

Interim Financial Information

(unaudited)

Sequoia Logística e Transportes S.A.

June 30, 2022

with Report on Review of Interim Financial Information

Sequoia Logística e Transportes S.A.

Interim financial information

June 30, 2022

Contents

Management report

Report on review of interim financial information.....1

Interim financial information

Balance sheet.....3

Statements of profit or loss.....5

Statements of comprehensive income (loss).....6

Statements of changes in equity.....7

Statements of cash flows.....8

Statement of value added.....9

Notes to the interim financial information.....10



sequoia

RELEASE 2Q22

Earnings Conference

August 12th, 2022
(Friday)
9h BRT

Portuguese

Tel: +55 11 4090-1621

+55 11 3181-8565

[Webcast Link](#)

English

(Simultaneous Translation)

Tel: +1 412 717-9627

+1 844 204-8942

+44 20 3795-9972

[Webcast Link](#)

B3:SEQL3

R\$ 7,32

Per share

(10/08/2022)

140.270.473

Total Shares

R\$ 1,0 Bi

Market Cap

ri@sequoialog.com.br

2Q22 EARNINGS RELEASE

São Paulo, August 11, 2022 – Sequoia Logística e Transportes S.A. (“Sequoia” or “Company”; B3: SEQL3), a leader in e-commerce and technology logistics operations, announces its results for the second quarter of 2022 (“2Q22”). All numbers are compared to the same period of the previous year, unless specified.

As of 2022, the Company will no longer adjust Gross Profit and EBITDA for the effects of IFRS 16. To better represent the business’ economic reality, Net Income will be presented excluding the amortization of intangibles generated in the acquisitions (“ Ex Intangibles”). The reconciliation of Net Profit is presented on page 12 and the impacts related to IFRS 16 in the EBITDA on page 11.

2Q22 HIGHLIGHTS

- **Number of Orders** accelerated, reaching 20.9 million, an increase of 89.7% growth. Strong B2C growth with 19.3 million orders, up by 101.9%.
- **Gross Revenue** of R\$ 594.9 million, a growth of 36.2% and 33.7% (organic growth).
- **B2C Gross Revenue** of R\$ 399.7 million, an increase of 55.5%.
- **EBITDA** reaches R\$ 75.8 million, up by 58.3%. EBITDA margin reaches 15.3% (+2.3 p.p.)
- **ROIC** reaches 43.8% (+11.3 p.p.).

*Thousand, unless otherwise indicated

Destques	2T22	2T21	Δ	6M22	6M21	Δ
B2C	19.3	9.6	101.9%	37.5	19.2	94.8%
B2B	1.6	1.4	8.5%	3.0	2.6	16.1%
Quantity of Orders	20.9	11.0	89.7%	40.5	21.8	85.5%
B2C	399.7	257.1	55.5%	760.5	487.0	56.2%
B2B	149.6	134.3	11.4%	279.0	248.6	12.2%
Logistics	45.6	45.3	0.7%	93.5	88.2	6.0%
Gross Revenue	594.9	436.7	36.2%	1,133.0	823.8	37.5%
Net Revenue	496.4	368.9	34.6%	945.6	695.3	36.0%
Gross Profit	90.2	62.3	44.8%	171.7	119.5	43.7%
Gross Margin	18.2%	16.9%	1.3 pp	18.2%	17.2%	1.0 pp
EBITDA	75.8	47.9	58.3%	114.2	68.8	66.0%
EBITDA Margin	15.3%	13.0%	2.3 pp	12.1%	9.9%	2.2 pp
Adjusted EBITDA¹	61.7	46.2	33.7%	108.4	76.8	41.1%
Adjusted EBITDA Margin	12.4%	12.5%	-0.1 pp	11.5%	11.0%	0.5 pp
Adjusted Net Profit²	7.8	17.6	-55.8%	(0.5)	13.9	nd
Adjusted Net Margin	1.6%	4.8%	-3.2 pp	-0.1%	2.0%	-2.1 pp
ROIC³	43.8%	32.5%	11.3 pp			

1 Excludes non-recurring expenses with: (i) mergers and acquisitions; and (ii) other income/expenses.

2 Excludes intangible amortization from acquisitions and non-recurring expenses.

3 Sum of Adjusted EBITDA LTM plus Depreciation LTM, multiplied by (1 - Income Tax Rate) divided by Residual Value + Working Capital (The Income Tax and Social Contribution Rate used to calculate the ROIC was 34%).

MESSAGE FROM THE MANAGEMENT

B2C reaches a historic mark with an increase of more than 2x in the number of Orders.

2Q22 maintained the strong growth trend observed in 1Q22 and 4Q21. The total number of Orders increased by 89.7% compared to the previous year, reaching 20.9 million Orders. Total Gross Revenue grew 36.2% (33.7% organic increase), reaching R\$ 594.9 million.

The B2C segment, driven mainly by the light items (up to 3 kg) and categories with lower GMV (Gross Merchandise Value), reached the incredible mark of 19.3 million Orders, doubling the number of Orders (+101.9%) carried out in the previous year, with a 100% organic result. In 2Q22, Gross Revenue from this segment was R\$ 399.7 million, advancing 55.5% organically, and accelerating the growth presented in 1Q22 (+51.6%). This robust increase reflects the Company's success in seeking new growth avenues combined with its flexible business model that seeks to innovate and adapt logistical solutions for different types of customers, despite the lower growth of the e-commerce market in the period.

With this result, we ended the first half of 2022 with an 85.5% higher number of Orders and a 37.5% growth (30.8% organic) in Gross Revenue. This performance keeps us confident to deliver a robust result in 2022, maintaining our positive outlook for the coming years, where we will continue to explore the important avenues of growth that we have built, through an integrated model between the B2C and B2B segments with innovative solutions that will generate great benefits for our customers, being these large shippers, e-commerce and small and medium sellers.

EBITDA expands 58.3% with strong evolution as a result of the higher volume and efficiency gains.

EBITDA increased by 58.3%, reaching R\$ 75.8 million with a margin of 15.3%, 2.3 p.p. higher than the 2Q21 margin. EBITDA in the quarter was impacted by a positive, non-recurring effect, of R\$ 14.1 million stemming from the complete sale of the minority interest held in Uello Tecnologia S.A., a logtech invested in 2018 and it was not connected with Company's ecosystem strategy. The complete sale of this asset generated an excellent return for the Company.

The robust EBITDA performance also reflects the evolution achieved in Gross Profit of 44.8% and, consequently, in the Gross Margin of 1.3 p.p.. The increase in Gross Margin compared to 2Q21 and flat versus 1Q22, showed the Company's ability to mitigate inflationary effects, mainly the increase in fuel prices during the quarter. This result was possible, in part, with the price pass-through executed with our clients and efficiency gains with the high volume generated in the B2C segment.

It should be noted that the Company's Costs are mostly related to freight, but the asset light model protects it from the direct inflationary impact on Cost, allowing a combined adjustment between revenue and cost to mitigate such effects on margins.

The growing volume on the routes, with strong performance in the B2C segment combined with the efficiency of the asset light model, contributed to the dilution of operating costs and SG&A and was fundamental in the evolution of the Company's EBITDA margin.

SFx accelerates and reaches 14 million Orders in the quarter. Integration with Frenet opens the opportunity for a new growth avenue with SMBs.

In the quarter, we highlight the performance registered by Sfx, our digital pick-up solution for multiple origins, which was fundamental to the strong growth of the B2C segment. The platform has more than 22 thousand registered pick-up points in 642 cities and has contributed with more than 14.2 million orders. Currently, the platform mainly serves SMBs (Small and Medium Business) that offer their products in large marketplaces, and increasingly, the integration of Sfx with the other solutions that make up the Company's digital ecosystem -

Frenet, Drops, and Lincros – will be fundamental to increase the penetration in the SMBs direct sales market, which represents a great potential for Sequoia.

During 2Q22, Frenet, our platform freight quote, advanced in negotiations with e-commerce platforms for SMBs and achieved a significant increase in the base of active SMB's on the platform, from 32 thousand in 1Q22 to 53 thousand in 2Q22. This indicator represents a growing opportunity, and Sequoia, through SFX, has increasingly participated in the freight carried out by Frenet. The results are very promising, and we are convinced of the effectiveness of this strategy to increase participation in the SMBs market.

Drops, which has a network of 1,500 pick-up and drop-off points ("PUDOs") and a reverse logistics operation, continues to advance in commercial negotiations with marketplaces and SMBs to ramp up volume in your network. On the commercial front with SMBs, the offer of PUDOs as part of the delivery solution within the Frenet platform is in the final stage of integration.

Finally, Lincros maintains an active agenda for the implementation of systemic improvements at Sequoia, advancing in projects focused on monitoring the last mile and collection (SFX) operations that will result in greater transparency at all stages of these processes, through the monitoring that allows for better monitoring of occurrences and reports.

OPERATING REVENUE

Our activities are segmented into three categories: (i) **B2C** (business to consumer) transport, (ii) **B2B** (business to business) transport and (iii) **Logistics** services.

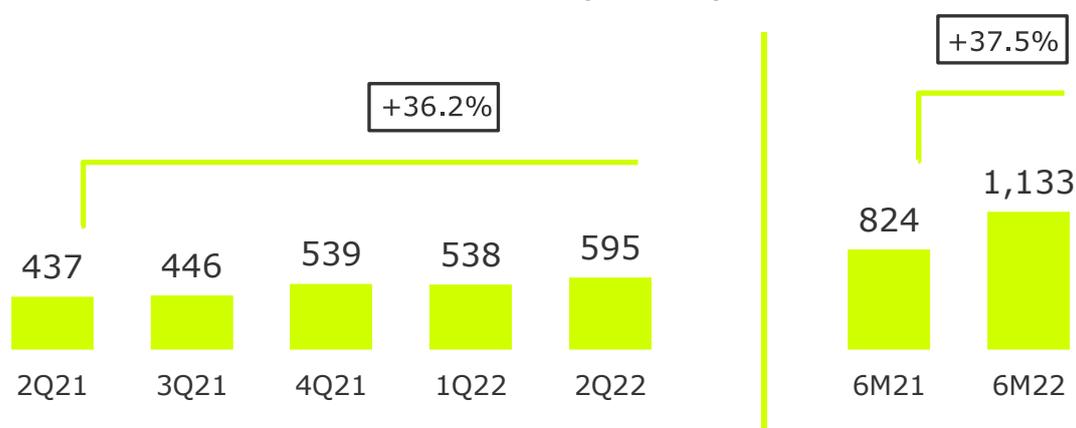
Gross Revenue by Segment

	*thousand					
	2Q22	2Q21	Δ	6M22	6M21	Δ
B2C	399,700	257,100	55.5%	760,500	487,000	56.2%
B2B	149,600	134,300	11.4%	279,000	248,600	12.2%
Logistics	45,600	45,340	0.6%	93,500	88,200	6.0%
Gross Operating Revenue	594,900	436,741	36.2%	1,133,000	823,800	37.5%
Taxes levied	(98,454)	(67,855)	45.1%	(187,400)	(128,500)	45.8%
% Gross Revenue	16.5%	15.5%	1.0 p.p.	16.5%	15.6%	0.9 p.p.
Net Operating Revenue	496,446	368,886	34.6%	945,600	695,300	36.0%

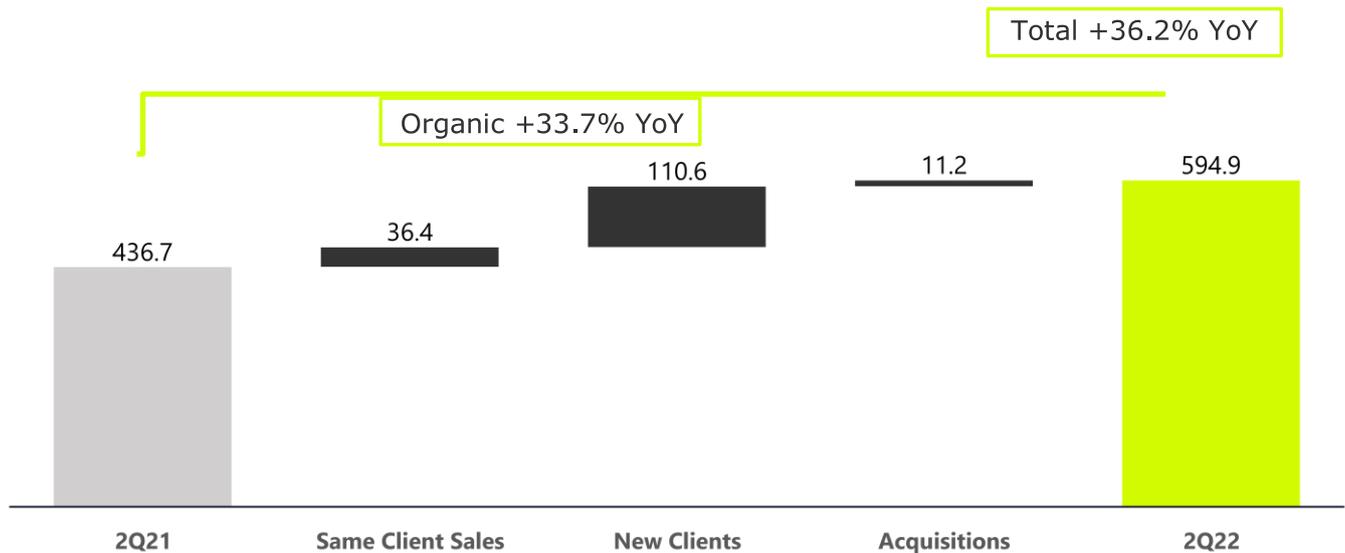
In 2Q22, the Company's Gross Revenue totaled R\$ 594.9 million, an increase of 36.2%. In 6M22, Gross Revenue reached R\$ 1,133.0 million, an increase of 37.5% compared to 6M21. We highlight the expansion of B2C Gross Revenue, which grew by 55.5% in 2Q22 and 56.2% in 6M22.

Taxes on Gross Revenue totaled R\$ 98.5 million in the quarter, representing an increase of 1.0 p.p. in the ratio of Taxes on Gross Revenue versus the same period of the previous year, as a result of the mix of States in the transport services that have different ICMS tax rates, considering the origin and destination of the packages. In 6M22, taxes totaled R\$ 187.4 million, showing a growth of 0.9 p.p. percentage in relation to gross revenue in the YoY comparison.

Gross Revenue (R\$ million)



Gross Revenue Evolution | 2Q21 x 2Q22 (R\$ million)

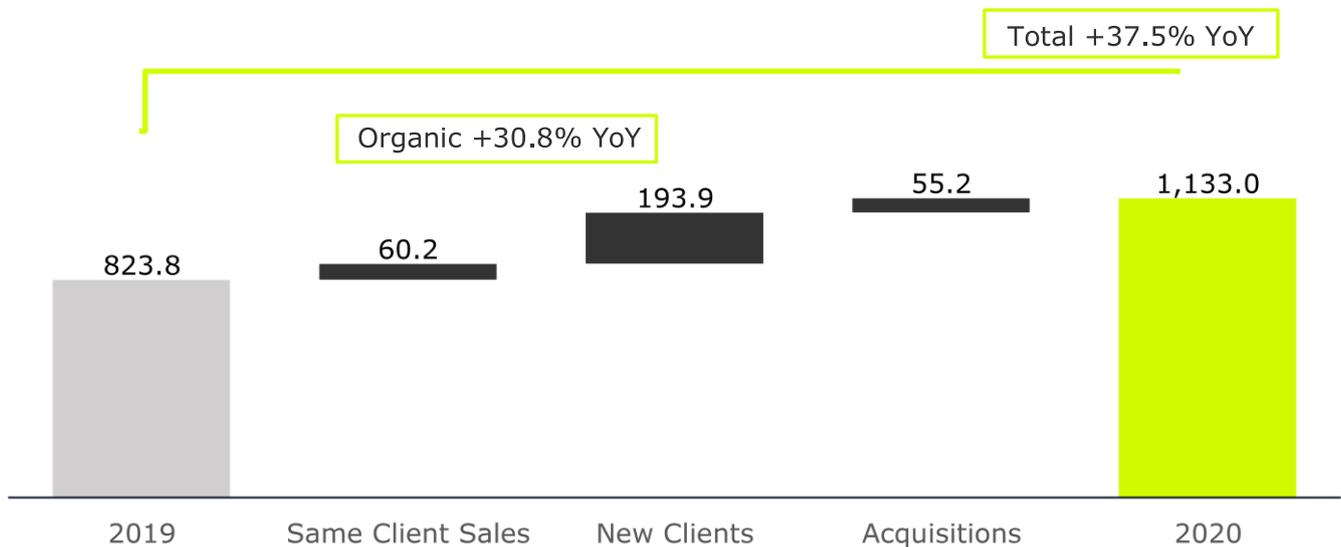


The change in Gross Revenue in the quarter stems from:

- (i) **Same Client Sales (SCS)**: increase of R\$ 36.4 million (+8.3%), with a recovery from previous quarters, mainly impacted by strong organic growth (SCS + new customers) in the B2C segment, which reached an increase of 33.7%.
- (ii) **New Clients**: strong increase of R\$ 110.6 million (+25.3%). The growth was mainly impacted by the B2C segment with the acceleration of light packages orders (up to 3 kilos) of Asian players; and
- (iii) **M&As**: increase in Revenue as a result of the acquisition of Plimor and, lower impact of Frenet (logtech), which combined contributed with R\$ 11.2 million.

