7,460**	**16,754**	**10,352**
Current	9,053	7,460	15,269	8,891
Non-current	25	-	1,485	1,461
	9,078	**7,460**	**16,754**	**10,352**

(i) The increase in the balance is due to the implementation of a new electronic system for advances to transporters, which optimized the process. On December 31, 2021, these amounts were stated in cash and cash equivalents. Additionally, an increase in transport advances could be observed, in line with the evolution of the Company's revenue.

9 Investments

Subsidiaries and Joint Ventures

(In thousands of Reais, unless otherwise stated)

	Parent company					
	as of December 31, 2022			as of December 31, 2021		
	Investment	Net goodwill	Total	Investment	Net goodwill	Total
Subsidiaries						
Tegma Cargas Especiais Ltda. (TCE)	62,977	6,363	69,340	66,212	6,364	72,576
Tegma Logística de Armazéns Ltda. (TLA)	15,708	-	15,708	14,650	-	14,650
Niyati Empreendimentos e Participações Ltda. (Niyati)	105,659	-	105,659	109,416	-	109,416
Tech Cargo Plataforma deTransportes Ltda (Tech Cargo)	1	-	1	1	-	1
Tegmax Comércio e Serviços Automotivos Ltda. (Tegmax)	1,374	-	1,374	1,343	-	1,343
Tegma Logística de Veículos Ltda. (TLV)	44,534	-	44,534	63,142	-	63,142
TegUp Inovação e Tecnologia Ltda. (TegUp)	7,542	-	7,542	6,698	-	6,698
Catlog Logística de Transportes S.A. (Catlog) (i)	15,485	-	15,485	-	-	-
	253,280	**6,363**	**259,643**	**261,462**	**6,364**	**267,826**
Joint ventures						
Catlog Logística de Transportes S.A. (Catlog)	-	-	-	3,115	-	3,115
GDL Gestão de Desenvolvimento em Logística Participações S.A. (GDL)	24,368	16,693	41,061	20,265	16,693	36,958
	24,368	**16,693**	**41,061**	**23,380**	**16,693**	**40,073**
	277,648	**23,056**	**300,704**	**284,842**	**23,057**	**307,899**

	Consolidated					
	as of December 31, 2022			as of December 31, 2021		
	Investment	Net goodwill	Total	Investment	Net goodwill	Total
Joint ventures						
Catlog Logística de Transportes S.A. (Catlog)	-	-	-	3,115	-	3,115
GDL Gestão de Desenvolvimento em Logística Participações S.A. (GDL)	24,368	16,693	41,061	20,265	16,693	36,958
Indirect affiliate						
Rabbot Technologies Ltd (ii)	1,583	5,306	6,889	-	-	-
	25,951	**21,999**	**47,950**	**23,380**	**16,693**	**40,073**

(i) 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. The Company classifies the acquisition as an asset purchase, considering that the investee did not have any ongoing operation.

What follows are the fair values of this transaction, which are the amounts recorded as of August 31, 2022 used as the basis for the acquisition.

Assets		Liabilities	
Cash and cash equivalents	525	Suppliers	5
Accounts receivable from customers	(20)	Taxes payable	3
Taxes and contributions recoverable	8,456	Salaries and social charges	15
Other accounts receivable	1	Other accounts payable	543
		Related parties:	6
Court deposits	116		
		Deferred tax liabilities	1,495
		Provisions for lawsuits	453
Total assets	**9,078**	**Total liabilities**	**2,520**
		Total net equity	**6,558**

(In thousands of Reais, unless otherwise stated)

The fair value of the net assets acquired was higher than the consideration negotiated, generating a positive result on the purchase, as shown in Note 23 item (iii) and shown below:

Share in net assets acquired 51%	3,345
Consideration	2,498
Positive income	**847**

Thus, as of September 2022, the Company will hold 100% of the shares and thus consolidate Catlog Logística de Transporte S.A. The income via equity pickup is now recorded in its entirety. The income statement amounts for the period under control, considered for consolidation on December 31, 2022, are shown below:

Income Statement	
General and Administrative Expenses	(976)
Other operating revenues	5,807
Operating profit	**4,831**
Financial income	
Financial revenues	6,369
Financial expenses	(297)
Financial income	6,072
Income before taxes	**10,903**
Income tax and social contribution	(1,976)
Net income for the period	**8,927**

The amount of BRL 99 referring to the result of 49% interest in the period prior to the acquisition remains recorded in the equity pickup from January to August 2022.

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

Furthermore, on May 9, 2022, TegUp acquired shares from previous Rabbot investors for a total amount of BRL 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.

Rabbot's capitalization process also includes a “Series A” investment round involving the innovation arm of a major financial institution. The holding company Rabbot Technologies Ltd. is headquartered in the Cayman Islands.

Rabbot has shown consistent growth with its plans and conquering a market that has great growth potential, either because of the growth of company fleets, or the need for greater control of the routine of these pieces of equipment and vehicles.

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 / IAS 28 – Investment in Affiliates, Subsidiaries and Jointly Controlled Undertakings.

(In thousands of Reais, unless otherwise stated)

Investment transactions

										Parent company
	TCE	TLA	Niyati	Tech Cargo	Tegmax	TLV	TegUp	Catlog (i)	GDL	Total
Balance on January 1, 2021	**63,994**	**15,975**	**108,528**	**1**	**1,377**	**25,326**	**4,907**	**410**	**36,867**	**257,385**
Equity pickup	18,582	(1,325)	3,574	-	(1)	8,657	1,791	2,705	6,679	40,662
Capital Increase (Decrease)	-	-	-	-	-	29,720	-	-	-	29,720
Dividends	(10,000)	-	(2,686)	-	(33)	(662)	-	-	(6,588)	(19,969)
Others	-	-	-	-	-	101	-	-	-	101
Balance on December 31, 2021	**72,576**	**14,650**	**109,416**	**1**	**1,343**	**63,142**	**6,698**	**3,115**	**36,958**	**307,899**
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 pickup	17,365	1,058	5,383	-	31	13,340	(556)	9,025	10,785	56,431
Change in equity interest	-	-	-	-	-	661	-	-	-	661
Capital reduction	-	-	-	-	-	(17,714)	1,400	-	-	(16,314)
Dividends received	(20,600)	-	(9,140)	-	-	(14,895)	-	-	(6,682)	(51,317)
Others	(1)	-	-	-	-	-	-	3,345	-	3,344
Balance on December 31, 2022	**69,340**	**15,708**	**105,659**	**1**	**1,374**	**44,534**	**7,542**	**15,485**	**41,061**	**300,704**

(i) Amount added to the consolidated due to the acquisition of Catlog's stake, as described above.

								Consolidated
				2022				2021
	Catlog (i)	GDL	Rabbot	Total	Catlog	GDL	Frete Rápido (i)	Total
Balance on January 1st	**3,115**	**36,958**	**-**	**40,073**	**410**	**36,867**	**815**	**38,092**
Equity	99	10,785	(311)	10,573	2,705	6,679	(141)	9,243
Dividends	-	(6,682)	-	(6,682)	-	(6,588)	-	(6,588)
Increase in shareholding	-	-	-	-	-	-	509	509
Acquisition of equity interest	-	-	7,200	7,200	-	-	-	-
Others (i)	(3,214)	-	-	(3,214)	-	-	-	-
Write-off on disposal of investment	-	-	-	-	-	-	(1,183)	(1,183)
Balance on December 31	**-**	**41,061**	**6,889**	**47,950**	**3,115**	**36,958**	**-**	**40,073**

(i) In December 2021, the share held by the subsidiary TegUp Inovação e Tecnologia Ltda. in Frete Rápido Desenvolvimento de Tecnologia Logística S.A. was alienated.

(In thousands of Reais, unless otherwise stated)

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

	TCE	TLA	Niyati	Tech Cargo	Tegmax	TLV	TegUp	Catlog
as of December 31, 2022								
Active	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
as of December 31, 2021								
Active	93,089	17,264	109,757	1	1,415	74,126	7,674	-
Liabilities	26,877	2,614	341	-	72	10,984	976	-
Net equity	66,212	14,650	109,416	1	1,343	63,142	6,698	-

	From January to December 2022						
	TCE	TLA	Niyati	Tegmax	TLV	TegUp	Catlog
Net revenue from services provided	109,239	7,702	8,043	-	105,680	-	-
Cost of services provided	(85,821)	(5,245)	(2,488)	-	(88,083)	-	-
Gross profit	23,418	2,457	5,555	-	17,597	-	-
General and Administrative Expenses	(455)	(76)	(2)	(45)	(127)	(65)	(976)
Other (expenses) revenues net	(410)	(96)	-	2	(42)	-	5,807
	(865)	(172)	(2)	(43)	(169)	(65)	4,831
Operational profits (losses)	22,553	2,285	5,553	(43)	17,428	(65)	4,831
Equity income	-	-	-	-	1,774	(311)	-
Financial income	2,276	761	1,082	84	(93)	(301)	6,072
Profit (loss) before taxes	24,829	3,046	6,635	41	19,109	(677)	10,903
Income tax and social contribution	(7,464)	(1,988)	(1,252)	(10)	(5,769)	121	(1,976)
Net profit (loss) for the Period	**17,365**	**1,058**	**5,383**	**31**	**13,340**	**(556)**	**8,927**

(In thousands of Reais, unless otherwise stated)

	From January to December 2021					
	TCE	TLA	Niyati	Tegmax	TLV	TegUp
Net revenue from services provided	91,519	2,322	8,266	-	82,168	17
Cost of services provided	(74,549)	(4,052)	(2,549)	(15)	(68,402)	-
Gross profits (losses)	16,970	(1,730)	5,717	(15)	13,766	17
General and Administrative Expenses	(424)	(168)	(1)	(4)	(96)	(185)
Other net income (expenses)	5,442	(242)	(1,500)	(22)	-	2,590
	5,018	(410)	(1,501)	(26)	(96)	2,405
Operational profits (losses)	21,988	(2,140)	4,216	(41)	13,670	2,422
Equity income	-	-	-	-	(420)	(141)
Financial income	3,542	237	406	38	(28)	477
Profit (loss) before taxes	25,530	(1,903)	4,622	(3)	13,222	2,758
Income tax and social contribution	(6,948)	578	(1,048)	2	(4,565)	(967)
Net profit (loss) for the year	**18,582**	**(1,325)**	**3,574**	**(1)**	**8,657**	**1,791**