We emphasize that, in the quarter, both Same Client Sales and M&As revenues were negatively impacted by the forced and one-off churn in the Heavy B2C and B2B segments, carried out in 3Q21, due to: (i) customers with a profile of products that could not be "sorted", and thus were not aligned with the investments made by the Company in automatic sorting, generating low profitability in operations; and (ii) customers with smaller operations whose contracts expired in 3Q21 and did not accept the price adjustment due to high inflation in the period.

Gross Revenue Evolution | 6M21 x 6M22 (R\$ million)



In the accumulated figures, the change is explained by:

- (iv) **Same Client Sales (SCS)**: increase of R\$ 60.2 million (+7.3%); as in the quarterly view, the result was mainly impacted by the strong organic growth (SCS + new customers) of the B2C segment, which reached an increase of 30.8%;
- (v) **New Clients**: strong increase of R\$ 193.9 million in Revenue (+23.5%). The growth was mainly impacted by the B2C segment with the acceleration of light packages orders (up to 3 kilos) of Asian players; and
- (vi) **M&A Revenue** increased as a result of the acquisitions of Prime, Plimor and, with a lesser impact, Frenet (logtech), which contributed with R\$ 55.2 million combined.

Consolidated Orders (thousand)



In the quarter, the Company delivered 20.9 million orders, representing a strong growth of 90%. The historic level achieved reflects the increase of light packages orders in the B2C segment and, consequently, with lower average tickets.

B2C Orders (thousand)



In **B2C**, we reached 19.3 million orders in 2Q22, a historic level with a strong growth of 102% compared to 2Q21.

The average ticket decreased by 13.2% YoY, mainly reflecting the acceleration of the lighter items segment (light B2C), in the revenue mix.

In comparison with 1Q22, the average ticket increased by 4%, also reflecting the price pass-through in 2Q22.

B2B Orders (thousand)



In **B2B**, we reached 1.6 million orders in 2Q22, 9% higher compared to 2Q21, with an increase of 2.7% in the average ticket.

In comparison with 1Q22, the average ticket increased by 5%, also reflecting the price pass-through in 2Q22.

GROSS PROFIT & MARGIN

*Thousand, unless otherwise indicated

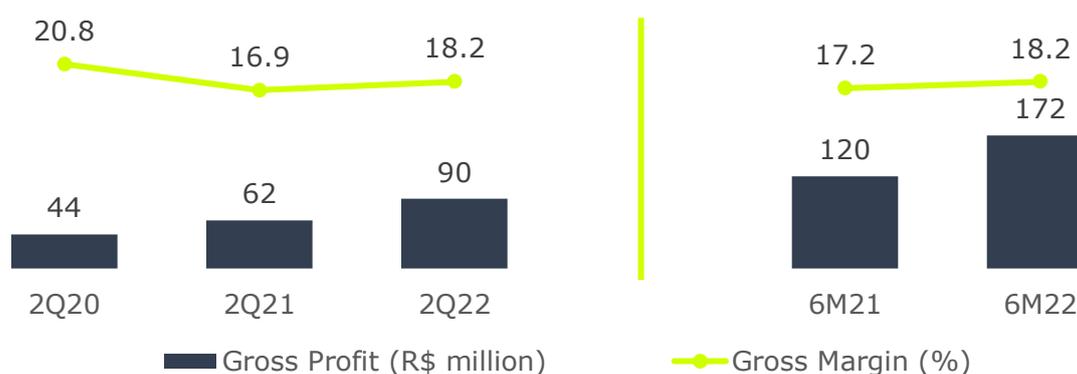
	2Q22	2Q21	Δ	6M22	6M21	Δ
Cost of services rendered	(406,227)	(306,589)	32.5%	(773,842)	(575,836)	34.4%
Distribution and transportation	(299,863)	(222,579)	34.7%	(570,980)	(419,383)	36.1%
Other	(106,364)	(84,011)	26.6%	(202,862)	(156,453)	29.7%
Gross Profit	90,219	62,297	44.7%	171,744	119,490	43.7%
Gross Margin	18.2%	16.9%	1.3 p.p.	18.2%	17.2%	1.0 p.p.

The Company's costs are essentially comprised of freight, fuel, tolls, personnel and other fixed costs related to the provision of storage and transport services. In the quarter, Costs totaled R\$ 406.2 million, growing 32.5% YoY. In 2Q22, Gross Margin increased by 1.3 p.p., reaching 18.2%. In 6M22, costs reached R\$ 773.8 million, representing a 34.4% increase compared to 6M21 and Gross Margin increased by 1.0 p.p., reaching 18.2% in 6M22.

Despite the relevant inflationary impacts that took place in the period, including the increase in wages as a result of the 12.4% collective agreement, Gross Margin improved, demonstrating the Company's ability to generate efficiency with the growing number of Orders and price pass-through of its services. During 2Q22, we carried out negotiations with our clients to adjust prices, successfully mitigating the increase in costs, mainly related to fuel. It is worth noting that the asset light model protects the Company from direct impact of inflation in freight-related costs.

The increase in Cost reflects: (i) the impacts of inflationary pressure in the last 12 months, mainly related to fuel, rent and materials; (ii) increase in the variable part of Costs with volume growth; and (iii) expansion of the operation to meet the strong demand of the B2C segment.

Gross Profit and Margin Evolution



Historically, the Gross Margin of the three segments (B2C, B2B and Logistics) shows similar levels, however, in the last 21 months, the categories were impacted in different ways. Despite the positive impact on gross margin from the increase in volume, mainly in the B2C segment, we believe that there is an opportunity to gain efficiency with the recovery and growth of the B2B segment. In 2Q22 and 6M22, the B2B segment presented a lower contribution margin than the B2C segment, due to a lower level of occupancy of the structures.

SELLING, ADMINISTRATIVE, GENERAL AND OTHER EXPENSES

*Thousand, unless otherwise indicated

	2Q22	2Q21	Δ	6M22	6M21	Δ
Selling, Administrative, General and Other adjusted expenses	(50,191)	(45,904)	9.3%	(130,529)	(107,965)	20.9%
% Net Revenue	10.1%	12.4%	-2.3 p.p.	13.8%	15.5%	-1.7 p.p.
(+) Depreciation & Amortization	18,686	15,211	22.8%	37,921	23,712	59.9%
(+) Non-recurring Effects	(14,111)	(1,746)	708.0%	(5,841)	7,951	nd
Adjusted Selling, Administrative, General and Other Expenses¹	(45,616)	(32,439)	40.6%	(98,449)	(76,303)	29.0%
% Net Revenue	9.2%	8.8%	0.4 p.p.	10.4%	11.0%	-0.6 p.p.
Personnel Expenses	(24,854)	(26,169)	-5.0%	(51,896)	(49,676)	4.5%
Other Expenses	(20,762)	(6,270)	231.1%	(46,553)	(26,627)	74.8%

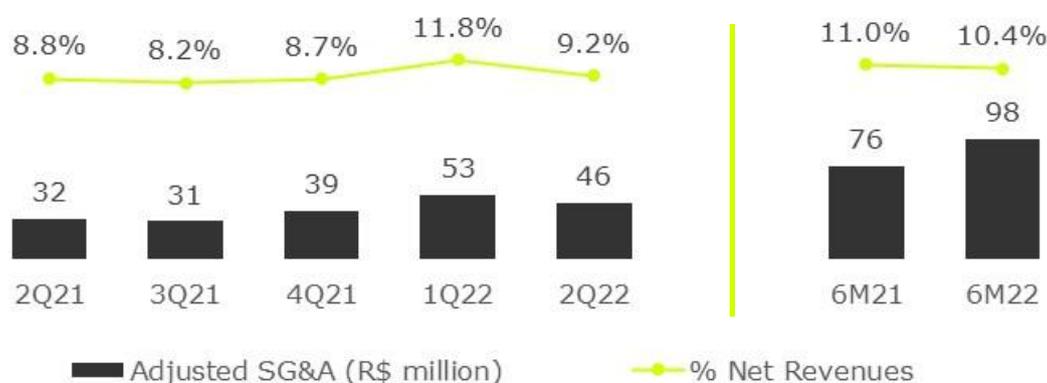
¹ Excludes non-recurring expenses with: (i) mergers and acquisitions; and (ii) Depreciation and Amortization

In 2Q22, total Expenses reached R\$ 50.2 million, essentially comprising personnel, sales, administrative, third-party services, depreciation and amortization expenses. In comparison with the same period of the previous year, Expenses increased 9.3% and showed a dilution of 2.3 p.p. in relation to Net Revenue.

Adjusting Expenses for Non-Recurring Effects, depreciation and amortization of intangibles, the latter originated from acquisitions, Adjusted Expenses totaled R\$ 45.6 million, an increase of 40.6% compared to 2Q21. In relation to Net Revenue, Adjusted Expenses reached 9.2%, with a small increase of 0.2 p.p. compared to the previous year. The increase observed is related to the change in Other Expenses, with a positive impact generated in 2Q21 in Other Operating Income and Expenses, explained by the sale of fixed assets. In the period, Personnel Expenses decreased by 5.0%, despite the increase in salaries caused by the 12.4% collective agreement.

In the first six months, total Expenses reached R\$ 130.5 million, 20.9% higher year-on-year, resulting in a dilution of 1.7 p.p., while Adjusted Expenses were R\$ 98.4 million, 29.0% higher versus the first six months of 2021, showing a dilution of 0.6 p.p.

Evolution of Selling, Administrative, General and Other Adjusted Expenses



EBITDA AND ADJUSTED EBITDA

*Thousand, unless otherwise indicated

	2Q22	2Q21	Δ	6M22	6M21	Δ
EBITDA	75,802	47,897	58.3%	114,223	68,840	65.9%
EBITDA Margin	15.3%	13.0%	2.3 p.p.	12.1%	9.9%	2.2 p.p.
(+) Non Recurring Effects	(14,111)	(1,746)	708.0%	(5,841)	7,951	nd
Tax Credit	-	(10,367)	-100.0%	-	(10,367)	-100.0%
Non Recurring Revenue (Minority Interest Sale)	(14,111)	-		(14,111)	-	
M&A Expenses (non-recurring)	-	8,620	-100.0%	8,270	18,318	-54.9%
Adjusted EBITDA¹	61,691	46,151	33.7%	108,382	76,790	41.1%
Adjusted EBITDA Margin ¹	12.4%	12.5%	-0.1 p.p.	11.5%	11.0%	0.5 p.p.
(+) Rental Expenses	(19,087)	(16,003)	19.3%	(34,253)	(30,751)	11.4%
Adjusted EBITDA Ex IFRS²	42,604	30,148	41.3%	74,129	46,039	61.0%
Adjusted EBITDA Margin Ex IFRS ²	8.6%	8.2%	0.4 p.p.	7.8%	6.6%	1.2 p.p.

(1) Adjusted EBITDA is calculated by EBITDA, excluding M&A expenses and non-recurring income/expenses. (2) Adjusted EBITDA and including rental costs and expenses.

As a result of the factors listed above, EBITDA totaled R\$ 75.8 million in the quarter, with a strong expansion of 58.3% compared to 2Q21. The EBITDA margin reached 15.3%, 2.3 p.p. above the same period in 2021. In the first six months of the year, EBITDA reached R\$ 114.2 million, an expansion of 65.9% in the annual comparison, with an EBITDA margin of 12.1%, 2.2 p.p. higher compared to 6M21.

Adjusted EBITDA for non-recurring effects was R\$ 61.7 million in the quarter, an expansion of 33.7%, with a stable margin. In the first six months of 2022, Adjusted EBITDA was R\$ 108.4 million, with a margin of 11.5%, an expansion of 41.1% and 0.5 p.p., respectively, in the annual comparison.

In 2Q22, the Non-Recurring Effect, totaling R\$ 14.1 million, is related to the complete sale of the minority interest in Uello Tecnologia S.A., booked in Other Operating Income.

Finally, Adjusted EBITDA Ex IFRS, including rental expenses and costs, reached R\$ 42.6 million, an increase of 41.3%. The Adjusted EBITDA margin Ex IFRS was 8.6%, growing 0.4 p.p. In the 6M22 view, the result was R\$ 74.1 million, an increase of 61.0% and an expansion of 1.2 p.p. on the margin.

NET INCOME

*Thousand, unless otherwise indicated

	2Q22	2Q21	Δ	6M22	6M21	Δ
Net Income (Loss)	(25,769)	3,026	nd	(55,565)	(15,566)	-257.0%
Net Margin	-5.2%	0.8%	-6.0 p.p.	-5.9%	-2.2%	-3.6 p.p.
(+) Intangible Amortization	16,185	15,708	3.0%	33,723	24,213	39.3%
(+) Non-recurring effects	(14,111)	(1,746)	708.0%	(3,620)	7,951	nd
(+) Non-cash financial instruments adjustments (Share Buyback)	26,664	-	nd	22,967	-	nd
(+) Income Tax / Social Contribution over Non-recurring	4,798	594	708.0%	1,986	(2,703)	nd
Adjusted Net Income (Loss)	7,767	17,582	-55.8%	(509)	13,895	nd
Adjusted Net Margin	1.6%	4.8%	-3.2 p.p.	-0.1%	2.0%	-2.1 p.p.

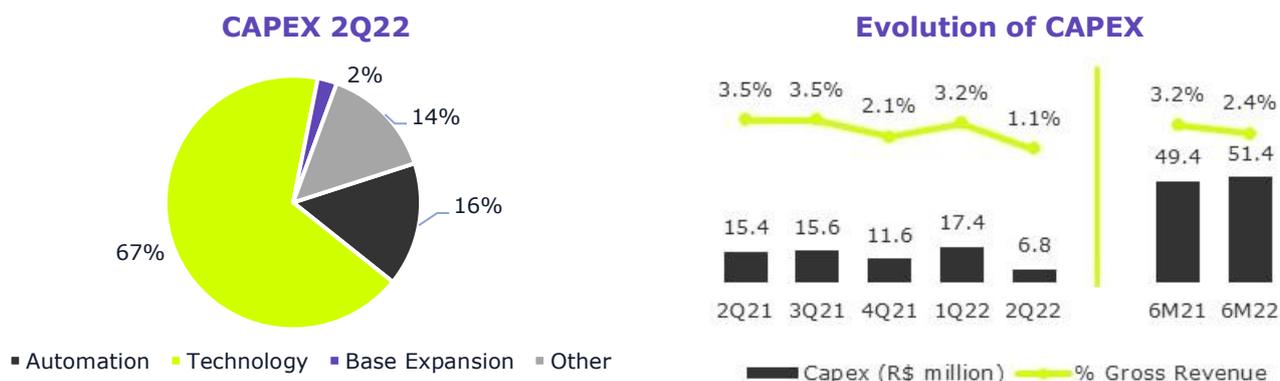
*thousand

In the quarter, Adjusted Net Income for non-recurring effects and amortization of intangibles generated by the acquisitions reached R\$ 7.8 million, compared to R\$ 17.6 million in 2Q21, with a Net Margin of 1.6%, 3.2 p.p. lower in the annual comparison. In 6M22, Adjusted Net Income was negative in R\$ 509 thousand.