Below we present the total balances of the equity and income accounts (100%) of the affiliates and the company under common control, respectively:

	Catlog	GDL
as of December 31, 2022		
Active	-	69,173
Liabilities	-	20,438
Net equity	-	48,735
as of December 31, 2021		
Active	9,147	54,972
Liabilities	2,791	15,102
Net equity	6,356	39,870

(In thousands of Reais, unless otherwise stated)

	From January to December 2022		From January to December 2021		
	Catlog (i)	GDL	Catlog	GDL	Frete Rápido (ii)
Net revenue from services provided	-	117,636	-	91,376	2,958
Cost of services provided	-	(76,718)	-	(66,023)	(1,647)
Gross profit	-	40,918	-	25,353	1,311
General and Administrative Expenses	(152)	(8,661)	(405)	(6,496)	(879)
Other operating expenses, net	11	-	2,097	-	-
	(141)	(8,661)	1,692	(6,496)	(879)
Operational profit (loss)	(141)	32,257	1,692	18,857	432
Financial income	345	117	1,745	(234)	(33)
Profit before taxes	204	32,374	3,437	18,623	399
Income tax and social contribution	-	(10,805)	(733)	(5,207)	(135)
Net income for the year	**204**	**21,569**	**2,704**	**13,416**	**264**

(i) The amount presented refers to the net profit for the period from January to August 2022.

(ii) As of November 2020, Frete Rápido Desenvolvimento de Tecnologia Logística S.A. became an indirect affiliate of the Company, through “TegUp” as a result of the conversion of debentures into shares. However, the investment in this indirect associate was sold on December 2, 2021.

10 Property, plant, and equipment

Accounting policy

Property, plant and equipment items are stated at historical cost minus the accumulated depreciation. Historical cost includes expenses directly attributable to the acquisition of the items. Historical cost also includes, where applicable, financing costs related to the construction of qualifying assets. Subsequent costs are included in the carrying amount of the asset or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow and the cost of the item can be reliably measured.

The book value of replaced items or parts is written off. All other repairs and maintenance are charged to income for the year, when incurred.

Depreciation of assets is calculated using the straight-line method, considering their costs and their residual values over their estimated useful lives, as follows:

	Annual %	
	2022	**2021**
Buildings	4.0	4.0
Computers and Peripherals	24.0	25.0
Installations	11.0	11.0
Vehicles	13.0	13.0
Machines and equipment/tools	12.0	10.0
Improvements to third-party property	20.0	28.0
Furniture and utensils and packaging and others	33.0	33.0

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date and adjusted if appropriate.

Gains and losses on sales are determined by comparing the proceeds with the book amount and are registered under "Other expenses, net" in the income statement.

(In thousands of Reais, unless otherwise stated)

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 (ii)	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	-	1,990	473	1,583	20,800	565	2,529	4,961	-	**32,901**
Disposals	-	-	-	-	(703)	(15)	(13)	(5)	-	**(736)**
Depreciation	-	(1,394)	(926)	(695)	(1,830)	(555)	(1,627)	(5,166)	-	**(12,193)**
Other (iii)	-	-	-	-	(782)	-	-	-	-	**(782)**
Net balances on December 31, 2022	**11,429**	**24,833**	**2,250**	**4,961**	**44,767**	**2,716**	**4,808**	**11,954**	**178**	**107,896**
Balances on December 31, 2022										
Cost	11,429	36,407	16,294	9,324	82,754	13,022	58,986	43,053	178	**271,447**
Accumulated depreciation	-	(11,574)	(14,044)	(4,363)	(37,987)	(10,306)	(54,178)	(31,099)	-	**(163,551)**
Net balances on December 31, 2022	**11,429**	**24,833**	**2,250**	**4,961**	**44,767**	**2,716**	**4,808**	**11,954**	**178**	**107,896**

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 (ii)	Total
Net balances on January 1, 2021	**11,429**	**25,620**	**2,545**	**3,204**	**22,004**	**2,584**	**3,076**	**11,068**	**192**	**81,722**
Acquisitions	-	-	1,041	1,432	7,204	679	2,213	7,070	179	**19,818**
Disposals	-	-	-	-	(111)	(9)	(1)	(5)	-	**(126)**
Transfers (iv)	-	-	-	-	-	-	-	23	(193)	**(170)**
Depreciation	-	(1,383)	(883)	(563)	(1,815)	(533)	(1,322)	(5,992)	-	**(12,491)**
Others	-	-	-	-	-	-	(47)	-	-	**(47)**
Net balances on December 31, 2021	**11,429**	**24,237**	**2,703**	**4,073**	**27,282**	**2,721**	**3,919**	**12,164**	**178**	**88,706**
Balances on December 31, 2021										
Cost	11,429	34,566	15,824	7,741	68,020	12,472	56,470	40,642	178	**247,342**
Accumulated depreciation	-	(10,329)	(13,121)	(3,668)	(40,738)	(9,751)	(52,551)	(28,478)	-	**(158,636)**
Net balances on December 31, 2021	**11,429**	**24,237**	**2,703**	**4,073**	**27,282**	**2,721**	**3,919**	**12,164**	**178**	**88,706**

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

(iii) This refers to the transfer of vehicles between the parent company and the subsidiary Tegma Logística de Armazéns Ltda.

(iv) Transfer to intangible assets, in the amount of BRL 170 in 2021 referring to the software license.

(In thousands of Reais, unless otherwise stated)

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 (ii)	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	-	1,863	518	1,964	22,112	1,122	3,816	5,004	37	**36,436**
Disposals	-	-	-	-	(905)	(15)	(29)	(74)	(11)	**(1,034)**
Depreciation	-	(3,523)	(973)	(1,207)	(3,015)	(757)	(2,442)	(5,212)	-	**(17,129)**
Net balances on December 31, 2022	**63,138**	**67,753**	**2,342**	**8,241**	**60,005**	**4,049**	**6,862**	**12,124**	**640**	**225,154**
Balances on December 31, 2022										
Cost	63,138	89,638	19,519	15,041	112,163	19,246	77,928	43,973	640	**441,286**
Accumulated depreciation	-	(21,885)	(17,177)	(6,800)	(52,158)	(15,197)	(71,066)	(31,849)	-	**(216,132)**
Net balances on December 31, 2022	**63,138**	**67,753**	**2,342**	**8,241**	**60,005**	**4,049**	**6,862**	**12,124**	**640**	**225,154**

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 (ii)	Total
Net balances on January 1, 2021	**63,137**	**71,971**	**2,730**	**6,924**	**36,699**	**3,709**	**4,602**	**11,699**	**646**	**202,117**
Acquisitions	-	790	1,064	2,024	8,496	831	3,200	7,100	202	**23,707**
Disposals	-	-	(44)	(400)	(222)	(94)	(62)	(417)	-	**(1,239)**
Transfers (ii)	-	-	20	-	5	-	-	33	(227)	**(169)**
Depreciation	-	(3,498)	(970)	(1,064)	(3,170)	(742)	(2,221)	(6,077)	-	**(17,742)**
Others	1	150	(3)	-	5	(5)	(2)	68	(7)	**207**
Net balances on December 31, 2021	**63,138**	**69,413**	**2,797**	**7,484**	**41,813**	**3,699**	**5,517**	**12,406**	**614**	**206,881**
Balances on December 31, 2021										
Cost	63,138	87,775	19,005	13,077	95,915	18,139	74,140	41,588	614	**413,391**
Accumulated depreciation	-	(18,362)	(16,208)	(5,593)	(54,102)	(14,440)	(68,623)	(29,182)	-	**(206,510)**
Net balances on December 31, 2021	**63,138**	**69,413**	**2,797**	**7,484**	**41,813**	**3,699**	**5,517**	**12,406**	**614**	**206,881**

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

(iii) Includes transfer to intangible assets, in the amount of BRL 169 in 2021 referring to the software license.

(In thousands of Reais, unless otherwise stated)

Depreciation and amortization amounts were recorded as follows:

	Parent company		Consolidated	
	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021
Depreciation	(12,193)	(12,491)	(17,129)	(17,742)
Amortization	(4,888)	(4,208)	(4,996)	(4,273)
	(17,081)	**(16,699)**	**(22,125)**	**(22,015)**

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

	Parent company		Consolidated	
	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021
Cost of services provided	(13,279)	(13,140)	(18,283)	(18,414)
General and Administrative Expenses	(3,802)	(3,559)	(3,842)	(3,601)
	(17,081)	**(16,699)**	**(22,125)**	**(22,015)**

11 Intangible assets

Accounting policy

Recognition and Measurement

Goodwill

Goodwill is represented by the positive difference between the amount paid or payable and the net amount of the fair value of the acquired entity's assets and liabilities, being recorded as "Intangible assets" in the consolidated financial statements. Goodwill is tested annually for probable impairment and recorded at cost minus accumulated impairment losses, which are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. For impairment test purposes, goodwill is allocated to Cash Generating Units (CGUs) or to groups of CGUs that should benefit from the business combination from which the goodwill originated, duly segregated, in accordance with the operating segment.

Goodwill is measured at cost, minus accumulated impairment losses.

Software licenses

Acquired software licenses are capitalized based on the costs incurred to acquire the software and get it ready to use. These costs are amortized over their estimated useful life of three to five years. Costs associated with software maintenance are recognized as an expense, as incurred. Development costs that are directly attributable to the design and testing of identifiable and exclusive software products, controlled by the Company and its Subsidiaries, are recognized as intangible assets when the recognition criteria are met. Software development costs recognized as assets are amortized over their estimated useful lives.

(In thousands of Reais, unless otherwise stated)

Changes to the intangible assets

										Parent company
					2022					2021
	Nortev	Boni Amazon	Goodwill	Software	Total	Nortev	Boni Amazon	Goodwill	Software	Total
Net balances on January 1st	120,877	32,791	153,668	12,298	165,966	120,877	32,791	153,668	10,550	164,218
Acquisitions	-	-	-	7,932	7,932	-	-	-	5,792	5,792
Transfers (i)	-	-	-	-	-	-	-	-	170	170
Amortization	-	-	-	(4,888)	(4,888)	-	-	-	(4,208)	(4,208)
Others	-	-	-	(15)	(15)	-	-	-	(6)	(6)
Net balances on December 31	120,877	32,791	153,668	15,327	168,995	120,877	32,791	153,668	12,298	165,966
Balances on December 31										
Cost	120,877	34,851	155,728	57,937	213,665	120,877	34,851	155,728	50,020	205,748
Accumulated amortization	-	(2,060)	(2,060)	(42,610)	(44,670)	-	(2,060)	(2,060)	(37,722)	(39,782)
Net balances on December 31	120,877	32,791	153,668	15,327	168,995	120,877	32,791	153,668	12,298	165,966

(i) Transfer of property, plant and equipment, in the amount of BRL 170 in 2021 referring to the software license.

												Consolidated
						2022						2021
	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	12,521	172,553	120,877	32,791	6,364	160,032	10,737	170,769
Acquisitions	-	-	-	-	8,562	8,562	-	-	-	-	5,895	5,895
Transfers (i)	-	-	-	-	-	-	-	-	-	-	169	169
Amortization	-	-	-	-	(4,996)	(4,996)	-	-	-	-	(4,273)	(4,273)
Others	-	-	-	-	(15)	(15)	-	-	-	-	(7)	(7)
Net balances on December 31	120,877	32,791	6,364	160,032	16,072	176,104	120,877	32,791	6,364	160,032	12,521	172,553
Balances on December 31												
Cost	120,877	34,851	6,364	162,092	59,007	221,099	120,877	34,851	6,364	162,092	50,460	212,552
Accumulated amortization	-	(2,060)	-	(2,060)	(42,935)	(44,995)	-	(2,060)	-	(2,060)	(37,939)	(39,999)
Net balances on December 31	120,877	32,791	6,364	160,032	16,072	176,104	120,877	32,791	6,364	160,032	12,521	172,553

(ii) Transfer of property, plant and equipment, in the amount of BRL 169 in 2021 referring to the software license.

(In thousands of Reais, unless otherwise stated)

Loss due to impairment

Goodwill is allocated to Cash Generating Units (CGU), identified according to the operating segment. Goodwill tests to verify impairment were performed for the following investments considered relevant:

	2022	2021
Nortev (automotive)	120,877	120,877
TCE/Boni Amazon (integrated logistics)	39,155	39,155
GDL Gestão de Desenvolvimento em Logística Participações S.A	16,693	16,693
Rabbot Technologies Ltd	5,305	-

The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use cash flow projections, based on financial budgets approved by Management. The main assumptions used in calculating the value in use on December 31, 2022 and 2021 are as follows:

	2022	2021
GDP (i)	1.69%	1.68%
Annual inflation (ii)	3.52%	3.51%
Perpetuity growth (iii)	2.00%	2.00%
Discount rate (iv)	15.10%	11.60%
Discount rate (v)	14.42%	14.66%

(i) Average forecast of Gross Domestic Product (GDP) growth for the next 5 years in 2022 (5 years in 2021), according to information released by the Central Bank of Brazil;

(ii) Average growth forecast of the broad consumer price index (IPCA) for the next 5 years in 2022 (5 years in 2021), according to forecasts disclosed by the Central Bank of Brazil;

(iii) Growth rate based on Gross Domestic Product (GDP) growth forecasts;

(iv) Nominal discount rate determined according to the company's cost of capital assessment (Nortev and TCE/Boni).

(v) Nominal discount rate determined according to the company's cost of capital (GDL) assessment.

The recoverable amount calculated based on the value in use of the three CGUs was higher than the book value, even considering a scenario with the discount rate increasing by 1 pp and the perpetuity growth rate reducing by 1 pp for the three CGUs. In this sense, there was no need to recognize an impairment loss in 2022.

The Company reviews goodwill tests annually.

12 Loans and financing

Accounting policy

The loans and financing are initially recognized at fair value, net of transaction costs incurred, and subsequently are stated at amortized cost. Any difference between the amounts raised (net of transaction costs) and the total redemption amount is recognized in the income statement during the period in which the loans are ongoing, using the effective interest rate method.

Borrowings are classified as current liabilities, unless the Company and its Subsidiaries have an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

	Parent Company and Consolidated	
	December 31, 2022	December 31, 2021

(In thousands of Reais, unless otherwise stated)

Loans and financing - local currency

NCE - Export Credit Note (a.i)	20,710	82,038
Law 4,131 (a.ii)	42,905	41,656
CCB (a.iii)	5,315	5,192
Finame (a.iv)	32,810	-
	101,740	**128,886**
Current	59,172	63,886
Non-current	42,568	65,000
	101,740	**128,886**

Considering bank loans, the average total cost of the Company's gross debt on December 31, 2022 was CDI + 1.97% (CDI + 2.76% on December 31, 2021).

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 BRL 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 2022, the first installment of the principal was paid, leaving a remaining amount of BRL 20,000. The negotiated interest rate was the CDI for the period plus 1.14% per annum. The interest rate on this contract as of December 31, 2022 is 14.79% per annum (10.29% as of December 2021). This operation does not have any covenants.

In April 2020, the Company entered into an agreement with Banco Itaú SA in the amount of BRL 50,000 with the principal due at the end of the agreement in April 2022 and half-yearly interest payments as of 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 April 2020, the Company entered into a loan agreement in Reais with Banco Santander SA in the amount of BRL 40,000, with principal and interest due at the end of the agreement in April 2021, without real guarantees attached and interest rate of CDI of the period plus 4.0% per year. The operation implicitly includes the contracting of a derivative financial swap instrument in order to eliminate any exchange exposure. In April 2021, this contract was fully settled.

In July 2020, the Company entered into a loan agreement in Reais with Banco Santander SA in the amount of BRL 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 December 31, 2022 (11.81% on December 31, 2021). 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 December 31, 2022, 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 BRL 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 as of December 31, 2022 (12.06% as of December 31, 2021). This operation is subject to early maturity if the following indebtedness and interest coverage ratios are not maintained:

(In thousands of Reais, unless otherwise stated)

- 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 December 31, 2022, the Company was compliant with these clauses.

iv. BNDES Finame

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

In December 2022, part of the credit line amounting to BRL 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 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 December 31, 2022, the Company was compliant with these clauses.

b. Debentures

In 2013, the Company issued simple, non-convertible and unsecured debentures (1st issue BRL 200,000 and 2nd issue BRL 150,000). The net funds obtained are fully allocated to the Company's ordinary management business, such as payment of debts already contracted by the Company and cash reinforcement.

The debentures are characterized by THE payment of semi-annual interest. In the 1st issue, interest was expected to be paid on February 15th and August 15th of each year. In the 2nd issuance, interest was expected to be paid on December 15th and June 15th of each year.

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

In the 2nd issue, also issued in two series, for both series the first amortization occurred on December 15, 2016 (33.33%) and the second amortization, originally scheduled for December 15, 2017, occurred in advance on 28 September 2017 (33.33%). Regarding the last installment originally scheduled for December 15, 2018, there was a renegotiation, and the amount corresponding to 33.34% of the issuance was extended at the rate of 50% to July 31, 2020, already paid, and 50% for July 31, 2021, as approved by the general meeting of debenture holders held on September 25, 2017. The interest rate negotiated in this renegotiation was the CDI for the period plus 2% per annum. The interest rate on this contract as of July 2021 is 6.15% per annum (3.90% as of December 31, 2020). In July 2021, these debentures were fully paid off.

Maturity schedule

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

	Parent Company and Consolidated	
	December 31, 2022	December 31, 2021
From 1 to 12 months	59,172	63,886
From 12 to 24 months	10,000	55,000

(In thousands of Reais, unless otherwise stated)

From 25 to 36 months	4,071	10,000
From 37 to 48 months	4,071	-
From 49 to 60 months	4,071	-
From 61 to 72 months	4,071	-
From 73 to 84 months	4,071	-
From 85 to 97 months	4,071	-
From 98 to 109 months	4,071	-
From 110 to 121 months	4,071	-
	101,740	**128,886**
Current	59,172	63,886
Non-current	42,568	65,000
	101,740	**128,886**

Changes in loans, financing and debentures

These were the changes for the year:

	Parent Company and Consolidated	
	2022	2021
Loans and financing		
Balance on January 1st	**128,886**	**168,764**
Fundraising	32,568	-
Appropriate interest	11,580	9,565
Principal payment	(60,000)	(40,000)
Interest paid	(11,294)	(9,443)
Balance on December 31	**101,740**	**128,886**

	Parent Company and Consolidated
	2021
Debentures	
Balance on January 1st	**25,047**
Appropriate interest	702
Principal payment	(25,005)
Interest paid	(744)
Balance on December 31	**-**

13 Lease and right of use

Accounting policy

The recognition and measurement of the right-of-use assets 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 in December 2028.

(In thousands of Reais, unless otherwise stated)

The Company and its parent companies took advantage of the exemptions provided, short-term leases and low-value asset contracts continue to be accounted for as "Rents and leasing" and can be observed in explanatory note No. 22.

The initial measurement of lease contracts was recognized at the present value of their consideration at a discount rate and the right-of-use asset in an amount equivalent to this liability. The nominal rate used for the calculation includes the base of risk-free interest rates observed in the Brazilian market and the Company's debt spread.

The re-measurement of the lease liability and the right-of-use asset is carried out for contracts that undergo changes and/or updates, and its re-measurement is recognized in the lease liability and the right-of-use asset in the same amount. For contracts that are readjusted annually by inflation indexes and have not changed their contractual terms and scope, the initial rates are maintained. For new contracts, contract renewals and/or changes in scope, the rate is revised and applied to each contract, considering the risk-free rate for the period of each contract, plus the Company's debt spread at the time of the change.