In the quarterly and half-yearly views, the decrease observed in relation to the previous year is mainly due to the Financial Result (Financial Expenses) as a result of the increase in the basic interest rate of the economy ("Selic Rate") and its impact on the Company's cost of debt.

CAPEX

Historically, most of the the Company's investments are directed towards: (i) the expansion and automation of Distribution Centers, Hubs and Branches, with the expansion of capillarity and a positive impact on the Company's operational efficiency; and (ii) technological training for data storage and processing, software development and integration processes with new customers.



In 2Q22, CAPEX totaled R\$ 6.8 million, representing 1.1% of the Gross Revenue for the period. In the quarter, the CAPEX level below the historical average is mainly explained by the postponement of automation projects related to new sorters due to the high volume of the B2C segment and, consequently, the lack of the necessary stoppage window for the implementation of these kind of projects. It is worth mentioning that 13 of the 22 sorters committed by the Company are already operating, and we have five sorters in the implementation phase. In 6M22, CAPEX reached R\$ 51.4 million, representing 2.4% of Gross Revenue and in line with the expected level of investments.

ROIC – RETURN ON INVESTED CAPITAL

*Thousand, unless otherwise indicated

ROIC ¹	2Q22	2Q21	Δ
Adjusted EBITDA² LTM	A 233,883	168,064	39%
Depreciation LTM	B (77,414)	(65,692)	18%
Residual Value (Property & Equipment + Software)	C 153,446	131,685	17%
Accounts Receivable	395,443	283,602	39%
Suppliers	(177,834)	(109,123)	63%
Tax and Labor Liabilities	(135,139)	(98,354)	37%
Working Capital	D 82,470	76,124	8%
Income Tax Rate	E 34%	34%	
ROIC ((A+B)*(1-E))/(C+D)	43.8%	32.5%	11.3 pp

1 Sum of Adjusted EBITDA LTM plus Depreciation LTM, multiplied by (1 - Income Tax Rate) divided by Residual Value + Working Capital (The Income Tax and Social Contribution Rate used to calculate the ROIC was 34%).

2 Excludes non-recurring expenses with: (i) mergers and acquisitions; and (ii) other income/expenses.

In the last 12 months ended in 2Q22, ROIC reached 43.8%, 11.3 p.p. above that presented in the same period of the previous year. The result reflects the Company's ability to balance the strong growth of the operation, with the increased demand for working capital, with the benefit of the asset light model and the increase in Operating Income.

To calculate ROIC, the Company used the statutory rate of 34% – and not the effective rate – as it understands that it is temporarily benefiting from the tax loss carryforwards and goodwill on acquisitions, and the Adjusted EBITDA LTM is the basis for calculating NOPAT. Since last quarter, as in the comparison periods, we started to use Adjusted EBITDA as a basis for calculating NOPAT and ROIC. In this way, we understand that the calculation better represents the economic reality of the business.

NET DEBT

*Thousand, unless otherwise indicated

	jun/22	mar/22	Δ
(A) Indebtedness	495,827	496,765	-0.2%
Loans, Financing, Debentures and Derivatives	407,974	383,141	6.5%
Accounts payable due to acquisition of subsidiaries	87,853	113,624	-22.7%
(B) Cash and Cash Equivalents	(168,050)	(198,960)	-15.5%
(C=A+B) Net Debt	327,777	297,805	10.1%
(b) EBITDA LTM	229,427	201,522	13.8%
Financial Leverage Ratio (C/b)	1.4x	1.5x	-0.1x

¹The EBITDA consists of the net profit (loss) from the net financial result, the income tax and social contribution – current and deferred and expenses and depreciation and costs; calculated based on the provisions of CVM Instruction 527 of October 4, 2012, considering the last 12 months of each period.

At the end of June/22, the Company's Financial Leverage Ratio reached 1.4x (0.1x lower than the leverage level of March/22), remaining at a healthy level.

ESG AGENDA

The Company's ESG agenda has four strategic pillars, namely: Emissions & Waste, Mobility, Community and Drivers. Based on these pillars, objectives and ambitions were defined until 2030: (i) seek carbon neutrality; (ii) favor sustainable urban mobility in priority cities; (iii) enhance human development in the Sequoia ecosystem and (iv) ensure safety, development and fair work for partner drivers.

To achieve these ambitions, the Company has been working on defining strategic priorities, as well as annual goals and objectives. The Company's vision is to make Sequoia the best logistics integrator with a positive socio-environmental impact. In this regard, several initiatives were implemented in 2Q22, the main ones being:

- Finishing of the ESG strategy and agenda integrated to the business strategy in the 2022 – 2025 cycle;
- Establishment of the operational ESG Forum to monitor progress and results, share projects and disseminate the sustainability culture in the Company;
- Constitution of the Road Safety Forum to assess accidents, monitor indices and share projects;
- Start of the pilot project for the acquisition of 10 electric motorcycles for the Field Service operation.
- Implementation of the recycling program at the Shared Services Center located in the city of Americana, with actions to map out the infrastructure, installation of selective collection, training for employees and leaders and partnership with a local company.
- Launch of the Selective Collection Guide and distance learning course at the Company's Digital Academy.
- Environment Week: environmental education actions in partnership with Sest Senat, focusing on the preservation of natural resources and correct waste disposal. More than 700 employees and drivers took part in the action.

In the period, Sequoia also carried out a series of campaigns with diversity, representativeness and inclusion guidelines:

- Diversity Campaign: employees were invited to participate in a video testimonial about the LGBTQIA+ community, aiming to position the company, defending the pillar of diversity and inclusion at Sequoia. Courses on the topic were publicized at our Digital Academy, and the official launch of the community on the Sequoia Intranet (Beyond the Rainbow), which has one of our employees as its sponsor.
- “*Meu Mundo Azul*” (My Blue World) Campaign: employees who are parents of children with autism were invited to report their daily lives from the perspective of the autistic universe.

DISCLAIMER

The statements in this document related to business prospects, forecasts on operating and financial results and those related to Sequoia's growth outlook are merely forecasts and, as such, are based solely on the Executive Board's estimates on the future of the business.

These estimates substantially depend on market conditions, the Brazilian economy, the segment, and international markets and, therefore, are subject to changes without prior notice. All variations presented herein are calculated based on the number in thousands of reais, as well as rounding.

This performance report includes accounting and non-accounting data such as operating, pro forma financial statements and forecasts based on the Company's management expectations. Non-accounting data were not subject to review by the Company's independent auditors.

INVESTOR RELATIONS CONTACT

ri@sequoialog.com.br | <https://ri.sequoia.com.br/>

INCOME STATEMENT

	2Q22	2Q21	6M22	6M21
Net operating revenue	496,446	368,886	945,586	695,326
(-) Cost of services provided	(406,227)	(310,800)	(773,842)	(582,144)
(=) Gross profit	90,219	58,086	171,744	113,182
(-) Operating Expenses	(53,533)	(45,905)	(135,038)	(107,965)
Sales, General and Administrative Expenses	(77,096)	(75,062)	(170,281)	(133,139)
Other revenue (expenses), net	26,906	29,157	39,753	25,174
Equity income	(3,343)	-	(4,510)	-
(=) Operating income before financial income	36,686	12,181	36,706	5,217
(+) Financial Result	(60,457)	(13,930)	(91,417)	(31,205)
Financial expenses	(64,732)	(19,958)	(98,535)	(40,182)
Financial revenue	4,275	6,028	7,118	8,977
(=) Earnings before income tax and financial contribution	(23,771)	(1,749)	(54,711)	(25,988)
Income tax and social contribution - current	(7,785)	(154)	(9,842)	(727)
Income tax and social contribution - deferred	5,788	4,929	8,988	11,149
Net Income (Loss)	(25,768)	3,026	(55,565)	(15,566)

BALANCE SHEET

*thousand

ASSETS	Jun 22	Dec 21	LIABILITIES	Jun 22	Dec 21
Current			Current		
Cash and cash equivalents	132,400	168,931	Borrowings and debentures	66,475	43,298
Accounts receivable	428,671	411,291	Derivatives	-	4,252
Advances	25,272	20,415	Lease liabilities	56,296	80,346
Taxes recoverable	43,497	24,442	Accounts payable and suppliers credit assignment	228,644	175,530
Prepaid expenses	9,502	7,444	Labor and tax obligations	149,700	121,926
Other accounts receivable	10,966	10,698	Payables for acquisition of investments	54,985	63,309
			Other payables	8,155	27,862
Total current assets	650,308	643,221	Total current liabilities	564,255	516,523
Non-current			Non-current		
Restricted financial investments	35,650	34,529	Borrowings and debentures	318,532	329,688
Indemnification assets due to acquisition of companies	-	-	Derivatives	22,967	2,694
Indemnity assets from the acquisition of companies	36,362	36,356	Lease liabilities	246,714	214,786
Deferred income tax and social contribution	96,034	87,046	Labor and tax obligations	50,067	63,854
Judicial deposits	10,679	9,185	Payables for acquisition of investments	32,868	57,516
Investments	32,439	34,419	Provision for legal claims	193,419	196,059
Property and equipment	136,159	138,332	Provision for investment losses	5,242	-
Right by option in the acquisition of investment	7,026	7,026	Other payables	188	221
Intangible assets	712,472	735,006	Total noncurrent liabilities	869,997	864,818
Right-of-use assets	265,482	257,053			
Total noncurrent assets	1,332,303	1,338,951	Total liabilities	1,434,252	1,381,341
			Equity	548,359	600,831
Total Assets	1,982,611	1,982,172	Share capital	655,618	653,872
			Share issue expenses	(24,247)	(24,247)
			Capital reserves	4,903	3,556
			Income reserves	9,969	9,969
			Accumulated losses	(97,884)	(42,319)
			Total liabilities and equity	1,982,611	1,982,172

STATEMENTS OF CASH FLOW | INDIRECT METHOD

*Million, except if otherwise indicated	2Q22	2Q21	Δ	6M22	6M21	Δ
EBITDA	75.9	47.2	60.8%	114.3	68.8	66.0%
(+) Provisions (Reversions) and non-cash effect items	(6.8)	(10.8)	37.0%	(16.8)	(4.6)	-264.4%
(=) Result Adjusted by Non-Cash Effects	69.0	36.3	90.1%	97.5	64.2	51.7%
(+) Financial and operating expenses and revenue	(7.0)	2.5	na	(21.3)	1.7	na
(+) Change in Working Capital	(44.4)	(74.1)	40.1%	(19.9)	(145.1)	86.3%
(=) Cash Flow from Operations (CFO)	17.6	(35.3)	na	56.2	(79.2)	na
(+) CAPEX	(6.8)	(15.4)	55.7%	(24.2)	(25.1)	3.8%
(+) Other Investment Activities	16.8	-	na	16.8	-	na
(=) Free Cash Flow to Firm	27.6	(50.7)	na	48.9	(104.3)	na
(+) Change in Indebtedness	(0.3)	(25.2)	98.7%	6.8	(8.1)	na
(+) Interest Paid (Received) and derivatives (Net)	(13.5)	(5.8)	-133.5%	(25.9)	(36.2)	28.6%
(+) Leasing	(24.0)	(17.8)	-34.7%	(41.9)	(33.1)	-26.7%
(=) Free Cash Flow to Equity	(10.2)	(99.4)	89.8%	(12.1)	(181.7)	93.3%
(+) Acquisition Payments	(22.4)	(132.4)	83.1%	(26.1)	(140.1)	81.4%
(+) Capital Increase (SOP)	1.0	200.4	-99.5%	1.7	204.9	-99.1%
(=) Change in Cash & Equivalents	(31.5)	(31.5)	0.0%	(36.5)	(116.9)	68.8%
Average Collection Period (days)	66	66	0 days	69	70	-1 days
Average Payment Period (days)	51	32	20 days	54	34	20 days
CFO to EBITDA Conversion	23%	-75%	na	49%	-115%	na



São Paulo Corporate Towers
Av. Presidente Juscelino Kubitschek, 1.909
Vila Nova Conceição
04543-011 - São Paulo - SP - Brasil

Tel: +55 11 2573-3000
ey.com.br

A free translation from Portuguese into English of Independent Auditor's Review Report on Quarterly Information prepared in Brazilian currency in accordance with NBC TG 21 and IAS 34 - Interim Financial Reporting and with the rules issued by the Brazilian Securities and Exchange Commission (CVM) applicable to the preparation of Quarterly Information (ITR)

Independent auditor's review report on quarterly information

The Shareholders, Board of Directors and Officers
Sequoia Logística e Transportes S.A.

Introduction

We have reviewed the accompanying individual and consolidated interim financial information, contained in the Quarterly Information Form (ITR) of Sequoia Logística e Transportes S.A. (the "Company") for the quarter ended June 30, 2022, comprising the statement of financial position as of June 30, 2022 and the related statements of profit or loss, of comprehensive income for the three and six month period then ended and statement of changes in equity and of cash flows for the six month period then ended, including the explanatory notes.

Management is responsible for preparation of the individual and consolidated interim financial information in accordance with Accounting Pronouncement NBC TG 21 - Interim Financial Reporting, and IAS 34 - Interim Financial Reporting, issued by the International Accounting Standards Board (IASB), as well as for the fair presentation of this information in conformity with the rules issued by the Brazilian Securities and Exchange Commission (CVM) applicable to the preparation of the Quarterly Information Form (ITR). Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of review

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

Conclusion on the individual and consolidated interim financial information

Based on our review, nothing has come to our attention that causes us to believe that the accompanying individual and consolidated interim financial information included in the quarterly information referred to above is not prepared, in all material respects, in accordance with NBC TG 21 and IAS 34 applicable to the preparation of Quarterly Information Form (ITR), and presented consistently with the rules issued by the Brazilian Securities and Exchange Commission (CVM).



Other matters

Statements of value added

The abovementioned quarterly information includes the individual and consolidated statement of value added (SVA) for the six-month period ended June 30, 2022, prepared under the Company management's responsibility and presented as supplementary information under IAS 34. These statements have been subject to review procedures performed together with the review of the quarterly information with the objective to conclude whether they are reconciled to the interim financial information and the accounting records, as applicable, and if their format and content are in accordance with the criteria set forth by NBC TG 09 – Statement of Value Added. Based on our review, nothing has come to our attention that causes us to believe that they were not prepared, in all material respects, in accordance with the criteria set forth by this Standard and consistently with the overall individual and consolidated interim financial information.

São Paulo, August 10, 2022.

ERNST & YOUNG
Auditores Independentes S.S.
CRC-2SP034519/O-6



Lazaro Angelim Serruya
Accountant CRC-1DF015801/O-7

Sequoia Logística e Transportes S.A.

Statements of financial position

At June 30, 2022 and December 31, 2021

(In thousands of reais - R\$)

	Notes	Company		Consolidated	
		06/30/2022	12/31/2021	06/30/2022	12/31/2021
Current assets					
Cash and cash equivalents	4	87,330	150,834	132,400	168,931
Accounts receivable	5	308,051	294,380	428,671	411,292
Taxes recoverable	6	33,461	16,208	43,497	24,442
Advances		19,813	19,370	25,272	20,415
Prepaid expenses		6,293	5,146	9,502	7,444
Other receivables		4,350	4,915	10,966	10,697
Total current assets		459,298	490,853	650,308	643,221
Noncurrent assets					
Restricted financial investments	4	35,650	34,529	35,650	34,529
Indemnification assets due to acquisition of companies		-	-	36,362	36,356
Deferred income and social contribution taxes	21	66,772	65,046	96,034	87,046
Related parties	22	11,139	5,187	-	-
Judicial deposits		702	551	10,679	9,185
Call option from investment	7.5	7,026	7,025	7,026	7,025
Investments	7	488,817	467,719	32,439	34,420
Property and equipment	9	76,127	63,973	136,159	138,332
Intangible assets	10	190,077	191,076	712,472	735,005
Right-of-use assets	12	217,047	215,734	265,482	257,053
Total noncurrent assets		1,093,357	1,050,840	1,332,303	1,338,951
Total assets		1,552,655	1,541,693	1,982,611	1,982,172

	Notes	Company		Consolidated	
		06/30/2022	12/31/2021	06/30/2022	12/31/2021
Current liabilities					
Borrowings and debentures	11.1	65,021	41,890	66,475	43,298
Derivatives	11.2	-	4,252	-	4,252
Lease liabilities	12	33,194	53,233	56,296	80,346
Accounts payable and suppliers credit assignment	13.1	168,253	126,527	228,644	175,530
Labor and tax obligations	14	88,540	67,500	149,700	121,926
Payables for acquisition of investments	8	13,603	36,217	54,985	63,309
Other payables	13.2	22,231	33,740	8,155	27,862
Total current liabilities		390,842	363,359	564,255	516,523
Noncurrent liabilities					
Borrowings and debentures	11.1	316,614	327,031	318,532	329,688
Derivatives	11.2	22,967	2,694	22,967	2,694
Lease liabilities	12	218,485	192,206	246,714	214,786
Related parties	22	8,523	11,228	-	-
Labor and tax obligations	14	6,994	7,305	50,067	63,854
Payables for acquisition of investments	8	18,733	19,380	32,868	57,516
Provision for legal claims	15.1	14,989	16,709	193,419	196,059
Provision for loss on investments	7	6,149	950	5,242	-
Other payables	13.2	-	-	188	221
Total noncurrent liabilities		613,454	577,503	869,997	864,818
Total liabilities		1,004,296	940,862	1,434,252	1,381,341
Equity					
Share capital	16	655,618	653,872	655,618	653,872
Share issue expenses	16	(24,247)	(24,247)	(24,247)	(24,247)
Capital reserves	16	4,903	3,556	4,903	3,556
Income reserves	16	9,969	9,969	9,969	9,969
Accumulated losses		(97,884)	(42,319)	(97,884)	(42,319)
		548,359	600,831	548,359	600,831
Total liabilities and equity		1,552,655	1,541,693	1,982,611	1,982,172

See accompanying notes.

Sequoia Logística e Transportes S.A.

Statements of profit or loss

Six-month periods ended June 30, 2022 and 2021

(In thousands of reais - R\$)

	Notes	Company				Consolidated			
		01/01/2022 to 06/30/2022	01/01/2021 to 06/30/2021	04/01/2022 to 06/30/2022	04/01/2021 to 06/30/2021	01/01/2022 to 06/30/2022	01/01/2021 to 06/30/2021	04/01/2022 to 06/30/2022	04/01/2021 to 06/30/2021
Net revenues	17	677,067	418,308	358,065	213,241	945,586	695,326	496,446	368,886
Cost of services rendered	18	(497,209)	(334,677)	(263,386)	(173,406)	(773,842)	(582,144)	(406,227)	(310,800)
Gross profit		179,858	83,631	94,679	39,835	171,744	113,182	90,219	58,086
Operating expenses:									
Selling, general and administrative expenses	18	(93,855)	(63,525)	(40,941)	(32,310)	(170,281)	(133,139)	(77,096)	(75,062)
Other operating income (expenses), net	19	39,053	2,846	26,314	8,990	39,753	25,174	26,906	29,157
Share of profit (loss) of investees	7	(90,437)	(21,572)	(45,639)	(6,601)	(4,510)	-	(3,343)	-
		(145,239)	(82,251)	(60,266)	(29,921)	(135,038)	(107,965)	(53,533)	(45,905)
Operating profit (loss) before financial (expenses) income		34,619	1,380	34,413	9,914	36,706	5,217	36,686	12,181
Financial expenses	20	(88,423)	(33,139)	(59,267)	(15,665)	(98,535)	(40,182)	(64,732)	(19,958)
Finance income	20	6,354	7,264	3,744	5,317	7,118	8,977	4,275	6,028
		(82,069)	(25,875)	(55,523)	(10,348)	(91,417)	(31,205)	(60,457)	(13,930)
Profit (loss) before income and social contribution taxes		(47,450)	(24,495)	(21,110)	(434)	(54,711)	(25,988)	(23,771)	(1,749)
Current income and social contribution taxes	21	(9,842)	-	(7,785)	-	(9,842)	(727)	(7,785)	(154)
Deferred income and social contribution taxes	21	1,727	8,929	3,127	3,460	8,988	11,149	5,788	4,929
Loss for the period		(55,565)	(15,566)	(25,768)	3,026	(55,565)	(15,566)	(25,768)	3,026
Loss per share attributable to equity holders of the Company (expressed in R\$ per share)									
Basic loss per share	16.3	(0.39764)	(0.11809)	(0.18441)	0.02813				
Diluted loss per share	16.3	(0.39764)	(0.11809)	(0.18441)	0.02813				

See accompanying notes.

Sequoia Logística e Transportes S.A.

Statements of comprehensive income (loss)
 Six-month periods ended June 30, 2022 and 2021
 (In thousands of reais - R\$)

	Company				Consolidated			
	01/01/2022 to 06/30/2022	01/01/2021 to 06/30/2021	04/01/2022 to 06/30/2022	04/01/2021 to 06/30/2021	01/01/2022 to 06/30/2022	01/01/2021 to 06/30/2021	04/01/2022 to 06/30/2022	04/01/2021 to 06/30/2021
Loss for the period	(55,565)	(15,566)	(25,768)	3,026	(55,565)	(15,566)	(25,768)	3,026
(+/-) Other comprehensive income		-		-		-		-
Total comprehensive income for the period	(55,565)	(15,566)	(25,768)	3,026	(55,565)	(15,566)	(25,768)	3,026

See accompanying notes.

Sequoia Logística e Transportes S.A.

Statements of changes in equity

Six-month periods ended June 30, 2022 and 2021

(In thousands of reais - R\$)

			Capital reserves	Income reserves		
	Share capital	Share issue expenses	Share-based payment plan	Tax incentive reserve	Accumulated losses	Total
At January 1, 2022	653,872	(24,247)	3,556	9,969	(42,319)	600,831
Loss for the period	-	-	-	-	(55,565)	(55,565)
Capital increase	1,746	-	-	-	-	1,746
Share-based payment plan	-	-	1,347	-	-	1,347
At June 30, 2022	655,618	(24,247)	4,903	9,969	(97,884)	548,359

			Capital reserves	Income reserves		
	Share capital	Share issue expenses	Share-based payment plan	Tax incentive reserve	Accumulated losses	Total
At January 1, 2021	438,043	(27,881)	3,160	9,969	(11,966)	411,325
Tax effects on share issue expenses	-	12,492	-	-	(12,492)	-
Expenditure on issuance of shares	-	(8,858)	-	-	-	(8,858)
Loss for the period	-	-	-	-	(15,566)	(15,566)
Tax incentive reserve	-	-	-	5,033	(5,033)	-
Capital increase	213,726	-	-	-	-	213,726
Share-based payment plan	-	-	245	-	-	245
At June 30, 2021	651,769	(24,247)	3,405	15,002	(45,057)	600,872

See accompanying notes.

Sequoia Logística e Transportes S.A.

Statements of cash flows

Six-month periods ended June 30, 2022 and 2021

(In thousands of reais - R\$)

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Operating activities				
Profit (loss) before income tax and social contribution	(47,450)	(24,495)	(54,711)	(25,988)
Adjustments to reconcile Profit (loss) before income and social contribution taxes to items not affecting cash	164,146	80,744	130,648	90,748
Depreciation and amortization	27,756	25,438	73,009	63,622
Share of profit (loss) of investees	90,437	21,572	4,510	-
Accrued interest	47,455	24,098	53,919	27,814
Fair value of derivatives	16,022	3,926	16,022	3,926
Price adjustment	(5,942)	6,532	(5,942)	6,532
Share-based payment plan	1,347	245	1,347	245
Gains in tax negotiation	-	-	-	(10,367)
Gains from investment sales	(14,111)	-	(14,111)	-
Provisions (reversals) and other items not affecting cash	1,182	(1,067)	1,894	(1,024)
Profit (loss) before income and social contribution taxes adjusted	116,696	56,249	75,937	64,760
Changes in operating assets and liabilities	(3,329)	(79,574)	(19,745)	(145,101)
Accounts receivable	(17,974)	(31,259)	(22,495)	(9,119)
Advances and prepaid expenses	(1,589)	(7,563)	(6,915)	(9,859)
Taxes recoverable	(17,168)	(7,627)	(18,970)	(5,740)
Related parties	(8,657)	-	-	-
Accounts payable	41,725	(23,526)	53,113	(53,521)
Labor and tax obligations	11,500	634	3,493	(13,951)
Judicial deposits	(151)	(85)	(1,494)	(2,719)
Other operating assets and liabilities	(11,015)	(10,148)	(26,477)	(42,662)
Income and social contribution taxes paid	-	-	-	(7,530)
Net cash flows from (used in) operating activities	113,367	(23,325)	56,192	(80,341)
Investing activities				
Purchase of property and equipment and intangible assets	(21,559)	(19,907)	(24,188)	(25,137)
Capital increase and future capital contributions	(109,050)	(235,835)	-	-
Acquisition of subsidiaries, net of cash acquired	(19,006)	(17,191)	(26,101)	(140,126)
Receipt on sale of investment	16,825	-	16,825	-
Net cash flows used in investing activities	(132,790)	(272,933)	(33,464)	(165,263)
Financing activities				
New borrowings	107,462	18,958	107,462	19,083
Repayment of borrowings and debentures - principal	(97,779)	-	(98,475)	(27,182)
Interest paid on borrowings and debentures	(25,621)	(9,711)	(25,851)	(10,032)
Early settlement of debentures	(2,221)	-	(2,221)	-
Payment of principal portion of lease liabilities	(17,843)	(12,944)	(26,860)	(25,831)
Interest paid on leases	(9,825)	(5,001)	(15,060)	(7,243)
Capital increase	1,746	204,868	1,746	204,868
Restricted financial investments	-	(25,000)	-	(25,000)
Net cash used in financing activities	(44,081)	171,170	(59,259)	128,663
Decrease in cash and cash equivalents	(63,504)	(125,088)	(36,531)	(116,941)
Cash and cash equivalents beginning of period	150,834	397,386	168,931	409,183
Cash and cash equivalents end of period	87,330	272,298	132,400	292,242
	(63,504)	(125,088)	(36,531)	(116,941)

See accompanying notes.

Sequoia Logística e Transportes S.A.

Statements of value added

Six-month periods ended June 30, 2022 and 2021

(In thousands of reais - R\$)

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Revenues	850,487	492,976	1,174,141	849,017
Revenue from services rendered	811,827	493,251	1,138,977	828,829
Unconditional discounts	(1,365)	(3,142)	(5,966)	(5,007)
Other operating income	40,025	2,867	41,130	25,195
Inputs acquired from third parties (including State VAT - ICMS, Contribution Taxes on Gross Revenue for Social Integration Program - PIS and Social Security Financing - COFINS)	(429,360)	(267,178)	(638,919)	(470,928)
Cost of services rendered	(367,096)	(228,941)	(558,446)	(409,251)
Materials, electric power, outsourced services and others	(62,264)	(38,237)	(80,473)	(61,677)
Gross value added	421,127	225,798	535,222	378,089
Retentions	(27,756)	(25,438)	(73,009)	(63,622)
Depreciation, amortization and depletion	(27,756)	(25,438)	(73,009)	(63,622)
Net value added	393,371	200,360	462,213	314,467
Value added received in transfer	(83,745)	(13,928)	3,087	9,357
Share of profit (loss) of investees	(90,437)	(21,572)	(4,510)	-
Finance income	6,692	7,644	7,597	9,357
Total value added for distribution	309,626	186,432	465,300	323,824
Distribution of value added	309,626	186,432	465,300	323,824
Personnel and charges	128,907	97,275	215,025	162,537
Direct compensation	102,355	76,480	168,823	123,625
Benefits	21,409	16,495	36,407	28,855
Unemployment Compensation Fund (FGTS)	5,143	4,300	9,795	10,057
Taxes, charges and contributions	145,525	67,580	195,740	124,917
Federal	93,768	46,536	118,868	79,766
State	47,121	20,109	71,515	43,649
Local	4,636	935	5,357	1,502
Interest and leases	90,759	37,143	110,100	51,936
Equity remuneration	(55,565)	(15,566)	(55,565)	(15,566)
Accumulated losses	(55,565)	(15,566)	(55,565)	(15,566)

See accompanying notes.

Sequoia Logística e Transportes S.A.

Notes to the interim financial information--Continued

June 30, 2022

(In thousands of reais - R\$, unless otherwise stated)

1. Operations

Sequoia Logística e Transportes S.A. (“Company” or “Sequoia Transportes”) is a publicly-held corporation with shares traded on the “Novo Mercado” corporate governance segment of B3 S.A. – Brasil, Bolsa, Balcão, under ticker SEQL3, and headquartered at Avenida Isaltino Victor de Moraes, nº 437, Bairro Vila Bonfim, Embu das Artes, State of São Paulo, Brazil, and is mainly engaged in the provision of services in the areas of consolidated and fractionated indoor and outdoor logistics, warehouse operational management (“fulfillment”), inland transportation and urban delivery to various customers, mainly in the e-commerce, retail fashion, teaching and education systems sectors and for retail banks. The Company stands out for implementing integrated logistics and transportation solutions, with intensive use of technology and systems that support the operating activities and interactions with its customers, developing customized systems to fully meet the needs of such operations.

2. Summary of significant accounting policies

The consolidated interim financial information comprises the operations of the Company and its subsidiaries, as follows:

Direct interest	Core activity	Headquarter country	Equity interest		
			06/30/2022	12/31/2021	06/30/2021
Transportadora Americana Ltda. (“ Transportadora Americana ”)	(a) Logistics and transport services	Brazil	100%	100%	100%
Direcional Transporte e Logística S.A.(“ Direcional ”)	(b) Logistics and transport services	Brazil	100%	100%	100%
Lithium Software Ltda.(“ Frenet ”)	(c) Digital platform	Brazil	100%	100%	100%
SF 350 Ltda.(“ SFX ”)	(d) Intermediation services	Brazil	100%	100%	-
Indirect interest - via Direcional					
Prime Express Logística e Transporte Ltda. and Prime Time Logística e Transportes Ltda.(“ Prime ”)	(e) Logistics and transport services	Brazil	-	-	100%
Indirect interest - via Transportadora Americana					
Transportadora Plimor Ltda. (“ Plimor ”)	(f) Logistics and transport services	Brazil	100%	100%	100%

- (a) Company acquired on February 28, 2020.
- (b) Company acquired on October 2, 2020.
- (c) Company acquired on April 5, 2021.
- (d) Company incorporated on September 2, 2021.
- (e) Company acquired on January 29, 2021 and merged on September 15, 2021.
- (f) Company acquired on May 14, 2021.

The Company does not have control over the following companies in which it has equity interest and, therefore, they are presented in the Investment group in the consolidated financial statements:

Direct interest	Core activity	Headquarter country	Equity interest		
			06/30/2022	12/31/2021	03/31/2021
Uello Tecnologia S.A. (“Uello”)	(g) Digital platform	Brazil	-	15%	17%
GHSX Tecnologia e Intermediação (“Drops”)	(h) Intermediation services	Brazil	51%	51%	-
Lincros Soluções em Software S.A. (“Lincros”)	(i) Digital platform	Brazil	41%	41%	-

- (g) Equity interest, without significant influence, acquired on October 7, 2020 and sold on April 4, 2022.
- (h) Company incorporated on August 8, 2021, under shared control.
- (i) Equity interest with shared control acquired on November 11, 2021.

The issue of this individual and consolidated interim financial information was authorized by the Board of Directors on August 9, 2022.

The interim financial information has been prepared in accordance with CVM Resolution 673/11, which establishes the minimum content of interim financial information, and the recognition and measurement principles for full or condensed interim financial information.

The interim financial information, in this case, is intended to provide the quarterly information based on the latest full annual financial statements. Therefore, it focuses on new activities, events and circumstances and does not duplicate information previously disclosed, except when management considers important to maintain certain information.

The interim financial information presented herein has been prepared based on the accounting policies and estimate calculation methods adopted in the preparation of the annual financial statements for the year ended December 31, 2021.

There have been no changes with respect to these accounting policies and estimate calculation methods. As permitted by CVM Resolution 673/11, management elected not to disclose again in detail the accounting policies adopted by the Company. Accordingly, this individual and consolidated interim financial information should be read in conjunction with the individual and consolidated financial statements for the year ended December 31, 2021.

Statement of compliance and basis of preparation

The individual and consolidated interim financial information has been prepared and is presented in accordance with the accounting pronouncement CPC 21 (R1) - Interim Financial Reporting and with the international accounting standard IAS 34 - Interim Financial Reporting, issued by the International Accounting Standards Board ("IASB"), consistently with the standards issued by the Securities and Exchange Commission of Brazil ("CVM"), applicable to the preparation of quarterly information.