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

	Annual rates	
Contract terms	December 31, 2022	December 31, 2021
from 1 to 12 months	8.80%	7.65%
from 12 to 24 months	11.63%	6.92%
from 25 to 36 months	14.86%	6.72%
from 37 to 48 months	15.96%	8.22%
from 49 to 60 months	15.87%	8.55%

When there are changes in the lease that reduce the scope of the contract, there is a re-measurement of the right-of-use asset and the lease liability reflecting the partial or total termination of the contract; thus, the gain or loss is recognized in the statement of income.

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

	Parent company						
	2022			2021			
	Properties	Vehicles	Total	Properties	Vehicles	Machines and equipment	Total
Net balances on January 1st	**52,369**	**1,153**	**53,522**	**54,027**	**641**	**190**	**54,858**
Addition	27,866	127	27,993	24,864	1,398	4	26,266
Write-off	-	-	-	(466)	-	-	(466)
Amortization (i)	(27,998)	(704)	(28,702)	(26,055)	(887)	(194)	(27,136)
Net balances on December 31	**52,237**	**576**	**52,813**	**52,370**	**1,152**	**-**	**53,522**
Balances on December 31							
Cost	142,752	5,045	147,797	118,022	4,022	-	122,048
Accumulated amortization	(90,515)	(4,469)	(94,984)	(65,656)	(2,870)	-	(68,526)
Net balances on December 31	**52,237**	**576**	**52,813**	**52,370**	**1,152**	**-**	**53,522**
Balances on December 31							
Balances with third parties	24,783	576	25,359	37,448	1,152	-	38,600

(In thousands of Reais, unless otherwise stated)

Balance with related parties (ii)	27,454	-	27,454	14,922	-	-	14,922
Net balances on December 31	**52,237**	**576**	**52,813**	**52,370**	**1,152**	**-**	**53,522**

Consolidated

	2022				2021			
	Properties	**Vehicles**	**Machines and equipment**	**Total**	**Properties**	**Vehicles**	**Machines and equipment**	**Total**
Net balances on January 1st	**60,199**	**1,256**	**370**	**61,825**	**50,627**	**654**	**222**	**51,503**
Addition	17,465	138	2,604	20,207	38,787	1,519	2,221	42,527
Write-off	-	-	-	-	(481)	-	(6)	(487)
Amortization (i)	(29,823)	(769)	(2,974)	(33,566)	(28,352)	(929)	(2,437)	(31,718)
Net balances on December 31	**47,841**	**625**	**-**	**48,466**	**60,581**	**1,244**	**-**	**61,825**
Balances on December 31								
Cost	147,208	5,154	9,662	162,024	132,886	4,117	7,059	144,062
Accumulated amortization	(99,367)	(4,529)	(9,662)	(113,558)	(72,305)	(2,873)	(7,059)	(82,237)
Net balances on December 31	**47,841**	**625**	**-**	**48,466**	**60,581**	**1,244**	**-**	**61,825**
Balances on December 31								
Balances with third parties	33,488	625	-	34,113	51,895	1,244	-	53,139
Balance with related parties (ii)	14,353	-	-	14,353	8,686	-	-	8,686
Net balances on December 31	**47,841**	**625**	**-**	**48,466**	**60,581**	**1,244**	**-**	**61,825**

(i) In accordance with CVM Instruction Circular Letter 2/2019, the equity balances presented in the amortization of the right of use are gross of taxes (PIS and COFINS), of which BRL 28,702 in the Parent Company and BRL 33,566 in the Consolidated (BRL 27,126 in the Parent Company and BRL 31,718 in the Consolidated on December 31, 2021), while the amounts recorded in the statement of income are BRL 26,432 in the Parent Company and BRL 30,970 in the Consolidated (BRL 24,808 in the Parent Company and BRL 28,850 in the Consolidated on December 31, 2021).

(ii) Includes BRL 13,102 (BRL 6,237 on December 31, 2021), 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:

(In thousands of Reais, unless otherwise stated)

	Parent company							
	2022				2021			
	Properties	Vehicles	Machines and equipment	Total	Properties	Vehicles	Machines and equipment	Total
Balance on January 1st	**58,795**	**1,233**	**12**	**60,040**	**61,556**	**894**	**255**	**62,705**
Additions	27,866	127	-	27,993	24,853	1,398	4	26,255
Write-offs	-	-	-	-	(466)	-	-	(466)
Appropriated interest (i)	5,562	64	(12)	5,614	4,768	56	6	4,830
Principal payment	(29,637)	(704)	-	(30,341)	(26,669)	(1,063)	(247)	(27,979)
Interest payment	(5,536)	(101)	-	(5,637)	(5,246)	(53)	(6)	(5,305)
Balance on December 31	**57,050**	**619**	**-**	**57,669**	**58,796**	**1,232**	**12**	**60,040**
Current	26,376	619	-	26,995	27,319	651	11	27,981
Non-current	30,674	-	-	30,674	31,477	582	-	32,059
	57,050	**619**	**-**	**57,669**	**58,796**	**1,233**	**11**	**60,040**
Balance with third parties	28,466	619	-	29,085	43,011	1,233	11	44,255
Balance with related parties (ii)	28,584	-	-	28,584	15,785	-	-	15,785
	57,050	**619**	**-**	**57,669**	**58,796**	**1,233**	**11**	**60,040**

	Consolidated							
	2022				2021			
	Properties	Vehicles	Machines and equipment	Total	Properties	Vehicles	Machines and equipment	Total
Balance on January 1st	**68,012**	**1,324**	**391**	**69,727**	**58,960**	**917**	**664**	**60,541**
Additions	17,465	138	2,604	20,207	38,775	1,519	2,221	42,515
Write-offs	-	-	-	-	(483)	-	(7)	(490)
Appropriate interest (i)	5,485	71	181	5,737	5,210	59	71	5,340
principal payment	(31,243)	(774)	(3,068)	(35,085)	(28,938)	(1,115)	(2,496)	(32,549)
Interest payment	(6,806)	(109)	(108)	(7,023)	(5,512)	(55)	(63)	(5,630)
Balance on December 31	**52,913**	**650**	**-**	**53,563**	**68,012**	**1,325**	**390**	**69,727**
Current	32,406	644	-	33,050	29,754	701	390	30,845
Non-current	20,507	6	-	20,513	38,258	624	-	38,882
	52,913	**650**	**-**	**53,563**	**68,012**	**1,324**	**390**	**69,727**
Balance with third parties	34,839	650	-	35,489	58,725	1,325	390	60,440
Balance with related parties (ii)	18,074	-	-	18,074	9,287	-	-	9,287
	52,913	**650**	**-**	**53,563**	**68,012**	**1,325**	**390**	**69,727**

(In thousands of Reais, unless otherwise stated)

Pursuant to CVM Instruction Circular Letter 2/2019, the equity balances presented in appropriate interests are gross of taxes (PIS and COFINS), of which BRL 5,614 in the Parent Company and BRL 5,737 in the Consolidated (BRL 4,830 in the Parent Company and BRL 5,340 in the Consolidated on December 31, 2021), while the amounts recorded in the statement of income are BRL 4,665 in the Parent Company and BRL 5,252 in the Consolidated (BRL 4,568 in the Parent Company and BRL 5,021 in the Consolidated on December 31, 2021).

(i) Includes BRL 13,464 (BRL 6,983 on December 31, 2021), 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	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
From 1 to 12 meses	26,995	27,981	33,050	30,845
From 13 to 24 months	11,360	23,960	10,007	29,383
From 25 to 36 months	6,975	7,576	5,116	8,544
Over 37 months	12,339	523	5,390	955
	57,669	**60,040**	**53,563**	**69,727**
Current	26,995	27,981	33,050	30,845
Non-current	30,674	32,059	20,513	38,882
	57,669	**60,040**	**53,563**	**69,727**
Balance with third parties	29,085	44,255	35,489	60,440
Balance with related parties (i)	28,584	15,785	18,074	9,287
	57,669	**60,040**	**53,563**	**69,727**

(i) Includes BRL 13,465 (BRL 6,983 on December 31, 2021), 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:

	as of December 31, 2022		as of December 31, 2021	
	Nominal	Present value	Nominal	Present value
Lease consideration	86,614	71,584	88,728	78,581
Potential PIS and COFINS (9.25%) (i)	7,871	5,940	7,454	7,254

(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.

(In thousands of Reais, unless otherwise stated)

14 Taxes payable

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Contribution to the financing of social security (COFINS)	3,496	2,335	4,583	3,185
Third-party withheld income tax (IRRF)	46	59	57	68
Urban land and property tax (IPTU)	392	-	392	6
Tax on the Circulation of Goods and Services (ICMS)	12,112	9,898	13,384	10,491
Tax on financial operations (IOF)	-	-	-	-
Service tax (ISS)	801	948	1,314	1,490
Social Integration Program (PIS)	754	505	975	689
Other taxes payable	297	225	338	254
	17,898	**13,970**	**21,043**	**16,183**

15 Salaries and social charges

Accounting policy

(i) Short-term employee benefits

Short-term employee benefit obligations are recognized as personnel expenses as the corresponding service is provided. The liability is recognized for the expected payment amount if the Group has a current legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be reliably estimated. The Company and its Subsidiaries have a benefit plan for managers and employees, in the form of profit sharing and bonus plans.

The expectation is that profit sharing and bonus plans will be settled within twelve months and are presented at the amount expected to be settled.

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Vacation payable	10,933	9,252	12,561	11,232
National Institute of Social Security tax payable	2,631	2,134	3,002	2,609
Bonuses and profit sharing payable	7,970	7,967	8,444	8,425
Payable time-of-service guarantee fund	713	598	820	726
Others	1,297	1,222	1,534	1,464
	23,544	**21,173**	**26,361**	**24,456**

(ii) Post-employment benefits

The Company and its Subsidiaries do not maintain private pension plans or any retirement plan for their employees and directors.

Law No. 9,656/98 provides that dismissed and/or retired employees who contribute to the cost of the private health plan have the right to use the same conditions of assistance coverage granted by the Company and its Subsidiaries pursuant to legal provisions.

On December 31, 2022, the Company has a provision balance for actuarial liabilities in the amount of BRL 2,156 (BRL 2,726 on December 31, 2021).

The main assumptions and demographic data used in the preparation of actuarial calculations are summarized below:

(In thousands of Reais, unless otherwise stated)

	2022	2021
Discount rate	10.08% p.a.	9.41% p.a.
Medical Inflation (HCCTR)	7.12% pa	7.12% pa
Long-term inflation	4.0% pa	4.0% pa
Termination rate	26% per year	26% per year
General mortality table (adjusted by 10%)	AT-2000	AT-2000
Invalid mortality table	Álvaro Vindas	Álvaro Vindas
Disability entry table	Álvaro Vindas	Álvaro Vindas

The Company carried out the quantitative sensitivity analyses in relation to the significant assumptions for the following benefits on December 31, as shown below:

				2022
	Interest rate		Inflation	
	1.00%	(1.00%)	1.00%	(1.00%)
Actuarial Obligation	402	(518)	(529)	416

				2021
	Interest rate		Inflation	
	0.50%	(0.50%)	0.50%	(0.50%)
Actuarial Obligation	(443)	1,014	(1,034)	1,068

The Company recognizes actuarial losses arising from actuarial assumptions directly in shareholders' equity, as an asset valuation adjustment, net of deferred income tax only at the end of the year, when the actuarial calculation is made by an independent consultant.

16 Court deposits and provision for lawsuits

Accounting policy

Provisions are recognized when the Company and its Subsidiaries have a present obligation a result of a past event, it is likely that economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be carried out. The assessment of the probability of loss includes the assessment of available evidence, the hierarchy of laws, existing case law, the most recent decisions in the courts and their relevance in the legal system, as well as the assessment of external lawyers. Provisions are reviewed and adjusted to take into account changes in circumstances, such as applicable statute of limitations, conclusions of tax inspections or additional exposures identified based on new issues or court decisions. The same system applies to legal fees on administrative or judicial discussions on said obligations, that is, when the Company's success in a certain dispute is likely, the amounts to be paid as legal fees are subject to a provision. The expense relating to any provision is shown in the income statement, net of any reimbursement.

When the Company and its Subsidiaries expect the amount of a provision to be reimbursed, in whole or in part, for instance, under an insurance contract, the reimbursement is recognized as a separate amount, but only when the reimbursement is virtually certain. Judicial deposits are classified in non-current assets and are not offset against said provisions.

The Company is a party to labor, civil, tax and other lawsuits in progress that totaled, on December 31, 2022, BRL 735,560 (BRL 694,014 on December 31, 2021) in the Parent Company and BRL 751,087 (BRL 708,532 on December 31, 2021) in the Consolidated, and is discussing these issues, 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:

(In thousands of Reais, unless otherwise stated)

	Parent company		Consolidated	
Risk	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Probable	24,627	27,802	28,382	30,830
Possible	81,541	64,780	88,015	71,761
Remote	629,392	601,432	634,690	605,941
	735,560	**694,014**	**751,087**	**708,532**

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	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Labor and social security	14,213	11,155	(13,160)	(14,546)
Tax	1,608	1,608	-	-
Civil (i) (ii)	93	2,667	(11,467)	(13,256)
	15,914	**15,430**	**(24,627)**	**(27,802)**

	Consolidated			
	Court deposits		Provisions for lawsuits	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Labor and social security	16,879	13,688	(15,728)	(16,508)
Tax	1,608	1,608	(122)	(1)
Civil (i) (ii)	294	2,876	(12,532)	(14,321)
	18,781	**18,172**	**(28,382)**	**(30,830)**

(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 BRL 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 December 31, 2022, the balance of existing provisions, referring to the Company's knowledge contingencies, totals BRL 10,987 (BRL 13,049 on December 31, 2021).

(ii) In September 2022, the Company was successful in the lawsuit against a service provider in the “Benefits” area, thus the amount of the judicial deposit related to this civil contingency was deducted. Additionally, the recognized amount of the obligation under that same heading in Note 18 item (i).

(In thousands of Reais, unless otherwise stated)

These were the changes for the year:

	Parent company					
	2022			2021		
	Labor and social security	Civil	Total	Labor and social security	Civil	Total
Balance on January 1st	**14,546**	**13,256**	**27,802**	**11,533**	**18,618**	**30,151**
Establishment	984	5,422	6,406	759	2,938	3,697
Establishment of INSS FAP	666	-	666	4,000	-	4,000
Lawsuits payable	-	(578)	(578)	-	-	-
Write-off of court deposits	(837)	-	(837)	(504)	-	(504)
Payment	(2,199)	(7,127)	(9,326)	(1,242)	(8,300)	(9,542)
Others	-	494	494	-	-	-
Balance on December 31	**13,160**	**11,467**	**24,627**	**14,546**	**13,256**	**27,802**

	Consolidated							
	2022				2021			
	Labor and social security	Tax	Civil	Total	Labor and social security	Tax	Civil	Total
Balance on January 1st	**16,508**	**1**	**14,321**	**30,830**	**14,353**	**1**	**19,524**	**33,878**
Establishment	1,366	9	5,437	6,812	1,139	241	3,101	4,481
Establishment of INSS FAP	1,433	-	-	1,433	4,000	-	-	4,000
Lawsuits payable	(105)	-	(578)	(683)	-	-	(13)	(13)
Write-off of court deposits	(1,380)	-	-	(1,380)	(905)	-	-	(905)
Payment	(2,430)	-	(7,141)	(9,571)	(2,078)	(240)	(8,293)	(10,611)
Others (i)	335	(5)	494	824	-	-	-	-
Balance on December 31	**15,727**	**5**	**12,533**	**28,265**	**16,509**	**2**	**14,319**	**30,830**

(i) In September 2022, the amount of BRL 453 was added to the consolidated due to the acquisition of a stake in Catlog, as described in Note 9 item (i)

(In thousands of Reais, unless otherwise stated)

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	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Labor and social security	21,906	21,861	25,277	23,380
Tax	49,916	30,877	52,778	36,165
Civil	9,719	12,042	9,960	12,216
	81,541	**64,780**	**88,015**	**71,761**

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 part 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. As of December 31, 2022, the restated amount of this portion of the claim is BRL 7,571 (BRL 9,068 as of December 31, 2021). In September 2022, the Company carried out a review of the updated calculation of the amounts discussed, which is why there was a partial decrease in the amounts disclosed. 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	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Labor and social security	15,618	17,359	16,194	18,486
Tax	610,886	578,169	615,158	581,127
Civil	2,888	5,904	3,338	6,328
	629,392	**601,432**	**634,690**	**605,941**

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 BRL 553,637 on December 31, 2022 (BRL 545,498 on December 31, 2021), 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 BRL 566,066 as of December 31, 2022 (BRL 536,430 as of December 31, 2021) 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. In September 2022, the Company carried out a review of the updated calculation of the amounts discussed, which is why there was a partial decrease in the amounts disclosed. Currently, the Company awaits the judgment of these appeals by the second administrative level court of the Municipality of Mauá.

- In December 2017, the Company identified, with the support of independent experts, tax opportunities related to PIS and COFINS credits on expenses incurred in subcontracting freight companies and 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 BRL 43,769 and in the Consolidated BRL 46,976 on December 31, 2022 (BRL 40,438 in the Parent Company and BRL 43,397 in the Consolidated, on December 31, 2021).

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 no evolution in the process, only an extension of the term of the Inquiry.

d. Partial Approval of Compensations made with PIS and COFINS tax credits

In February 2023, before the completion of these financial statements, 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 guaranteed the right to exclude ICMS from their respective calculation bases. Of the BRL 103,406 of credits used in offsetting tax debts, recognized in 2019 and 2020, BRL 17,182, net of fine and interest, were not approved. The Company presented a timely defense against this decision. The Company's legal advisors classify the chances of loss as possible.

The amounts are already included in the amounts for possible causes in 2022, as they are credits already used to offset tax debts in previous years.

17 Income tax and social contribution

Accounting policy

Current income tax and social contribution

Current income tax and social contribution assets or liabilities are measured at the estimated amount to be offset or paid to the tax authorities. The tax rates and laws adopted for the calculation of the tax are those in effect on the balance sheet dates. The offset of tax losses and negative basis of social contribution is limited to 30% of the taxable income for the year.

Deferred income tax and social contribution

Deferred income tax and social contribution are calculated on the income tax loss carryforwards, the negative basis of social contribution and the corresponding temporary differences between the tax bases on assets and liabilities and the carrying amounts of the financial statements. The rates of these taxes, currently defined for the determination of deferred taxes, are 25% for income tax and 9% for social contribution.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available to be used to offset temporary differences, based on projections of future results prepared and based on internal assumptions and future economic scenarios that may, therefore, undergo changes. Deferred income tax assets are recognized for tax losses in proportion to the probability of realization of the respective tax benefit through future taxable income.

The carrying amount of deferred income tax and social contribution assets is reviewed at each balance sheet date and reduced, when applicable, by a provision, to the extent that it is no longer probable that there will be sufficient future taxable income to allow for their realization.

The income tax and social contribution expense comprises current and deferred income and social contribution taxes. Current tax and deferred tax are recognized in profit or loss unless they are related to the business combination or items recognized directly in equity or other comprehensive income.