Impacts of COVID-19

Since the beginning of the pandemic, Sequoia has been monitoring the development of the COVID-19 pandemic with respect to economic, financial, social and health aspects, in line with the guidelines of the government and of the World Health Organization (WHO), which were implemented for the care of the employees.

On March 9, 2022, the government of São Paulo relaxed the use of masks in internal and external environments, except in public transportation and in locations that provide health services.

Internally, management continues to monitor their risk management practices, in order to make the necessary decisions to ensure the continuity of the Company operations and to neutralize adverse social, financial, and economic impacts that may occur.

Impact on operations

Certain business lines had adverse impacts due to the pandemic. The distribution activities internally referred to as B2B (business to business), consisting of the provision of services to corporate customers and aimed at the supply of physical stores, commercial establishments, shopping malls, among others, suffered a sharp reduction in demand due to the quarantine period and the closure of these establishments.

On the other hand, the Company's main business line is in the B2C (business to client) market, involving the delivery to consumers' homes of purchases made through online sales channels, where there was a significant increase in demand and, consequently, growth in revenue, compared to the prior year.

Our measures during the pandemic and our prominent position in B2C are adequate to ensure the achievement of our objectives and the maintenance of our future business plan.

It is important to highlight that the idleness generated by the decrease in B2B operations was largely absorbed by the increase in B2C activities, not generating any need to record impairment losses.

Financial and economic impacts

Financial leverage: management monitors the cash flow of the Company and its subsidiaries, as well as the financial leverage ratio, on a daily basis.

Accounts receivable and accounts payable: management constantly monitors the default arising from invoicing for transport and logistics services (B2B and B2C), and the risk of shortages in the case of strategic suppliers. All risks were assessed, and no need to set up or reverse the loss allowance was identified.

We are constantly in contact with our suppliers, service providers, and the lessors of our operating units, such as our distribution centers, seeking to adapt the contracts to the new market realities, whether through price negotiation or extension of the payment term. In order to carry out the negotiations, the Company identified the contracts in effect whose renegotiation could have the most significant impacts, such as lessors of our operating units, that is, those with greater possibility of generating savings, and started the negotiations.

Asset impairment testing: The Company tests nonfinancial assets annually in order to identify any risk of impairment. For the six-month period ended June 30, 2022, management did not identify any indication of impairment of assets.

2.1 New pronouncements, interpretations and amendments adopted

There are no standards or interpretations that have been issued or amended and are not yet effective that, in the Company's understanding at the time of adoption, may have a significant impact on the profit or loss or equity disclosed by the Company.

2.2 Statements of cash flows

The statements of cash flows has been prepared in accordance with the technical pronouncement CPC 03 (R2), using indirect method.

As of June 30, 2022, the Company opted to present the interest paid on the financing activities of the statements of cash flows because they represent costs in obtaining financial resources. Previously presented, this interest paid was presented in the group of operating activities.

To allow comparability between periods, the comparative balances were adjusted. The following table shows the effect of this reclassification in the period ended June 30, 2021:

	Company			Consolidated		
	Currently stated	Adjustments	Originally stated	Currently stated	Adjustments	Originally stated
Operating activities	(23,325)	14,712	(38,037)	(80,341)	17,275	(97,616)
Investing activities	(272,933)	-	(272,933)	(165,263)	-	(165,263)
Financing activities	171,170	(14,712)	185,882	128,663	(17,275)	145,938
	(125,088)	-	(125,088)	(116,941)	-	(116,941)

3. Financial instruments

The main financial instruments and their amount recorded in the interim financial information by category, as well as the respective fair values, are as follows:

At June 30, 2022	Company				
	Fair value hierarchy	Measured at fair value through profit or loss	Amortized cost	Carrying amount	Fair value
Financial assets:					
Cash and cash equivalents	Level 2	87,330	-	87,330	87,330
Restricted financial investments	Level 2	35,650	-	35,650	35,650
Accounts receivable	Level 2	-	308,051	308,051	308,051
Total assets		122,980	308,051	431,031	431,031

Financial liabilities:					
Borrowings	Level 2	-	(384,115)	(384,115)	(384,115)
Derivatives	Level 2	-	(22,967)	(22,967)	(22,967)
Lease liabilities		-	(251,679)	(251,679)	(251,679)
Accounts payable and suppliers credit assignment	Level 2	-	(168,253)	(168,253)	(168,253)
Taxes in installments	Level 2	-	(9,912)	(9,912)	(9,912)
Payables for acquisition of investments	Level 2	-	(32,336)	(32,336)	(32,336)
Total liabilities		-	(869,262)	(869,262)	(869,262)

Consolidated					
Fair value hierarchy	Measured at fair value through profit or loss	Amortized cost	Carrying amount	Fair value	
At June 30, 2022					
Financial assets:					
Cash and cash equivalents	Level 2	132,400	-	132,400	132,400
Restricted financial investments	Level 2	35,650	-	35,650	35,650
Accounts receivable	Level 2	-	428,671	428,671	428,671
Total assets		168,050	428,671	596,721	596,721
Financial liabilities:					
Borrowings	Level 2	-	(387,487)	(387,487)	(387,487)
Derivatives		-	(22,967)	(22,967)	(22,967)
Lease liabilities		-	(303,010)	(303,010)	(303,010)
Accounts payable and suppliers credit assignment	Level 2	-	(228,644)	(228,644)	(228,644)
Taxes in installments	Level 2	-	(75,951)	(75,951)	(75,951)
Payables for acquisition of investments	Level 2	-	(87,853)	(87,853)	(87,853)
Total liabilities		-	(1,105,912)	(1,105,912)	(1,105,912)

a) Risk considerations

Credit risk

The operation of the Company and its subsidiaries comprises the provision of logistics services, mainly represented by the transportation of cargo in general, governed by specific contracts, which have certain conditions and terms, being substantially indexed to inflation compensation indexes for a period longer than one year. The Company adopts specific procedures for the selection and analysis of the customer portfolio in order to prevent default losses.

Liquidity risk

This is the risk of the Company and its subsidiaries not having sufficient liquid funds to fulfill their financial commitments, due to a mismatch of term or volume between expected receipts and payments. To monitor the cash liquidity, assumptions of future disbursements and receipts are established, which are daily monitored by the treasury area.

Interest rate risk

The Company obtains borrowings from the main financial institutions to meet cash needs for investment and growth.

As a result of the aforementioned, the Company is exposed to interest rate risk referenced to Interbank Deposit Certificate (“CDI”). The balances of financial investments indexed to the CDI, and the interest rate swaps (settled in January 2022) partially neutralize this effect.

Capital management

The main objective of the Company's capital management is to ensure that it maintains a strong credit rating and a well-established capital ratio in order to support business and maximize shareholder value. The Company manages the capital structure and adjusts it considering the changes in economic conditions.

There were no changes in objectives, policies or processes during the six-month period ended June 30, 2022.

Capital management is stated as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Borrowings and debentures	384,115	370,407	387,487	374,472
Derivatives	22,967	6,946	22,967	6,946
Payables for acquisition of investments	32,336	55,597	87,853	120,825
(-) Cash and cash equivalents and restricted financial investments	(122,980)	(185,362)	(168,050)	(203,461)
Net debt	316,438	247,588	330,257	298,782
Equity	548,359	600,831	548,359	600,831
Equity and net debt	864,797	848,419	878,616	899,613

b) Measurement of financial instruments

The measurement of all financial instruments of the Company and its subsidiaries corresponds only to the characteristics of Level 2:

Level 2

- (i) Cash and cash equivalents and restricted financial investments - the carrying amounts of financial investments in Bank Deposit Certificates measured at amortized cost approximate their fair values due to the fact that the operations are carried out at floating rates.
 - (ii) Borrowings and debentures, payables for acquisition of investments, derivatives, and payables for redemption of shares - the carrying amounts are measured at amortized cost and disclosed at fair value.
 - (iii) Accounts receivable - it is estimated that the carrying amounts of accounts receivable approximate their market fair values, due to the short term of the operations carried out.
- c) Transactions with derivative instruments

From December 11, 2020 to January 12, 2022, the Company maintained interest rate swap contracts to hedge against interest rate risks. On January 17, 2022, the Company entered into an equity swap agreement, in line with the agreement for repurchase of shares signed on January 11, 2022. These contracts are classified as derivative financial instruments and initially recognized at fair value on the date the contract is signed and subsequently remeasured monthly at fair value, with the adjustments being posted directly to the statement of profit or loss. Derivatives are presented as financial assets when the fair value calculated is positive, or as financial liabilities when the fair value is negative.

The Company does not have derivative financial instruments for speculation purposes and believes that the existing internal controls are adequate to control the risks associated with each strategy in the financial market.

The swap contracts signed on December 11, 2020 have a notional value of R\$30,117 and R\$58,200, allowing the Company to pay a fixed rate (identical to the interest rate defined in the debentures issued in 2019) and receive a floating rate indexed to the CDI. The equity swap contracts signed have a notional value indicated on each trading date, which allows the Company to pay a floating rate indexed to the CDI and to receive the variation of the value of its shares on B3.

The fair value of swap contracts was calculated considering the indices disclosed by Bm&fBovespa S.A., the data available on the calculation date and a specific calculation methodology for this type of transaction.

d) Sensitivity analysis

The Company is exposed to the variation of the Interbank Deposit Certificate (CDI), the index for borrowings in local currency and for income from financial investments (CDB). In order to check the sensitivity of these indexes, three different scenarios were defined:

For the probable scenario, according to an assessment prepared by Management, an oscillation of 5% was considered. Additionally, two other scenarios are presented (A and B). The Company assumed an oscillation of 25% (scenario A) and 50% (scenario B - extreme situation scenario) in the projections. The sensitivity analysis for each type of risk deemed relevant by Management is shown in the following table:

Transaction	Risk	Consolidated			
		06/30/2022	Gains and/or (losses)		
			Probable	Scenario A	Scenario B
Borrowings indexed to CDI	CDI increase	387,487	19,374	96,872	193,743
Payables for acquisition of investments	CDI increase	87,853	4,393	21,963	43,926
Financial investments indexed to CDI	CDI decrease	86,586	(4,123)	(17,317)	(28,862)
Restricted financial investments indexed to CDI	CDI decrease	35,650	(1,698)	(7,130)	(11,883)
	CDI increase ¹	13.15%	13.81%	16.44%	19.73%
	CDI decrease ¹	13.15%	12.52%	10.52%	8.77%

1) CDI disclosed by CETIP.

4. Cash and cash equivalents and Restricted financial investments

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Cash	109	114	290	308
Banks	16,366	19,833	45,524	36,125
Financial investments in CDB	70,122	130,886	85,853	132,499
Non-exclusive investment fund (b)	733	-	733	-
Cash and cash equivalents	87,330	150,833	132,400	168,932
Restricted financial investments (a)	35,650	34,529	35,650	34,529
	122,980	185,362	168,050	203,461

(a) These financial investments are part of the “Unit of Interest Purchase and Sale Agreement” entered into upon acquisition of Lótus, merged on August 31, 2019, and will be released on behalf of the sellers on the 5th year anniversary of the acquisition, less any indemnified losses and plus net income earned and they are part of the guarantee for bank debts, being released for use according to the agreed-upon schedule. These investments are remunerated at 97% of the CDI or by the Reference Rate (*TR or Taxa Referencial*).

(b) The Company acquired subordinated shares of a credit rights investment fund (“FIDC”). The acquisition of these units of Interest did not grant the power to control (as defined by CPC 36) and did not grant significant influence (as defined by CPC 18) to the Company. The redemption is daily, with the issuer itself and without significant loss of value. The value of the unit of interest is valued daily and is considered to be the fair value for accounting measurement of the investment value.

5. Accounts receivable

The breakdown of accounts receivable is as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Domestic customers	160,059	204,450	249,113	325,332
Unbilled customers (a)	164,291	101,925	206,207	107,494
	324,350	306,375	455,320	432,826
(-) Allowance for expected credit losses	(16,299)	(11,995)	(26,649)	(21,534)
	308,051	294,380	428,671	411,292

(a) Services provided that will be billed in subsequent periods, which are recognized on an accrual basis.

The aging of accounts receivable is as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Falling due	219,795	227,888	319,317	340,206
Past due				
1 to 30 days past due	3,967	6,744	14,341	9,487
31 to 90 days past due	17,150	7,792	25,613	12,453
91 to 180 days past due	18,348	15,557	27,935	17,868
181 to 365 days past due	13,381	31,014	16,184	32,681
More than 365 days past due	51,709	17,380	51,930	20,131
Subtotal past due	104,555	78,487	136,003	92,620
	324,350	306,375	455,320	432,826

Set out below is the movement in the allowance for expected credit losses of accounts receivable:

	Company	Consolidated
At December 31, 2021	(11,995)	(21,534)
Additions	(4,304)	(5,115)
Reversals	-	-
At June 30, 2022	(16,299)	(26,649)
At December 31, 2020	(7,831)	(11,464)
Reversals	-	(1,320)
Addition from acquisition of subsidiary	-	(8,917)
At June 30, 2021	(7,831)	(21,701)

The average consolidated collection period is approximately 72 days (78 days at December 31, 2021).

6. Taxes recoverable

The breakdown of the taxes recoverable balance is as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
PIS and COFINS	11,509	11,130	14,712	14,158
ICMS	-	-	2,933	2,933
Prepayments of corporate income tax (IRPJ) and social contribution tax (CSLL)	231	231	1,493	1,508
INSS (a)	17,129	1,019	19,285	1,577
Tax withholdings	4,309	3,640	4,790	4,078
Other	283	188	284	188
	33,461	16,208	43,497	24,442

(a) The Company recalculated the Social Contribution (INSS) paid to the S System, considering the limit of 20 minimum wages instead of the payroll.

7. Investments

Investments are broken down as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Investments in subsidiaries	456,378	433,299	-	-
Investments in joint venture	-	1,236	-	1,236
Investments in associate	32,439	30,470	32,439	30,470
	488,817	465,005	32,439	31,706
Investments measured at fair value	-	2,714	-	2,714
	488,817	467,719	32,439	34,420
Investments in subsidiaries, joint venture and associate	488,817	465,005	32,439	31,706
Provision for loss on investments	(6,149)	(950)	(5,242)	-
	482,668	464,055	27,197	31,706

7.1. Investments in subsidiaries, joint venture and associate

The movement and breakdown of the balance are as follows:

	Company					
	Transportadora					Total
	Americana	Direcional	Frenet	Drops	Lincros	
At January 1, 2022	212,890	196,293	23,165	1,237	30,470	464,055
Share of profit (loss) of investees	(77,286)	(4,667)	(3,974)	(1,650)	(2,860)	(90,437)
Future capital contributions	82,180	23,720	3,150	-	-	109,050
At June 30, 2022	217,784	215,346	22,341	(413)	27,610	482,668
Subsidiaries	192,758	178,422	(907)	-	-	370,273
Jointly-controlled subsidiary	-	-	-	(413)	-	(413)
Associate	-	-	-	-	(4,829)	(4,829)
Goodwill on acquisition of investment	25,026	36,924	23,248	-	32,439	117,637
Investments	217,784	215,346	23,248	-	32,439	488,817
Provision for loss on investments	-	-	(907)	(413)	(4,829)	(6,149)

	Company			
	Transportadora			Total
	Americana	Direcional	Frenet	
At January 1, 2021	27,876	66,536	-	94,412
Acquisition of subsidiary	-	-	24,523	24,523
Share of profit (loss) of investees	(25,390)	5,382	(1,564)	(21,572)
Capital increase	-	10,600	-	10,600
Future capital contributions	150,540	73,795	900	225,235
At June 30, 2021	153,026	156,313	23,859	333,198
Investments in subsidiaries	125,171	110,159	(1,105)	234,225
Goodwill on acquisition of investment	27,855	46,154	24,964	98,973

	Consolidated		
	GHSX	Lincros	Total
	At January 1, 2022	1,237	30,470
Share of profit (loss) of investees	(1,650)	(2,860)	(4,510)
At June 30, 2022	(413)	27,610	27,197
Jointly-controlled subsidiary	(413)	-	(413)
Associate	-	(4,829)	(4,829)
Goodwill on acquisition of investment	-	32,439	32,439
Investments	-	32,439	32,439
Provision for loss on investments	(413)	(4,829)	(5,242)

The significant financial information of the subsidiaries is as follows:

June 30, 2022					
Subsidiary	Assets	Liabilities	Equity	Net revenue	Profit (loss) for the period
Transportadora Americana	359,805	(167,047)	(192,758)	87,792	(76,063)
Direcional	319,402	(140,980)	(178,422)	123,387	88
Frenet	4,263	(5,170)	907	4,309	(3,105)

June 30, 2021					
Subsidiary	Assets	Liabilities	Equity	Net revenue	Profit (loss) for the period
Transportadora Americana	297,274	(172,103)	(125,171)	104,531	(20,369)
Direcional Transportes	153,702	(43,543)	(110,159)	77,222	10,815
Frenet	1,783	(2,888)	1,105	1,649	(1,131)

The main information of the joint venture and associate is as under:

June/30/2022							
Investee	Equity interest %	% in voting capital	Assets	Liabilities	Equity	Net revenue	Profit (loss) for the period
Drops	51%	51%	4,002	(5,067)	1,065	1	(3,235)
Lincros	41%	41%	12,971	(8,520)	(4,451)	12,192	(4,585)

7.2. Investments measured at fair value

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Uello (a)	-	2,714	-	2,714

(a) On April 4, 2022, the Company entered into an agreement for sale of all equity interest held in Uello for an amount of R\$16,824, which was received in full on the same date.