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

(In thousands of Reais, unless otherwise stated)

	Parent company				Consolidated			
	December 31, 2022		December 31, 2021		December 31, 2022		December 31, 2021	
	Active	Liabilities	Active	Liabilities	Active	Liabilities	Active	Liabilities
Corporate income tax (IRPJ)	11,165	(6,293)	9,751	(5,024)	11,693	(7,969)	10,633	(6,586)
Social contribution on net income (CSLL)	3,664	(2,659)	3,420	(2,123)	3,490	(3,432)	3,442	(2,738)
	14,829	**(8,952)**	**13,171**	**(7,147)**	**15,183**	**(11,401)**	**14,075**	**(9,324)**
Current	987	(8,952)	252	(7,147)	2,263	(11,401)	1,157	(9,324)
Non-current (i)	13,842	-	12,919	-	13,842	-	12,919	-
	14,829	**(8,952)**	**13,171**	**(7,147)**	**16,105**	**(11,401)**	**14,076**	**(9,324)**

(i) In September of this 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, as mentioned in note no. 7 item (i). Based on the outcome of the judgment, the Parent company recognized in its balance sheet as of September 30, 2021 the amount of BRL 12,919; in December 31, 2022, the balance is BRL 13,842.

(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 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Profit before income tax and social contribution	188,236	111,414	207,895	124,386
Combined nominal rate on income tax and social contribution	34%	34%	34%	34%
Income tax and social contribution at the nominal rate	**(64,000)**	**(37,881)**	**(70,684)**	**(42,291)**
Permanent differences				
Equity income	19,187	13,825	3,595	3,143
Tax incentives	7,242	5,296	8,019	5,828
Interest on equity	6,231	4,404	6,231	4,404
Others (i)	2,400	11,035	4,608	12,315
	35,060	**34,560**	**22,453**	**25,690**
Income tax and social contribution on income	**(28,940)**	**(3,321)**	**(48,231)**	**(16,601)**
Current income tax and social contribution	(29,171)	3,163	(42,882)	(5,456)
Deferred income tax and social contribution	231	(6,484)	(5,349)	(11,145)
	(28,940)	**(3,321)**	**(48,231)**	**(16,601)**
Effective rate	**15.4%**	**3.0%**	**23.2%**	**13.3%**

(i) Includes in 2021, R$ 12,919 due to a decision by the Federal Supreme Court (STF) that resolved on the non-incidence of current income tax and social contribution on the monetary restatement of recognized credits related to extemporaneous credits from the exclusion of ICMS from the PIS and COFINS taxes calculation basis.

(In thousands of Reais, unless otherwise stated)

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

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Tax loss				
Income tax with tax losses	-	-	4,751	7,620
Negative base of social contribution on net income	-	-	2,189	2,856
	-	**-**	**6,940**	**10,476**
Temporary asset differences				
Provisions for profit sharing and bonuses	2,710	2,709	2,860	2,854
Allowance for doubtful accounts (PCLD)	271	284	336	301
Provisions for lawsuits	8,373	9,453	9,494	10,483
Provisions for freight payable	544	318	1,044	511
Provision of tolls payable	111	652	185	724
Cut-off provision	7,166	1,136	8,343	1,136
Actuarial liability	262	990	262	990
Other (i)	3,154	6,339	3,519	7,899
	22,591	**21,881**	**26,043**	**24,898**
Temporary liability differences				
Amortization of tax goodwill (ii)	(20,459)	(20,459)	(20,459)	(20,459)
Depreciation rate difference (iii)	(6,130)	(5,788)	(8,807)	(7,960)
Others	(1,406)	(1,206)	(6,938)	(3,268)
	(27,995)	**(27,453)**	**(36,204)**	**(31,687)**
	(5,404)	**(5,572)**	**(3,221)**	**3,687**

(i) In September 2022, the amount of BRL 1,495 was added to the consolidated due to the acquisition of a stake in Catlog, as described in Note 9 item (i).

(ii) This refers to deferred income tax and social contribution calculated on the acquisition of subsidiaries, already fully amortized.

(iii) 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			
	as of December 31, 2022			
	Active	Liabilities	Net assets	Net liabilities
Tegma Gestão Logística S.A.	22,591	(27,995)	-	(5,404)
Tegma Logistica 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	-
	32,983	**(32,733)**	**5,654**	**(5,404)**

(In thousands of Reais, unless otherwise stated)

	Consolidated			
	as of December 31, 2021			
	Active	Liabilities	Net assets	Net liabilities
Tegma Gestão Logística S.A.	21,881	(27,453)	-	(5,572)
Tegma Logistica de Armazéns Ltda.	5,221	(3)	5,218	-
Tegmax Comércio e Serviços Automotivos Ltda.	59	-	59	-
Tegma Logística de Veículos Ltda	470	(6)	464	-
Tegma Cargas Especiais Ltda.	7,742	(4,225)	3,517	-
Fastline Logística Automotiva Ltda.	1	-	1	-
	35,374	**(31,687)**	**9,259**	**(5,572)**

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

	Parent company		Consolidated	
	2022	2021	2022	2021
Balances on January 1st	**(5,572)**	**755**	**3,687**	**14,675**
Constitution – result effect	231	(5,621)	(5,349)	(8,847)
Deferred taxes on actuarial liabilities	(63)		(63)	
Others (i)	-	-	(1,496)	-
Balances on December 31	**(5,404)**	**(4,866)**	**(3,221)**	**5,828**

(i) In September 2022, the amount of BRL 1,495 was added to the consolidated due to the acquisition of a stake in Catlog, as described in Note 9 item (i).

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

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
From 1 to 12 months	4,518	4,377	10,544	13,839
From 12 to 24 months	4,518	4,376	6,345	6,422
From 25 to 36 months	4,518	4,376	5,483	5,137
From 37 to 48 months	4,518	4,376	5,219	4,988
Over 48 months	4,519	4,376	5,392	4,988
	22,591	**21,881**	**32,983**	**35,374**

(In thousands of Reais, unless otherwise stated)

18 Other accounts payable

	Parent company		Consolidated	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Movement of vehicles and cargo	1,249	1,157	2,180	1,645
Toll	2,241	1,923	2,485	2,165
Rent	2,395	806	3,137	573
Insurance	8,841	6,062	9,681	6,611
Data and voice communication	186	594	198	615
Benefits (i)	4,954	5,480	5,469	6,385
Consulting services	2,052	1,981	4,295	2,713
Miscellaneous maintenance	1,747	1,266	2,114	1,595
Fuel	2	496	7	515
Taxes and fees	3	7	26	31
Surveillance	1,780	2,489	1,968	2,643
Other (ii)	2,860	1,295	7,566	1,566
	28,310	**23,556**	**39,126**	**27,057**
Current	28,310	23,556	39,126	27,057
	28,310	**23,556**	**39,126**	**27,057**

(i) (i) In September 2022, the Company was successful in the lawsuit against a service provider in the "Benefits" area, thus the amount of the judicial deposit related to this civil contingency was deducted, as per explanatory note no. 16 item (i).

(ii) This includes in 2022 the amount of BRL 2,883 referring to the provision for payment to a subsidiary's former controlling company, as mentioned in explanatory note no. 23 item (iv).

19 Net equity

Accounting policy

Common shares are classified under shareholders' equity. Incremental costs directly attributable to the issuance of new shares or options are shown in shareholders' equity in a capital reduction account, net of taxes.

The distribution of dividends and interest on capital referring to the mandatory minimum amount, according to the Company's Bylaws, is recognized as a liability in the financial statements at the end of the year. Any amount above the mandatory minimum is only recognized in liabilities on the date it is approved by the shareholders at the General Meeting, being highlighted in a specific account under the shareholders' equity heading called "Proposed additional dividend". The tax benefit of interest on shareholders' equity is recognized in the income statement. When decided upon by the Board of Directors, interest on equity is calculated in dividends for the period.

a. Capital stock

The Company's fully paid-up capital is BRL 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%**

(In thousands of Reais, unless otherwise stated)

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 BRL 21,298 in 2022 (BRL 15,485 in 2021). 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 December 31, 2022 and December 31, 2021, the balance of treasury shares corresponds to 65,143 common shares, in the amount of BRL 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 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 years 2022 and 2021 is shown as follows:

	2022	2021
Net income attributable to Controlling shareholders	159,296	108,093
Legal reserve	(7,965)	(5,405)
Reserve of tax incentives	(21,298)	(15,485)
Calculation basis	**130,033**	**87,203**
Mandatory minimum dividend (25%)	**32,508**	**21,801**
Interim dividends paid	38,883	29,456
Interim interest on equity paid	12,740	9,819
Additional dividends proposed	29,672	16,754
Additional interest on equity proposed	9,891	5,585
	91,187	**61,614**
Percentage on the calculation base	**70%**	**71%**

At the Annual Shareholders' Meeting held on April 13, 2021, the Management proposal for the allocation of net income for the year ended December 31, 2020 was approved, which resulted in the distribution of additional dividends and interest on equity of BRL 12,541, to the Company's shareholders, of which BRL 9,406 in dividends and BRL 3,135 in interest on equity, both paid on April 27, 2021.

At a meeting of the Board of Directors held on August 4, 2021, there was an approval of the distribution of interim dividends in the amount of BRL 16,618 and interim interest on equity in the amount of BRL 5,539 for the year 2021, both paid on August 2021.

At a meeting of the Board of Directors held on November 4, 2021, there was an approval of the distribution of interim dividends in the amount of BRL 12,869 and interim interest on equity in the amount of BRL 4,280 for the year 2021, both paid on November 18 and 19, 2021.

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 BRL 22,339, to the Company's shareholders, of which BRL 16,754 in dividends and BRL 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 BRL 18,442 and interim interest on equity in the amount of BRL 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 BRL 20,441 and interim interest on equity in the amount of BRL 6,593 for the third quarter of the year 2022, both paid on November 18, 2021.

In a meeting held on March 9, 2023 the members of the Company's Board of Directors expressed themselves favorably on the proposed allocation of the results for the year ended on December 31, 2022, and recommended its approval to the Company's General Meeting.

e. Stock-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

Accounting policy

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.