7.3. Joint venture incorporation

On August 08, 2021, the Company signed a contract for the formation of Drops with Gigahub Serviços Ltda. (“Gigahub”). The objective of this new company will be to transform existing commercial points that operate with Gigahub into a pick-up, drop-off (PUDO) network, acronym in Portuguese which means “pick up and drop”, and represents a type of collection and delivery of parcels as part of a wider network of services, enabling new distribution channels for sellers, generating traffic for commercial partners and meeting the preferences of the final consumer, who seeks agility and ease in deliveries and returns. On September 15, 2021, after fulfilling the conditions precedent, the incorporation term and the shareholders’ agreements were executed.

Although the Company has the majority of votes, the entity is accounted for using the equity method as the shareholders’ agreement provides those certain relevant decisions must be shared between the parties.

Intangible asset contributed

While Sequoia contributed funds to the joint venture to cover its equity interest, the partner holding the remaining shares contributed its knowledge to the joint venture to form the network of PUDOs. This contribution was measured and recorded as an intangible asset in the amount of R\$1,457.

The process to determine the value of the intangible asset considered the “with or without” model and involved the use of assumptions, judgments and estimates on future cash flows, such as revenue growth rate, costs and expenses, investment estimates and future working capital, perpetuity and discount rate. The main assumptions adopted for this measurement were:

- Cash flow discount rate: 18% per year, reflecting the weighted cost of capital.
- Cash flow projection for 10,2 years with a perpetuity growth rate of 3.2%, which considers the expectation of organic growth, price adjustment based on projected inflation and expected economic growth.
- Revenue growth of 72% between 2022 and 2029, with operations starting on Nov/21, considering the growth in the volume of transactions based on expectations of e-commerce growth and growth in the fee per transaction due to projected inflation.

The estimated useful life for amortization of this intangible asset was 10.2 years, from the start of activities.

Option to buy and sell

As part of the Shareholders' Agreement, the shareholder holding the remaining 49% equity interest in Drops was granted an option to sell its entire interest to Sequoia, effective between the second and fourth anniversary of the signing of the shareholder agreement. Additionally, a call option was granted to Sequoia to acquire the entire remaining interest in Drops, effective between the fourth and fifth anniversary of the signing of the shareholders' agreement.

The exercise value of the options must be determined based on an appraisal report on the date the option is exercised. The Company concluded that the assessment of the fair value of the options does not generate a current benefit for any of the parties, since the measurement will be made when the options are actually exercised.

7.4. Corporate restructuring transactions

Merger of Prime Express and Prime Time

At the Special General Meeting (SGM) held on September 15, 2021, Direcional Transportes approved the merger of Prime Express and Prime Time. The main purpose of this merger was to allow operating gains for the companies. The merged net assets are as follows:

	Current assets	Noncurrent assets	Current liabilities	Noncurrent liabilities	Merged net assets
Prime Express	38,357	52,306	57,972	85,826	(53,135)
Prime Time	1,595	10,567	2,113	10,035	14

7.5. Acquisition of equity interest

(a) Lincros Soluções em Software S.A. ("Lincros")

On November 11, 2021, after the fulfillment of the conditions precedent, the Company concluded the acquisition of 41% of the shares of Lincros Soluções em Software S.A. ("Lincros"), Lincros will provide logistics services through the SaaS (Software as a Service) application for companies in the B2B segment, which helps large shippers in Brazil to be more efficient in their transport operations, offering a complete package of high quality solutions at competitive prices, such as: routing services, freight optimization, real-time tracking and TMS Embarcador (Transportation Management System).

The fair value of identifiable assets and liabilities of Lincros was recorded preliminarily as shown below:

Upon closing, the Company paid the installment in cash and settled the balance related to the installment withheld on January 12, 2022, concluding the consideration amount of R\$37,050.

As part of the shareholders' agreement, signed on November 11, 2021, Sequoia was granted a call option to purchase all the remaining 59% interest in Lincros, effective between the third and seventh anniversary of the signing of this shareholders' agreement. Additionally, the shareholders with the remaining 59% interest were granted a put option to sell all of their equity interest to Sequoia effective between the fourth and seventh anniversary of the signing of this shareholders' agreement, provided that Sequoia holds more than 50% of the common shares.

The exercise value of the options will be determined based on a multiple of net revenue, less net debt. The fair value of this option was measured using the Monte Carlo Simulation, since the options are based on multiples of future revenue, which generates a situation with some level of uncertainty and this method allows integrating the effects of this uncertainty into the estimate of volatility of the revenues. The main assumptions adopted in this calculation are as follows:

- Revenue growth, in a risk-neutral scenario, of 7.4% between 2024 and 2026, considering growth in transaction volume and growth in transaction fee due to projected inflation.
- Probability of exercising the call option ranging from 23.7% to 37.3%.
- Volatility of 44.1%, considering an average of companies in the sector over a period of 5 years.
- Cash flow discount rate of 10.5% per annum, which reflects the weighted cost of capital.

The fair value of the purchase options of R\$7,026 was recorded in the asset as an investment purchase option.

The acquisition of 41% of Lincros' shares did not provide Sequoia with the power (pursuant to CPC 36) to control and, consequently, consolidate Lincros' financial statements. Significant influence (pursuant to CPC 18) over Lincros was defined by the fact that Sequoia holds more than 20% of the voting capital, has members in the Board of Directors and participates in Lincros' financial and operational decisions.

(b) Transportadora Plimor Ltda. ("Plimor")

On May 14, 2021, after the fulfillment of the conditions precedent and final approval of the transaction by CADE, Transportadora Americana concluded the acquisition of the total capital of Transportadora Plimor Ltda. ("Plimor"), headquartered in the State of Rio Grande do Sul and engaged in transportation and logistics, with a focus on light e-commerce (parcels of up to 30 kilograms) and less-than-truckload or "LTL" shipping, serving customers from a wide range of industries, such as IT, pharmaceutical, footwear and apparel companies, among others.

The fair value of Plimor's identifiable assets and liabilities was recorded on a preliminary basis:

Upon closing, the Company paid the installment in cash and will settle the 6 remaining installments with deduction of the amount of indemnifiable losses incurred and monetarily adjusted based on the CDI variation. As at June 30, 2022, the monetarily adjusted amount of the debt balance was R\$50,416 (R\$54,681 as at December 31, 2021).

(c) Acquisition of Lithium Software Ltda. ("Frenet")

On April 5, 2021, after the fulfillment of the conditions precedent, the Company concluded the acquisition of the total capital of Lithium Software S/S Ltda. ("Frenet"), headquartered in the city of Birigui, State of São Paulo, a platform of digital transport solutions for the B2C market, which offers integrated solutions to its customers.

The fair value of identifiable assets and liabilities of Frenet was recorded definitively.

Upon closing, the Company paid the installment in cash and will settle the 2 remaining installments with deduction of the amount of indemnifiable losses incurred and monetarily adjusted based on the CDI variation and considering the achievement of certain targets, calculated annually starting in 2022 and ending in 2024. As at June 30, 2022, the monetarily adjusted amount of the debt balance was R\$6,502 (R\$15,727 as at December 31, 2021).

(d) Acquisition of Prime Express Logística e Transporte Ltda. and Prime Time Logística e Transportes Ltda. ("Prime")

On January 29, 2021, after the fulfillment of the conditions precedent and the final and unappealable approval of the transaction by the Brazilian Antitrust Authority (CADE), the subsidiary Direcional completed the acquisition of the total capital of Prime Express Logística e Transporte Ltda. and Prime Time Logística e Transporte Ltda. (jointly referred to as "Prime"), companies that operate in the transportation and logistics segment, with a focus on e-commerce of large products, known as "medium road transport" and "heavy road transport", under the cross docking, door to door, milk run and reverse logistics models for B2C, in the South and Southeast regions, the Federal District, and the state of Goiás in Brazil.

Prime is made up of two legally independent companies, acquired separately. When allocating the transaction amounts, Direcional understood that there was only one single cash-generating unit, considering the independence of the operations and the sharing of facilities, such as the distribution center and warehouse.

The fair value of the identifiable assets and liabilities of Prime was recorded definitively as shown below:

Direcional will pay two installments with deduction of the amount of indemnifiable losses incurred and monetarily adjusted based on the CDI variation until January 2025. As at June 30, 2022, the monetarily adjusted amount of the debt balance was R\$5,100 (R\$10,546 as at December 31, 2021).

After reviewing the transaction values to define the "Price adjustment", as well as the terms of the agreement, Direcional understood that it is not currently possible to measure this amount reliably, and therefore did not consider any price adjustment in the determination of the preliminary allocations on the acquisition date.

Allocation of fair value

	Lincros	Plimor	Frenet	Prime
	Note (a)	Note (b)	Note (c)	Note (d)
Assets				
Cash and cash equivalents	16,371	1,182	762	2,789
Accounts receivable	1,877	7,186	176	31,243
Taxes recoverable	1,014	-	-	2,933
Deferred income and social contribution taxes	-	-	-	16,020
Other receivables	307	1,257	17	515
Intangible assets				
Customer portfolio	9,187	114,843	1,386	26,362
Non-compete agreement	-	12,858	-	9,879
Software	37,764	-	14,995	-
Other intangible assets	4,135	261	509	-
Property and equipment	-	-	-	-
Surplus value of property and equipment	-	29,687	-	9,067
Other property and equipment	646	9,411	238	24,885
Right-of-use assets	-	2,217	-	21,598
	71,301	178,902	18,083	145,291
Liabilities				
Borrowings	(10,310)	(10,603)	(815)	(30,391)
Lease liabilities	-	(2,254)	-	(23,683)
Accounts payable	(2,259)	(17,965)	(202)	(21,902)
Labor and tax obligations	(1,956)	(10,185)	(518)	(73,654)
Taxes in installments	(43)	(16,449)	(935)	(25,281)
Contingencies	(393)	(113,648)	-	(43,081)
Other liabilities	(410)	(10,789)	(107)	(26,649)
	(15,371)	(181,893)	(2,577)	(244,641)
Total	55,930	(2,991)	15,506	(99,350)
% of equity interest acquired	41%	100%	100%	100%
Total identifiable assets (liabilities assumed), net	22,931	(2,991)	15,506	(99,350)
Goodwill on acquisition	8,003	196,008	9,037	120,011
Total consideration	30,934	193,017	24,543	20,661
Payables for acquisition of investments	37,959	193,017	24,543	20,661
Option to buy and sell	(7,026)	-	-	-
Cash flow on acquisition				
Cash paid, net of cash acquired (classified as investing activities)	37,050	115,953	9,238	7,744
Acquisition cost (classified as operating activities)	606	821	400	567
Cash paid on acquisition	37,656	116,774	9,638	8,311

The fair value of accounts receivable is the amount expected to be fully received and the goodwill generated comprises the value of future economic benefits stemming from synergies arising from the acquisition.

Acquisition costs were recorded in the statement of profit or loss when they were incurred.

Measurement method and useful life of the identified intangible assets

The Company engaged a valuation firm to assist it with the purchase price allocation.

The intangible assets related to the **customer portfolio** were measured under the “Income Approach - Multi Period Excess Earnings” method, those related to the **non-competes agreement** were measured under the “With or Without” method, and those related to the **software** were measured under the “Relief from Royalty” method. The “Cost measurement method”, where the price quotes of the evaluated products are consulted, was used to measure the surplus value of property and equipment, in line with the principles of the Brazilian Association of Technical Standards (ABNT).

The following amounts and useful lives have been estimated:

Acquiree	Description	Customer portfolio	Non-competes agreement	Surplus value of property and equipment	Software
Lincros (*)	Allocated amount	3,760	-	-	15,630
	<i>Amortization in years</i>	<i>9.2</i>	-	-	<i>10</i>
Plimor	Allocated amount	114,843	12,858	29,687	-
	<i>Amortization in years</i>	<i>5</i>	<i>5</i>	<i>3</i>	-
Frenet	Allocated amount	1,386	-	-	14,995
	<i>Amortization in years</i>	<i>5.8</i>	-	-	<i>10</i>
Prime	Allocated amount	26,362	9,879	9,067	-
	<i>Amortization in years</i>	<i>5</i>	<i>5</i>	<i>10</i>	-

(*) Considers the percentage acquired.

8. Payables for acquisition of investments

Broken down as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Yep (a)	5,647	18,121	5,647	18,121
Lótus	8,170	7,750	8,170	7,750
Nowlog	3,184	3,946	3,184	3,946
Transportadora Americana	4,965	5,474	4,965	5,474
Direcional	3,868	3,670	3,868	3,670
Prime	-	-	5,101	10,546
Frenet	6,502	15,727	6,502	15,727
Plimor	-	-	50,416	54,681
Lincros	-	909	-	909
	32,336	55,597	87,853	120,825
Current	13,603	36,217	54,985	63,309
Noncurrent	18,733	19,380	32,868	57,516

- (a) On November 16, 2016, Sequoia Transportes acquired 100% of Intec TI Logística S.A. ("Yep Log") and Intec Tecnologia da Informática S.A. ("Yep Tec"), and merged the subsidiaries on December 31, 2016. On March 17, 2022, the Company and the sellers renegotiated the debt and agreed to pay R\$12,000 in two installments monetarily adjusted based on the CDI maturing on April 5, 2022 and October 5, 2022, resulting in a reduction of the total debt by R\$5,941, which was classified in Other income in the statement of profit or loss.