(In thousands of Reais, unless otherwise stated)

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

	as of December 31, 2022			as of December 31, 2021		
	Automotive logistics	Integrated logistics	Total	Automotive logistics	Integrated logistics	Total
Active						
Current assets	489,031	63,686	552,717	441,173	66,006	507,179
Non-current assets	511,321	47,042	558,363	486,022	51,577	537,599
	1,000,352	**110,728**	**1,111,080**	**927,195**	**117,583**	**1,044,778**
Liabilities						
Current liabilities	219,542	20,823	240,365	203,068	16,662	219,730
Non-current liabilities	99,320	4,268	103,588	131,935	11,812	143,747
Net equity	681,490	85,637	767,127	592,192	89,109	681,301
	1,000,352	**110,728**	**1,111,080**	**927,195**	**117,583**	**1,044,778**

	Consolidated			Consolidated		
	From January to December 2022			From January to December 2021		
	Automotive logistics	Integrated logistics	Total	Automotive logistics	Integrated logistics	Total
Net revenue from services provided	1,213,438	157,071	1,370,509	867,559	139,784	1,007,343
Cost of services provided	(941,963)	(105,268)	(1,047,231)	(677,657)	(95,197)	(772,854)
Operational expenses	(78,388)	(1,186)	(79,574)	(72,374)	6,916	(65,458)
Depreciation and amortization expenses (i)	(9,048)	(13,077)	(22,125)	(12,304)	(9,711)	(22,015)
Amortization right of use (ii)	(26,399)	(4,571)	(30,970)	(20,608)	(8,242)	(28,850)
Equity income	(212)	10,785	10,573	2,705	6,538	9,243
Financial income	1,972	4,741	6,713	(7,406)	4,383	(3,023)
Income tax and social contribution	(33,134)	(15,097)	(48,231)	(4,697)	(11,904)	(16,601)
Net income for the period	**126,266**	**33,398**	**159,664**	**75,218**	**32,567**	**107,785**

(In thousands of Reais, unless otherwise stated)

(i) BRL 18,283 in 2022 (BRL 18,414 in 2021) refers to the depreciation portion attributed to the cost of services provided and BRL 3,842 in 2022 (BRL 3,601 in 2021) attributed to general administrative expenses, totaling BRL 22,125 in 2022 (BRL 22,015 in 2021), as per Note 22.

(ii) BRL 30,316 in 2022 (BRL 28,137 in 2021) refers to the amortization portion attributed to the cost of services provided and BRL 654 in 2022 (BRL 713 in 2021) attributed to general administrative expenses, totaling BRL 30,970 in 2022 (BRL 28,850 in 2021), as per Note 22.

Revenues from the 7 largest customers represented approximately 84% of total revenues in 2022 (75% in 2021).

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

Accounting policy

The Company and its Subsidiaries provide services focused on the areas of logistics management, transportation, and storage in various industries, such as: automotive, consumption, chemicals and appliances. Transport revenue is recognized over time, based on the estimated duration of the trip (in proportion to the evolution of trips). Storage revenue is recognized in the period services are provided. Prices for services are determined based on agreements or pursuant to contracts. The Company bases its estimates on historical results, taking into account the type of customer, the type of transaction and the specifics of each sale. Revenue is presented net of taxes, returns, rebates and discounts, and after the elimination of intercompany sales.

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

	Parent company		Consolidated	
	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021	From January 1, 2022 to December 2022	From January 1, 2021 to December 2021
Logistic services	1,404,806	1,038,276	1,687,357	1,251,437
Storage services	-	-	4,524	2,803
	1,404,806	**1,038,276**	**1,691,881**	**1,254,240**
Discounts, insurance and tolls	(76,820)	(66,507)	(82,712)	(72,163)
	1,327,986	**971,769**	**1,609,169**	**1,182,077**
Levied taxes	(199,626)	(146,521)	(238,660)	(174,734)
	1,128,360	**825,248**	**1,370,509**	**1,007,343**

(In thousands of Reais, unless otherwise stated)

22 Expenses by function and nature

The reconciliation of expenses by function is as follows:

	Parent company		Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Cost of services provided	(906,495)	(671,728)	(1,095,830)	(819,405)
General and Administrative Expenses	(80,718)	(75,599)	(82,464)	(76,483)
Business expenses	(515)	(503)	(1,815)	(1,266)
Loss due to impairment of accounts receivable	(215)	(874)	(407)	(1,139)
	(987,943)	**(748,704)**	**(1,180,516)**	**(898,293)**

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

	Parent company		Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Freight services – aggregated	(768,309)	(555,261)	(908,122)	(657,749)
Salaries	(69,467)	(60,972)	(83,507)	(73,020)
Social charges	(40,848)	(32,969)	(48,479)	(40,520)
Outsourced services (i) (ii)	(47,262)	(42,166)	(53,377)	(47,474)
Rent and leasing	(5,223)	(2,237)	(5,732)	(2,486)
Depreciation and amortization	(17,081)	(16,699)	(22,125)	(22,015)
Amortization right of use	(26,432)	(24,808)	(30,970)	(28,850)
Employee benefits	(20,140)	(17,815)	(25,228)	(22,874)
Variable costs	(6,148)	(5,075)	(14,385)	(9,123)
Other general expenses	(12,042)	(8,542)	(15,205)	(11,613)
Maintenance	(16,427)	(13,663)	(23,698)	(19,360)
Fuels and lubricants	(15,622)	(9,804)	(19,245)	(14,060)
Utilities	(3,150)	(3,040)	(3,501)	(3,411)
Communication	(2,358)	(2,365)	(2,539)	(2,630)
Other personnel expenses	(7,441)	(4,141)	(8,729)	(4,630)
Termination costs	(1,620)	(1,817)	(2,032)	(2,502)
Material	(3,383)	(2,024)	(3,616)	(2,220)
Travel expenses	(2,766)	(1,150)	(3,019)	(1,195)
Indemnity for loss	(459)	(1,647)	(459)	(1,646)
Contributions and donations	(725)	(314)	(740)	(321)
Loss due to impairment of accounts receivable	(215)	(874)	(407)	(1,139)
PIS/COFINS credit	79,175	58,679	94,599	70,545
	(987,943)	**(748,704)**	**(1,180,516)**	**(898,293)**

(i) Includes, in 2022, the amount of BRL 896 referring to attorney fees on the ICMS exclusion action in PIS and COFINS calculations, as mentioned in explanatory note No. 7 item (iii).

(ii) Includes in 2021 the amount of R$ 1,159, referring to expenses with third parties during the evaluation of the Business Combination proposal received in July 2021.

(In thousands of Reais, unless otherwise stated)

23 Other net operating revenues (expenses) net

	Parent company		Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Extemporaneous credits (i) (ii)	-	-	9,187	5,732
Expense recovery	1,319	559	1,333	562
inventory adjustments	(2)	-	(23)	(17)
(Loss) gain on sale of net property, plant and equipment	(50)	58	(184)	(414)
Right of use / lease write-off	-	-	-	3
Creation of provisions for lawsuits and indemnities paid (iii)	(6,406)	(3,936)	(6,812)	(4,481)
Gain on share purchase / on disposal of investment (iv) (v)	847	-	847	2,592
Other operating revenues (expenses) (vi) (vii)	(248)	5,962	(3,732)	5,139
	(4,540)	**2,643**	**616**	**9,116**

(i) In December 2022, the subsidiary Catlog Logística de Transportes S.A. recorded an additional credit arising from the difference between the methodology for excluding the "highlighted" and "effectively paid" ICMS, as per Note 7 item (iii)

(ii) In 2021, amount registered in the subsidiary Tegma Cargas Especiais Ltda., as per note 7 item (ii).

(iii) In September 2022, the Company made an additional provision for civil legal contingencies related to the former subsidiary Direct Express, in the amount of BRL 6,645, and this amount is included in the balance presented in note 16 item (i).

(iv) Gains in the purchase of the subsidiary Catlog Logística de Transporte SA, as per Note 9 item (ii).

(v) Includes in 2021, the gain of the sale of the subsidiary TegUp Inovação e Tecnologia Ltda.'s stake in Frete Rápido Desenvolvimento de Tecnologia Logística S.A. amounting for R$ 2,592.

(vi) Includes in 2022 the amount of BRL 2,883 referring to the provision for the payment of a subsidiary's former controlling company.

(vii) In 2021, includes BRL 6,527 referring to the reimbursement due to the changes in commercial contract conditions and also a receipt related to the right to manage the employees' payroll.

24 Financial result

	Parent company		Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Financial revenues				
Active interest (i) (ii)	3,390	857	9,474	4,927
INSS FAP inflation adjustment	626	3,546	1,393	3,546
Income from financial investment	10,610	7,646	17,632	9,782
Others	201	4	204	5
	14,827	**12,053**	**28,703**	**18,260**
Financial expenses				
Interest on bank financing	(11,580)	(10,267)	(11,580)	(10,267)
Bank expenses	(1,529)	(1,379)	(1,601)	(1,423)
Exchange losses	(591)	(38)	(591)	(36)
Lease interest	(4,665)	(4,568)	(5,252)	(5,021)
INSS FAP monetary update	(626)	(3,546)	(1,393)	(3,546)
Liability interests	833	(253)	723	(280)
Other financial expenses	(741)	(437)	(2,296)	(710)
	(18,899)	**(20,488)**	**(21,990)**	**(21,283)**
	(4,072)	**(8,435)**	**6,713**	**(3,023)**

(In thousands of Reais, unless otherwise stated)

(i) Includes the amount of BRL 6,174 referring to the monetary restatement on the additional credit recorded in the subsidiary Catlog Logística de Transporte S.A., as per Note 7 item (iii)

(ii) In 2021, includes the amount of R$ 3,246 arising from the monetary restatement of the principal of the credit stemming from the exclusion of the ICMS tax from the PIS and COFINS taxes calculation basis, as mentioned in Note 7, item (ii).