9. Property and equipment

The breakdown and movement of property and equipment are as follows:

	Company								
	Vehicles and trucks	Facilities	Machinery and equipment	Furniture and fittings	IT equipment	Leasehold improvement s	Property and equipment in progress	Other property and equipment	Total
<i>Cost:</i>									
On January 1, 2022	31,148	8,271	19,891	5,201	16,143	17,117	24,363	6,163	128,297
Additions	-	84	9,588	140	2,429	645	4,242	22	17,150
Transfers	2,430	2	-	-	(4,980)	(1)	-	2,549	-
At June 30, 2022	33,578	8,357	29,479	5,341	13,592	17,761	28,605	8,734	145,447
On January 1, 2021	31,082	8,155	14,758	4,990	13,297	16,983	8,964	5,590	103,819
Additions	-	115	398	157	2,023	111	8,491	429	11,724
Transfers	-	-	4,666	-	-	84	4,768	18	-
Write-offs	-	-	-	-	-	-	(1)	-	(1)
At June 30, 2021	31,082	8,270	19,822	5,147	15,320	17,178	12,686	6,037	115,543
<i>Depreciation:</i>									
On January 1, 2022	(27,476)	(5,307)	(7,207)	(3,785)	(9,213)	(8,709)	-	(2,627)	(64,324)
Depreciation	(1,250)	(404)	(1,076)	(194)	(1,295)	(774)	-	(3)	(4,996)
At June 30, 2022	(28,726)	(5,711)	(8,283)	(3,979)	(10,508)	(9,483)	-	(2,630)	(69,320)
On January 1, 2021	(24,017)	(4,445)	(5,451)	(3,382)	(6,736)	(7,231)	-	(2,621)	(53,883)
Depreciation	(1,065)	(428)	(805)	(200)	(1,079)	(882)	-	(791)	(5,250)
At June 30, 2021	(25,082)	(4,873)	(6,256)	(3,582)	(7,815)	(8,113)	-	(3,412)	(59,134)
<i>Net Residual Value:</i>									
At June 30, 2022	4,852	2,646	21,196	1,362	3,084	8,278	28,605	6,104	76,127
At June 30, 2021	6,000	3,397	13,566	1,564	7,506	9,065	12,686	2,625	56,409

	Consolidated								
	Vehicles and trucks	Facilities	Machinery and equipment	Furniture and fittings	IT equipment	Leasehold improvements	Property and equipment in progress	Other property, plant and equipment	Total
<i>Cost:</i>									
On January 1, 2022	141,200	9,410	49,765	8,875	31,355	23,635	33,821	47,415	345,476
Additions	53	84	9,651	188	2,900	815	4,656	27	18,374
Write-offs	(3,011)	-	(1)	-	-	-	-	-	(3,012)
Transfers	3,164	-	101	(104)	(6,052)	(2)	(1)	2,894	-
On June 30, 2022	141,406	9,494	59,516	8,959	28,203	24,448	38,476	50,336	360,838
On January 1, 2021	52,572	7,571	14,780	4,321	18,221	19,760	21,962	9,702	148,889
Acquisition of subsidiary	24,311	6	5,700	279	969	296	1,736	1,237	34,534
Surplus value of property and equipment	31,325	-	-	-	-	-	-	-	31,325
Additions	24	122	468	193	2,248	111	13,346	442	16,954
Write-offs	(678)	-	(44)	(128)	(308)	-	(4,467)	(54)	(5,679)
Transfers	-	-	4,667	1	-	1,490	(6,176)	18	-
On June 30, 2021	107,554	7,699	25,571	4,666	21,130	21,657	26,401	11,345	226,023
<i>Depreciation:</i>									
On January 1, 2022	(86,804)	(6,009)	(32,183)	(6,377)	(21,956)	(11,672)	345	(42,488)	(207,144)
Depreciation	(11,941)	(458)	(2,059)	(307)	(1,610)	(1,101)	-	(59)	(17,535)
At June 30, 2022	(98,745)	(6,467)	(34,242)	(6,684)	(23,566)	(12,773)	345	(42,547)	(224,679)
On January 1, 2021	(36,105)	(3,415)	(4,870)	(1,691)	(10,986)	(8,739)	(8,964)	(4,587)	(79,357)
Depreciation	(10,626)	(466)	(1,335)	(1,037)	(1,289)	(882)	-	(889)	(16,524)
On June 30, 2021	(46,731)	(3,881)	(6,205)	(2,728)	(12,275)	(9,621)	(8,964)	(5,476)	(95,881)
<i>Net Residual Value:</i>									
On June 30, 2022	42,661	3,027	25,274	2,275	4,637	11,675	38,821	7,789	136,159
On June 30, 2021	60,823	3,818	19,366	1,938	8,855	12,036	17,437	5,869	130,142

Management did not identify any impairment indicators in the six-month period ended June 30, 2022.

10. Intangible assets

The movement is as follows:

	Company					Total
	Software and other	Goodwill	Customer portfolio	Non-competete agreement	Surplus value of property and equipment	
<i>Cost:</i>						
On January 1, 2022	62,401	139,547	34,642	5,446	6,585	248,621
Additions	4,409	-	-	-	-	4,409
At June 30, 2022	66,810	139,547	34,642	5,446	6,585	253,030
On January 1, 2021	33,436	139,547	22,545	2,222	404	198,155
Additions	8,183	-	-	-	-	8,183
	(51)	-	-	-	-	(51)
On June 30, 2021	41,568	139,547	22,545	2,222	404	206,287
<i>Amortization:</i>						
On January 1, 2022	(23,087)	-	(23,374)	(4,632)	(6,452)	(57,545)
Depreciation	(1,439)	-	(3,759)	(183)	(27)	(5,408)
At June 30, 2022	(24,526)	-	(27,133)	(4,815)	(6,479)	(62,953)
On January 1, 2021	(7,104)	-	(3,760)	(486)	(126)	(11,477)
Depreciation	(1,376)	-	(3,761)	(485)	(170)	(5,792)
On June 30, 2021	(8,480)	-	(7,521)	(971)	(296)	(17,269)
<i>Net Residual Value:</i>						
On June 30, 2022	42,284	139,547	7,509	631	106	190,077
On June 30, 2021	33,088	139,547	15,024	1,251	108	189,018

	Consolidated					
	Software and other	Goodwill	Customer portfolio	Non-competit agreement	Surplus value of property and equipment	Total
<i>Cost:</i>						
On January 1, 2022	79,052	487,534	227,279	34,463	6,452	834,780
Additions	5,814	-	-	-	-	5,814
At June 30, 2022	84,866	487,534	227,279	34,463	6,452	840,594
On January 1, 2021	46,633	160,160	85,964	13,770	6,585	313,112
Acquisition of subsidiaries	15,765	253,030	147,576	22,737	-	439,108
Additions	8,183	1,080	-	-	-	9,263
Write-offs	(51)	-	-	-	-	(51)
On June 30, 2021	70,530	414,270	233,540	36,507	6,585	761,432
<i>Amortization:</i>						
On January 1, 2022	(24,374)	-	(58,878)	(10,071)	(6,452)	(99,775)
Amortization	(2,405)	-	(22,802)	(3,113)	(27)	(28,347)
At June 30, 2022	(26,779)	-	(81,680)	(13,184)	(6,479)	(128,122)
On January 1, 2021	(20,264)	-	(21,493)	(4,419)	(6,307)	(52,483)
Amortization	(1,791)	-	(15,074)	(2,613)	(170)	(19,648)
On June 30, 2021	(22,055)	-	(36,567)	(7,032)	(6,477)	(72,131)
<i>Net Residual Value:</i>						
On June 30, 2022	58,087	487,534	145,599	21,279	(27)	712,472
On June 30, 2021	48,475	414,270	196,973	29,475	108	689,301

Management did not identify any impairment indicators in the six-month period ended June 30, 2022.

11. Borrowings, debentures and Derivatives

11.1. Borrowings and debentures

	% - Interest p.a.	Company		Consolidated	
		06/30/2022	12/31/2021	06/30/2022	12/31/2021
Working capital	CDI + 1.9% to 4.9% or pre-set from 12% to 22%	384,115	269,943	387,470	273,954
Debentures	CDI + 4.0% and CDI + 4.75%	-	100,464	-	100,464
Other	pre-set from 0.77% to 8.70%	-	-	17	54
		384,115	370,407	387,487	374,472
Transaction costs		(2,480)	(1,486)	(2,480)	(1,486)
		381,635	368,921	385,007	372,986
Current		65,021	41,890	66,475	43,298
Noncurrent		316,614	327,031	318,532	329,688

The balance movement is stated can be seen in Note 24.

The amounts recorded in noncurrent liabilities have the following maturity schedule:

	Company	Consolidated
From Jul/23 to Jun/24	142,651	144,277
From Jul/24 to Jun/25	126,723	127,015
From Jul/25 onwards	47,240	47,240
	316,614	318,532

The guaranteed borrowing amounts are as follows:

	Company	Consolidated
Assignment of receivables	384,114	387,470

CCBs and Debentures provide for covenants, including: (i) provision of annual financial information; (ii) default in transactions with financial institutions; and (iii) maintenance of certain financial ratios, defined by the Net Debt / EBITDA ratio, which must be less than or equal to the 2.0x at the end of each year and by the Net Debt/Equity ratio, which must be less than or equal to 1.0x at the end of each year.

As at June 30, 2022, the Company was fully compliant with the covenants mentioned above and in other contracts.

11.2. Derivatives

The amounts calculated at the end of the period are as follows:

Notional value	Fair value		Net receivable/(payable)
	Long position	Short position	
9,911	5,108	(10,380)	(5,272)
20,113	10,600	(21,053)	(10,453)
10,001	5,306	(10,346)	(5,040)
4,868	3,282	(4,982)	(1,700)
2,996	2,517	(3,019)	(502)
	26,813	(49,780)	(22,967)

The fair value is presented in noncurrent liabilities, since the financial settlement is expected in July 2023.

12. Right-of-use assets and lease liabilities

The following are the carrying amounts of recognized right-of-use assets (gross PIS and COFINS) and changes in the period:

	Useful life (years)	Company					06/30/2022
		12/31/2021	Additions	Renegotiation of contracts	Write-offs	Depreciation	
Distribution centers and properties	2 to 12	214,735	30,173	(9,720)	(82)	(18,738)	216,368
Trucks	5	146	31	-	-	(177)	-
Monitoring systems	5	853	-	(32)	-	(142)	679
		215,734	30,204	(9,752)	(82)	(19,057)	217,047

	Useful life (years)	Company				06/30/2021
		12/31/2020	Additions	Write-offs	Depreciation	
Distribution centers and properties	2 to 12	185,138	62,068	(162)	(15,465)	231,579
Trucks	5	438	-	-	(146)	292
Monitoring systems	5	1,223	-	(72)	(151)	1,000
		186,799	62,068	(234)	(15,762)	232,871

		Consolidated					
Useful life (years)	12/31/2021	Additions	Renegotiation of contracts	Write-offs	Depreciation	06/30/2022	
Distribution centers and properties	2 to 12	256,054	57,109	(9,720)	(9,006)	(29,634)	264,803
Trucks	5	146	31	-	-	(177)	-
Monitoring systems	5	853	-	(32)	-	(142)	679
		257,053	57,140	(9,752)	(9,006)	(29,953)	265,482

		Consolidated					
Useful life (years)	12/31/2020	Acquisition of subsidiaries	Additions	Write-offs	Depreciation	06/30/2021	
Distribution centers and properties	2 to 12	226,504	23,815	50,437	(2,021)	(29,681)	269,054
Trucks	5	438	-	-	-	(146)	292
Monitoring systems	5	1,223	-	-	(72)	(151)	1,000
		228,165	23,815	50,437	(2,093)	(29,978)	270,346

The impact on the statement of financial position of embedded nominal interest of lease liabilities is shown below:

	Company	Consolidated
Nominal flow	369,449	432,138
(-) Embedded interest	(117,770)	(129,128)
	251,679	303,010
Current	33,194	56,296
Noncurrent	218,485	246,714

The balance movement is stated in Note 24.

The maturities of the noncurrent balance are shown below:

	Company	Consolidated
From Jul/23 to Jul/24	33,724	42,176
From Jul/24 to Jul/25	34,573	41,096
From Jul/25 onwards	150,188	163,442
	218,485	246,714

13. Accounts payable and other payables

13.1 Accounts payable and suppliers credit assignment

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Accounts payable	46,973	41,269	86,434	69,495
Suppliers credit assignment (a)	121,280	85,258	142,210	106,035
	168,253	126,527	228,644	175,530

- (a) The Company entered into agreements with banks to structure the operation called “suppliers financing” with its main freight suppliers. In this transaction, suppliers transfer the rights to receive the notes to the bank, which, in turn become creditor in the transaction. The Company expanded its offer to strategic suppliers and freight service providers in order to facilitate the financial flow of these partners. Despite the increase in the volume made available, Management reviewed the composition of this operation’s portfolio and concluded that there was no significant change in the terms, prices and conditions previously established upon performing a complete analysis of suppliers by category.

13.2 Other payables

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Provision for operating costs	19,217	26,404	4,338	19,942
Provision for bonus and profit sharing	144	2,912	144	2,912
Provision for employee benefits	144	2,513	590	3,130
Provision for losses on operation	1,490	1,670	1,490	1,670
Other cost / expense provisions	1,236	241	1,781	429
	22,231	33,740	8,343	28,083
Current liabilities	22,231	33,740	8,155	27,862
Noncurrent liabilities	-	-	188	221

14. Labor and tax obligations

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Salaries payable	5,019	5,501	10,920	12,322
Provision for vacation pay and 13 th monthly	18,427	13,372	32,473	25,012
Payroll charges	6,023	4,326	9,186	7,699
Federal taxes on income	37,922	35,035	48,981	46,329
Federal taxes on third-party services	4,048	1,747	5,490	2,860
IRPJ and CSLL	14,107	4,265	15,503	5,999
Labor claims payable	76	95	1,263	1,165
Taxes in installments (a)	9,912	10,464	75,951	84,394
	95,534	74,805	199,767	185,780
Current	88,540	67,500	149,700	121,926
Noncurrent	6,994	7,305	50,067	63,854

(a) The Company joined the installment plans for payment in up to 60 months of state taxes and certain federal taxes. The subsidiaries had already adhered to ordinary and simplified tax installment payment plans before the acquisition by the Company. The opening of the balance by tax are as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
PIS and COFINS	5,109	5,260	45,694	49,921
ICMS	3,210	3,487	11,089	14,007
Real Property Tax (IPTU)	-	-	1,891	1,871
IRPJ and CSLL	1,593	1,717	4,605	4,685
INSS	-	-	11,399	12,032
Other	-	-	1,273	1,878
Total	9,912	10,464	75,951	84,394

15. Provision for legal claims

15.1. Probable losses

Changes in the provision for legal claims to cover probable and possible risks were as follows:

	Company			
	Labor	Civil	Tax	Total
At January 1, 2022	4,577	600	11,532	16,709
Payment of claims	(1,092)	-	-	(1,092)
Complement (reversal) of provision	1,719	(137)	(2,210)	(628)
At June 30, 2022	5,204	463	9,322	14,989

	Company			
	Labor	Civil	Tax	Total
At January 1, 2021	6,271	94	13,749	20,114
Payment of claims	(3,074)	-	-	(3,074)
Complement of provision	1,266	(57)	(1,108)	101
At June 30, 2021	4,463	37	12,641	17,141

	Consolidated			
	Labor	Civil	Tax	Total
At January 1, 2022	29,391	20,619	146,049	196,059
Payment of claims	(3,480)	-	-	(3,480)
Complement (reversal) of provision	3,842	1,072	(4,074)	840
At June 30, 2022	29,753	21,691	141,975	193,419

	Consolidated			
	Labor	Civil	Tax	Total
At January 1, 2021	12,508	4,134	54,363	71,005
Addition of provision - acquisition of Plimor	4,905	4,562	34,412	43,879
Addition of provision - acquisition of Prime	3,610	3,781	35,690	43,081
Payment of labor claims	(3,556)	-	-	(3,556)
Complement (reversal) of provision	956	2,353	(8,880)	(5,571)
At June 30, 2021	18,423	14,830	115,585	148,838

The following is a summary of the main lawsuits:

Labor contingencies

As at June 30, 2022, the Company and its subsidiaries are parties to approximately 1,189 labor claims (714 as at December 31, 2021) filed by former employees, service providers and drivers, requesting the payment of severance pay, occupational illnesses, salary premiums, overtime, and amounts due for subsidiary liability, and discussion about the recognition of employment relationship. The provisions are periodically reviewed based on the development of the lawsuits and the history of losses on labor lawsuits, in order to better reflect the current estimate.

Tax contingencies

Under CPC 15 - Business Combinations, the acquirer must recognize, at the acquisition date, a contingent liability assumed in a business combination, even if it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

15.2. Possible losses

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2021	12/31/2021
Civil	5,173	4,453	18,994	18,442

Most civil lawsuits are filed by customers with a compensation claim for inconsistencies in deliveries made or damage to delivered goods.

The calculation of the labor contingency amounts considers the historical loss (unfavorable and ratified agreements) and the total lawsuits in progress, regardless of the estimated loss. Therefore, there are no amounts related to possible losses of a labor nature to be disclosed.

16. Equity

16.1. Share capital

As at June 30, 2022, the Company's share capital was R\$655,618, comprised of 140,270,473 registered common shares with no par value, fully paid-up, as follows:

	Equity interest	
	Shares	%
Controlling shareholders and officers	20,018,994	14.27%
Outstanding shares	120,251,479	85.73%
At June 30, 2022	140,270,473	100%

The movement in the share capital is as follows:

	R\$	Shares
January 31, 2022 (a)	56	24,712
March 09, 2022 (a)	401	174,444
March 24, 2022 (a)	624	268,558
June 13, 2022 (a)	665	371,650
	1,746	839,364

(a) The Board of Directors approved the increase of the Company's capital, within the limit of the authorized capital, by private subscription, to meet the exercise of the Company's stock options granted under the First Stock Option Plan.

16.2. Share-based payment plan

The main information related to the **Plan 1** is summarized below:

Series	June 30, 2022					Number of options				
	Grant date	First exercise date	Expiry date	Exercise price	Fair value	Granted	Exercised	Expired	Total outstanding	Exercisable
1	Jul/17	Jul/18	Jul/23	R\$ 1.79	R\$ 0.83	3,143,850	2,330,152	813,698	-	-
2	Mar/18	Mar/19	Jul/23	R\$ 1.79	R\$ 0.62	1,353,699	1,102,190	251,509	-	-
3	Mar/19	Mar/20	Jul/23	R\$ 1.79	R\$ 0.62	1,928,271	1,073,202	548,818	306,251	-
4	Jun/19	Jun/20	Jul/23	R\$ 1.79	R\$ 0.62	475,437	356,577	-	118,860	-
5	Nov/19	Nov/20	Jul/23	R\$ 1.79	R\$ 0.38	494,240	-	-	494,240	247,120
6	Jan/20	Jan/21	Jul/23	R\$ 1.79	R\$ 0.36	98,848	49,424	-	49,424	-
7	Feb/20	Feb/21	Jul/23	R\$ 1.79	R\$ 0.36	172,984	86,492	-	86,492	-
8	Jun/20	Jun/21	Jul/23	R\$ 1.79	R\$ 0.36	98,848	49,424	49,424	-	-
9	Aug/20	Aug/21	Jul/23	R\$ 1.79	R\$ 0.44	51,894	17,383	-	34,511	259
10	Sep/20	Sep/21	Jul/23	R\$ 1.79	R\$ 0.44	88,963	-	-	88,963	30,247
						7,907,034	5,064,844	1,663,449	1,178,741	277,626

June 30, 2021						Number of options				
Series	Grant date	First		Exercise price	Fair value	Granted	Exercised	Expired	Total outstanding	Exercisable
		exercise date	Expiry date							
1	Jul/17	Jul/18	Jul/23	R\$1.79	R\$0.83	3,143,850	1,443,343	813,698	886,809	304,270
2	Mar/18	Mar/19	Jul/23	R\$1.79	R\$0.62	1,353,699	917,254	196,027	240,418	-
3	Mar/19	Mar/20	Jul/23	R\$1.79	R\$0.62	1,928,271	571,635	430,030	926,606	195,312
4	Jun/19	Jun/20	Jul/23	R\$1.79	R\$0.62	475,437	237,718	-	237,719	-
5	Nov/19	Nov/20	Jul/23	R\$1.79	R\$0.38	494,240	-	-	494,240	123,560
6	Jan/20	Jan/21	Jul/23	R\$1.79	R\$0.36	98,848	24,712	-	74,136	-
7	Feb/20	Feb/21	Jul/23	R\$1.79	R\$0.36	172,984	43,246	-	129,738	-
8	Jun/20	Jun/21	Jul/23	R\$1.79	R\$0.36	98,848	24,712	-	74,136	-
9	Aug/20	Aug/21	Jul/23	R\$1.79	R\$0.44	51,894	-	-	51,894	-
10	Sep/20	Sep/21	Jul/23	R\$1.79	R\$0.44	88,963	-	-	88,963	-
						7,907,034	3,262,620	1,439,755	3,204,659	623,142

At the EGM held on September 15, 2020, the Company's Second Stock Option Plan ("**Plan 2**") was approved, and the Board of Directors and the Executive Board were authorized to take the necessary measures to implement this plan.

The main characteristics of the Plan 2 are as follows:

Limit of 5% of the total common shares

Vesting period: 10% on the first anniversary, 20% on the second anniversary, 35% on the third anniversary, and 35% on the fourth and last anniversary.

Exercise price: R\$12.40 monetarily adjusted based on CDI from the grant date to the vesting date.

Extinguishing period: 6 years from the grant date or in case of termination of the employment relationship at the beneficiary's will, the optionee will have 30 days to exercise their vested options; in case of termination at the Company's will for cause, the options will be considered automatically extinguished; in case of termination at the Company's will without cause, the beneficiary will have 6 months to exercise the vested options.

The Company does not have any legal or constructive obligation to repurchase or settle the options in cash. The fair value of the options granted was calculated separately by type of option. The fair value of the "executive length of stay" feature options was calculated based on the Black & Scholes' continuous valuation model.

The main information related to the **Plan 2** is summarized below:

June 30, 2022						Number of options				
Series	Grant date	First		Exercise price	Fair value	Granted	Exercised	Expired	Total outstanding	Exercisable
		exercise date	Expiry date							
1	Jan/22	Jun/22	Jan/28	R\$12.40	R\$3.01	4,150,000	-	40,000	4,110,000	411,000
						4,150,000	-	40,000	4,110,000	411,000

The changes in the number of outstanding stock options and their corresponding weighted average prices for the period are as follows:

	Plan 1		Plan 2		Total
	Average exercise price per share in reais	Options	Average exercise price per share in reais	Options	Options
At December 31, 2021	1.79	2,140,156	-	-	2,140,156
Exercised	2.19	(839,364)	-	-	(839,364)
Expired	1.79	(122,051)	12.40	(40,000)	(162,051)
Granted	-	-	12.40	4,150,000	4,150,000
At June 30, 2022	1.79	1,178,741	12.40	4,110,000	5,288,741

	Plan 1	
	Average exercise price per share in reais	Options
At December 31, 2020	1.79	6,235,594
Exercised	2.16	(3,030,935)
At June 30, 2021	1.79	3,204,659

The expense recognized in the Company's profit or loss in the six-month period ended in 2022 was R\$1,354 (R\$245 in the same period in 2021).

16.3. Earnings (loss) per share

	Basic loss	
	06/30/2022	06/30/2021
Loss for the period	(55,565)	(15,566)
Weighted average number of outstanding common shares - in thousands	139,738	131,812
Basic loss per share - in R\$	(0.39764)	(0.11809)

	Diluted loss	
	06/30/2022	06/30/2021
Loss for the period	(55,565)	(15,566)
Weighted average number of outstanding common shares - in thousands	139,738	131,812
Basic loss per share - in R\$	(0.39764)	(0.11809)

Due to the fact that the Company reported a loss for the six-month period ended June 30, 2022 and 2021, stock options were not considered in the calculation as there is no dilutive effect in this case.

17. Net revenues

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Provision of logistics and transport services	810,463	490,109	1,133,011	823,823
Taxes levied thereon	(133,396)	(71,801)	(187,425)	(128,497)
	677,067	418,308	945,586	695,326

18. Costs and expenses by nature

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Expenses on:				
Distribution and transport	(370,380)	(232,856)	(570,981)	(419,383)
Personnel	(130,468)	(102,973)	(219,670)	(172,526)
Depreciation and amortization	(8,699)	(10,780)	(43,055)	(35,503)
Amortization of right-of-use assets	(19,057)	(14,658)	(29,954)	(28,119)
Selling expenses	(22,100)	(10,391)	(27,419)	(15,372)
General and administrative expenses	(26,806)	(18,407)	(37,904)	(29,798)
Third-party services	(13,554)	(8,138)	(15,140)	(14,582)
	(591,064)	(398,203)	(944,123)	(715,283)
Presented as:				
Cost of services rendered	(497,209)	(334,677)	(773,842)	(582,144)
Selling, general and administrative expenses	(93,855)	(63,526)	(170,281)	(133,139)
	(591,064)	(398,203)	(944,123)	(715,283)

19. Other operating income (expenses), net

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Price adjustment (a)	5,942	(6,532)	5,942	(6,532)
Sale of investment (see note 7.2)	14,111	-	14,111	-
Other expenses and income (b)	19,000	9,378	19,700	31,706
	39,053	2,846	39,753	25,174

- (a) On 06/30/2022, this refers to the price adjustment of the acquisition of YEP, according to Note 8 and, on 06/30/2021, it refers to the price adjustment of the acquisition of the Transportadora Americana, both formalized 12 months after the date of acquisition of the investment.
- (b) On 06/30/22, this refers to previously unused tax credits arising from the INSS recalculation, according to Note 6, and net income from the sale of assets, salvage and etc. On 06/30/2021, it refers to the reduction of fine and interest in the negotiation of taxes that were outstanding since prior periods of the acquisition of Prime by Direccional.

20. Financial income and expenses

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
<u>Financial expenses:</u>				
Interest on leases	(14,427)	(13,240)	(17,259)	(16,257)
Interest on borrowings	(30,873)	(10,331)	(31,106)	(11,665)
Payables for acquisition of investments	(2,155)	(744)	(5,554)	(1,069)
Net gain (loss) on financial instruments (swap)	(25,188)	(3,304)	(25,188)	(3,304)
Interest on tax restatement and other liabilities	(9,118)	(4,596)	(11,770)	(5,204)
Interest on discounting of receivables	(5,673)	(521)	(5,690)	(534)
Other financial expenses	(989)	(403)	(1,968)	(2,149)
	(88,423)	(33,139)	(98,535)	(40,182)
<u>Finance income:</u>				
Income from financial investments	4,225	4,233	4,415	4,237
Adjusted tax credits	1,980	2,097	1,980	2,097
Discounts obtained	132	619	618	1,906
Other finance income	17	315	105	737
	6,354	7,264	7,118	8,977
	(82,069)	(25,875)	(91,417)	(31,205)

21. Income and social contribution taxes

The breakdown of deferred income and social contribution taxes assets is as follows:

	Company		Consolidated	
	06/30/2022	12/31/2021	06/30/2022	12/31/2021
Tax losses	62,758	67,725	67,497	67,725
Provision for legal claims	1,660	1,893	15,471	15,521
Allowance for expected credit losses	3,809	2,217	5,080	3,485
Temporary differences - allocation of intangible assets	12,709	9,789	27,029	17,870
Temporary differences - Tax goodwill	(27,808)	(25,928)	(34,633)	(28,658)
Lease liabilities	11,457	9,478	13,739	11,542
Derivatives	7,809	2,361	7,809	2,361
Previously unused credit	(5,622)	(2,575)	(5,958)	(2,913)
Other	-	86	-	113
	66,772	65,046	96,034	87,046

Changed in deferred taxes are as follows:

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Opening balance	65,046	54,481	87,046	59,270
Changes with impact on profit or loss:				
Tax losses	(4,967)	4,768	(228)	4,768
Temporary differences	6,693	4,161	9,216	22,401
	1,726	8,929	8,988	27,169
Closing balance	66,772	63,410	96,034	86,439

The table below is a reconciliation of the tax expense presented in profit or loss and the amount calculated by applying the statutory tax rate of 34% (25% for income tax and 9% for social contribution):

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Profit before income tax and social contribution	(47,450)	(24,495)	(54,712)	(25,988)
Expected income and social contribution taxes at the statutory rate of 34%	16,133	8,328	18,602	8,836
Permanent differences:				
Share of profit (loss) of investees	(28,088)	(3,633)	(1,533)	-
Share-based payment plan	(458)	(83)	(458)	(83)
Tax incentive reserve	3,924	1,711	5,482	3,180
Investee adopting the deemed profit taxation regime	-	-	-	756
Deferred taxes not set up on tax losses	-	-	(23,637)	(4,979)
Expenditure on issuance of shares	-	3,012	-	3,012
Other permanent differences	374	(406)	690	(299)
Effect on profit or loss	(8,115)	8,929	(854)	10,423
Current income and social contribution taxes	(9,842)	-	(9,842)	(727)
Deferred income and social contribution taxes	1,727	8,929	8,988	11,149
Effective rate	17%	36%	2%	40%

22. Related-party transactions

Business transactions

In the ordinary course of its business the Company carries out transactions with related parties represented by the purchase and sale of services, contracted at rates compatible with those adopted with third parties, taking into account the reduction of the risk of losses. Transactions with subsidiaries, where applicable, are eliminated in full on consolidation and in the calculation of the share of profit (loss) of investees.

	Company		
	Liabilities	Liabilities	Cost
	Accounts payable	Other payables	
Transportadora Americana	87	9,659	(1,587)
Direcional	1	134	(74)
Plimor	1	3,016	(1,488)
	89	12,809	(3,149)

Sharing of expenses

The Company has an agreement with the subsidiaries for the sharing of certain corporate expenses that are initially paid by the Company and subsequently reimbursed by the subsidiaries.

	Company		
	Assets	Liabilities	Administrative costs
Transportadora Americana	7,602	8,523	421
Direcional	3,164	-	1,507
Plimor	373	-	373
	11,139	8,523	2,301

Key management personnel compensation

	06/30/2022	06/30/2021
Direct compensation	4,773	5,532
Share-based payment plan and benefits	1,292	689

23. Insurance coverage

Coverage description	Coverage in R\$
Fire, lightning, explosion or implosion, windstorm, hurricane, cyclone, tornado, hail or smoke, collapse, internal movement, and flooding or overflowing.	194,042
Impact of land vehicles, crash of airplane or any other aircraft or spacecraft	45,796
Loss of profits	41,580
Civil liability	142,395
Theft of assets, goods or valuables	25,000
Loss or payment of rent	10,000
Spill or leak from sprinklers and hydrants	4,000
Debris removal	3,000
Pain and suffering, property damage or bodily injury (vehicle collision)	11,798
Electrical damage	1,000
Stationary, mobile and electronic equipment	2,250
Riot, strike or lock-out	100
Breakage of glass and luminous signs	200
Recovery of records or documents	100

The insurance covers 100% of the price stated by the FIPE chart for each vehicle.

24. Changes in liabilities of financing activities

	Company			
	Transaction			
	Borrowings and debentures	costs	Lease liabilities	Total
At January 1, 2022	370,407	(1,486)	245,439	614,360
Cash flows	(100,000)	-	(17,843)	(117,843)
Interest paid	(25,621)	-	(9,825)	(35,446)
Accrued interest	27,983	2,890	14,427	45,300
New leases	-	-	30,204	30,204
Renegotiation of contracts	-	-	(9,752)	(9,752)
New funding	111,346	(3,884)	-	107,462
Write-offs	-	-	(971)	(971)
At June 30, 2022	384,115	(2,480)	251,679	633,314
At January 1, 2021	354,124	(1,819)	197,171	549,476
Cash flows	-	-	(12,944)	(12,944)
Interest paid	(9,711)	-	(5,001)	(14,712)
Accrued interest	9,932	400	13,024	23,356
New leases	-	-	62,068	62,068
New funding	20,000	(1,042)	-	18,958
Write-offs	-	-	(469)	(469)
At June 30, 2021	374,345	(2,461)	253,849	625,733

	Consolidated			
	Transaction			
	Borrowings and debentures	costs	Lease liabilities	Total
At January 1, 2022	374,472	(1,486)	295,132	668,118
Cash flows	(100,696)	-	(26,860)	(127,556)
Interest paid	(25,851)	-	(15,060)	(40,911)
Accrued interest	28,216	2,890	17,259	48,365
New leases	-	-	57,140	57,140
Renegotiation of contracts	-	-	(9,752)	(9,752)
New funding	111,346	(3,884)	-	107,462
Write-offs	-	-	(14,849)	(14,849)
At June 30, 2022	387,487	(2,480)	303,010	688,017
At January 1, 2021	358,921	(1,819)	242,021	599,123
Acquisition of subsidiary	41,809	-	25,937	67,746
Cash flows	(27,182)	-	(25,831)	(53,013)
Credit from unconducted consortia	(4,816)	-	-	(4,816)
Interest paid	(10,032)	-	(7,243)	(17,275)
Accrued interest	11,251	400	15,094	26,745
New leases	-	-	50,437	50,437
Write-offs	-	-	(2,927)	(2,927)
New funding	20,125	(1,042)	-	19,083
At June 30, 2021	390,076	(2,461)	297,488	685,103

25. Non-cash transactions

	Company		Consolidated	
	06/30/2022	06/30/2021	06/30/2022	06/30/2021
Price adjustment by acquisition of subsidiary	5,942	-	5,942	-
New lease contracts	30,204	62,068	57,140	50,437
Renegotiation of contracts	(9,752)	-	(9,752)	-
Indemnity contingencies	398	(292)	387	4,594
Amortization of loan with credits from uncompleted consortia	-	4,816	-	(1,080)