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 1, 2020 to December 2022	January 1, 2021 to December 2021
Income attributable to Controlling shareholders	159,296	108,093
Weighted average number of common shares outstanding	65,937,772	65,937,772
Basic earnings per share in Reais	**2.42**	**1.64**

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 2022 and 2021, the Company does not have any dilution factor in relation to the base. Accordingly, the diluted earnings per share on December 31, 2022 and 2021 are equal to the basic earnings per share, of BRL 2.42 and BRL 1.64, 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

	Parent company		Consolidated	
Active	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Current Assets				
Related parties:				
Grupo Itavema (i)	-	-	3	-
Coimex Empreendimentos e Participações Ltda.	-	-	34	34
GDL Logística Integrada S.A. (iii)	-	-	-	59
Tegma Cargas Especiais Ltda.	50	1,815	-	-
Tegma Logística de Armazéns Ltda.	35	37	-	-
Tegma Logística de Veículos Ltda	69	200	-	-
Tegmax Comércio e Serviços Automotivos Ltda	-	20	-	-
Tegup Inovação e Tecnologia Ltda.	-	101	-	-
Catlog Logística de Transporte S.A.	1	1	-	1
Rabbot Serviços de Tecnologia S.A.	69	-	69	
Fastline Logística Automotiva Ltda.	725	252	-	-
Others	-	-	75	-
	949	**2,426**	**181**	**94**
Dividends receivable				
Tegma Cargas Especiais Ltda.	-	1	-	-
Tegma Logística de Veículos Ltda	-	662	-	-
	-	**663**	**-**	**-**

(In thousands of Reais, unless otherwise stated)

Total current assets	**949**	**3,089**	**181**	**94**
Non-current assets				
Long-term receivables				
Related parties:				
GDL Logística Integrada S.A. (iii)	1,115	1,115	1,115	1,115
Marketable securities				
Rabbot Serviços de Tecnologia Ltda. (iv)	-	-	-	3,636
Total long-term assets	**1,115**	**1,115**	**1,115**	**4,751**
Right of use				
GDL Logística Integrada S.A. (iii)	603	74	603	74
Niyati Empreendimentos e Participações Ltda	13,102	6,237	-	-
Pactus Empreendimentos e Participações Ltda. (ii)	13,750	8,612	13,750	8,612
	27,455	**14,923**	**14,353**	**8,686**
Total non-current assets	**28,570**	**16,038**	**15,468**	**13,437**
Total assets	**29,519**	**19,127**	**15,649**	**13,531**

	Parent company		Consolidated	
Liabilities	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Current liabilities				
Lease				
Niyati Empreendimentos e Participações Ltda	2,246	4,995	-	-
GDL Logística Integrada S.A. (v)	564	166	564	166
Pactus Empreendimentos e Participações Ltda. (ii)	2,860	4,307	2,860	4,307
	5,670	**9,468**	**3,424**	**4,473**
Related parties:				
Itavema Group (i)	7	5	6	5
Tegma Logística de Armazéns Ltda	154	279	-	-
GDL Logística Integrada S.A.	173	71	180	89
Tegma Logística de Veículos Ltda	100	3	-	-
Niyati Empreendimentos e Participações Ltda	529	-	-	-
Pactus Empreendimentos e Participações Ltda.	404	-	404	-
Tegma Cargas Especiais Ltda.	-	4	-	-
Rabbot Serviços de Tecnologia S.A.	179	47	216	47
Fastline Logística Automotiva Ltda.	-	3	-	-
	1,546	**412**	**806**	**141**
Total current liabilities	**7,216**	**9,880**	**4,230**	**4,614**
Non-current liabilities				
Lease				
Niyati Empreendimentos e Participações Ltda	11,218	1,988	-	-
GDL Logística Integrada S.A. (v)	51	-	51	-
Pactus Empreendimentos e Participações Ltda. (ii)	11,644	5,043	11,644	5,043
	22,913	**7,031**	**11,695**	**5,043**
Related parties:				
GDL Logística Integrada S.A. (iii)	504	532	524	551
Total non-current liabilities	**23,417**	**7,563**	**12,219**	**5,594**
Total liabilities	**30,633**	**17,443**	**16,449**	**10,208**

(In thousands of Reais, unless otherwise stated)

Income statement for the year

	Parent company		Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Revenue from services rendered				
Itavema Group (i)	8	209	8	217
Fastline Logística Automotiva Ltda.	2,253	620	-	17
	2,261	**829**	**8**	**234**
General and Administrative Expenses				
Niyati Empreendimentos e Participações Ltda	(5,637)	(5,038)	-	-
GDL Logística Integrada S.A . (iii) (v)	(593)	(1,178)	(593)	(1,196)
Tegma Cargas Especiais Ltda.	(5)	(4)	-	
Tegma Logística de Armazéns Ltda	(684)	(594)	-	-
TegUp Inovação e Tecnologia Ltda.	-	(3)	-	-
Tegma Logistica de Veículos Ltda.	(1,052)	-	-	-
Fastline Logística Automotiva Ltda.	(8)	(26)	-	-
Pactus Empreendimentos e Participações Ltda. (ii)	(4,817)	(4,057)	(4,817)	(4,057)
Frete Rápido Desenvolvimento de Tecnologia Logística S.A.	-	(10)	-	(39)
Rabbot Serviços de Tecnologia S.A.	(562)	(559)	(585)	(559)
Fundação Otacilio Coser (vi)	(113)	(98)	(183)	(116)
	(13,471)	**(11,567)**	**(6,178)**	**(5,967)**
Other operating revenues				
Itavema Group (i)	1	25	1	25
GDL Logística Integrada S.A. (iii) (v)	263	91	291	211
Tegma Cargas Especiais Ltda.	2,087	236	-	-
Tegma Logística de Armazéns Ltda.	901	179	-	-
Fastline Logística Automotiva Ltda.	841	89	-	-
Tegma Logistica de Veículos Ltda.	328	-	-	-
Tegmax Com. Serv. Automotivos Ltda	2	-	-	-
Catlog Logística de Transporte S.A.	14	-	-	-
	4,437	**620**	**292**	**236**
Financial income				
Tegma Logistica de Veículos Ltda. (vii)	1,367	-	-	-
	(5,406)	**(10,118)**	**(5,878)**	**(5,497)**

(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. A part of the amounts negotiated in the formation of the joint venture was received in May 2019;

(iv) On August 1, 2019, an investment was approved, through the subscription of debentures convertible into shares, in the company Rabbot, a technology company at an early stage of operation that develops a solution for mobility automation, organization and optimization of fleet management processes. The authorized investment already made was BRL 3,200 (BRL 3,636 on December 31, 2021), through the direct subsidiary TegUp. On May 2, 2022, the debentures of Rabbot Serviços de Tecnologia S.A. were converted into shares, as described in note 9.

(v) The Parent Company maintains with GDL Logística Integrada S.A., a company under common control of the Company, a lease agreement for commercial properties located in Cariacica-ES, thus this agreement falls under the new CPC 06 (R2)

(In thousands of Reais, unless otherwise stated)

Commercial Leasing Operations; and,

(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 Escolaí 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.

(vii) 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 BRL 28,974 and BRL 1,053 respectively . Both contracts were settled by June 30, 2022.

b. Remuneration of key management personnel

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

	Parent Company and Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Salaries and charges	(7,120)	(5,030)
Board fees (Directors)	(3,599)	(3,198)
Profit sharing	(3,284)	(2,864)
	(14,003)	**(11,092)**

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 BRL 1,700 for general cargo and for vehicles according to the transported model, effective from June 30, 2022 to July 31, 2023;
- Storage of goods, this coverage, varying depending on the location and type of goods, was stipulated equivalent to BRL 170,000, effective from June 6, 2022 to June 6, 2023;
- Civil liability against third parties material, bodily, moral and personal damage damages and personal accidents - coverage up to BRL 1,000, and in the case of a third party fleet, the coverage is the same, effective from June 30, 2022 to June 30, 2023;
- 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 BRL 54,100 effective from August 19, 2022 to August 19, 2023;
- Civil liability of managers - coverage of BRL 80,000 effective from December 29, 2022 to December 29, 2023;
- Environmental Risk Liability Insurance – Coverage BRL 5,000 effective from September 30, 2022 to September 30, 2023; and,
- Data Protection and Cyber Liability Insurance (Cyber Edge) - Coverage BRL 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.

(In thousands of Reais, unless otherwise stated)

What follows is the additional information:

	Parent company		Consolidated	
	January 1, 2020 to December 2022	January 1, 2021 to December 2021	January 1, 2020 to December 2022	January 1, 2021 to December 2021
Unpaid property acquisitions	13,851	1,403	14,123	1,515
Property, plant and equipment acquisitions from prior periods paid in the current period	-	1,425	52	1,668
Revenue from the sale of fixed assets not received	344	-	344	-
Unpaid intangible asset acquisitions	731	632	826	633
Purchases of intangible assets from prior periods paid in the current period	-	126	-	126
Compensation of current income tax and social contribution	10,592	10,098	22,950	10,092
New lease agreements	7,376	24,410	9,933	40,575
INSS FAP monetary update	626	-	1,393	-
Dividends not received	-	11,781	-	

29 Subsequent event

Corporate organization

In order 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 subsidiary Catlog Logística de Transportes S.A.

Supreme Court Decision upon “res judicata” on tax matters

Matter 881 – Certiorari Petition No.49.297

Limits of res judicata on tax matters, notedly before trial, on concentrated control by the Supreme Federal Court, which declares the constitutionality of tax previously regarded as unconstitutional, in the way of incidental control, by res judicata decision.

Matter 885 – Certiorari Petition No. 955.227

Effects of the Supreme Court decisions in judicial review upon res judicata formed on the tax relations of continued treatment.

The ministries who took part on these trials concluded that legal decisions definitive taken in favor of the taxpayers must be voided if, afterwards, the Supreme Court comes to a different understanding upon the matter. That is, if a company got a definitive authorization from Justice to be exempt from some tax years ago, it will expire automatically if, and when, the Supreme Court believes the payment of which to be due.

The Management evaluated with its internal legal advisors that it shall not have impacts following this decision on the account of not having res judicata action in tax matters, which any contrary posterior analyses from the Supreme Court. All the main theses in which the Company has a vested right by res judicata are linked to the Supreme Court decisions in control of general repercussion.

Before the aforementioned facts, the Supreme Court decision does not result, in accordance with the Brazilian Code of Civil Procedure (CPC) 25/IAS37 Provisions, Contingent Liabilities and Contingent Assets and the Brazilian Code of Civil Procedure (CPC) 24/IAS10 Subsequent Events, in significant impacts on its financial statements as of December 31, 2022.

TEGMA

Gestão Logística