

## Reading this report GRI 102-45, 102-46, 102-48, 102-49, 102-50, 102-51, 102-52, 102-53, 102-54, 102-56

## This report shows the Group's financial and non-financial results for 2019



Our evolution in integrated reporting reinforces our commitment to transparency

Welcome to the JSL Group's Integrated Reporting. This document, developed according to the guidelines of the Global Reporting Initiative (GRI), Core option, presents our business model, our vision of the future and the main economic, financial, environmental, social and governance topics of 2019.

The content of this report shows the priority themes identified among our stakeholders, presented in our materiality section – which was reviewed during the year. In addition, our indicators and projects are related to the United Nations Sustainable Development Goals (SDGs) and the UN Global Compact, to which we have been a signatory since 2014.

In this cycle, we also started to structure this document according to the integrated reporting model proposed by the International Integrated Reporting Council (IIRC). Correlations with the different capitals are explained in the chapters by means of icons (check the next page).

Financial data are presented according to the standards of the International Financial Reporting Standards (IFRS), based on the company's financial statements, submitted to an independent audit and available at isl.com.br/ri. Social, environmental and governance information, although not submitted to a third party audit, was validated internally by the company's leadership. Our report covers the following companies: JSL Logística, CS Brasil, Vamos, Original Concessionárias, Movida and BBC Leasing, with exceptions and differentiations described in notes over the next pages. In line with JSL corporate reorganization process, we seek to highlight the contribution of each company to the results and detail specific corporate policies and guidelines of each business.

To access previous versions of this report, visit our Investor Relations website. Questions about the content should be sent to ri@isl.com.br.

Enjoy your reading!

#### **GUIDELINES AND TOOLS USED TO DEVELOP THIS REPORT**

#### **IIRC CAPITALS**

K-20

SOCIAL AND RELATIONSHIP CAPITAL



NATURAL CAPITAL



MANUFACTURED CAPITAL



INTELLECTUAL CAPITAL



**HUMAN CAPITAL** 



FINANCIAL CAPITAL

#### **SDGs**



**END POVERTY** 



ZERO HUNGER AND SUSTAINABLE AGRICULTURE



**QUALITY EDUCATION** 



**GENDER EQUALITY** 



**CLEAN WATER AND SANITATION** 

GOOD HEALTH AND WELL-BEING



AFFORDABLE AND CLEAN ENERGY



DECENT WORK AND ECONOMIC GROWTH



INDUSTRY, INNOVATION AND INFRASTRUCTURE



REDUCED INEQUALITIES



SUSTAINABLE CITIES AND COMMUNITIES



RESPONSIBLE CONSUMPTION AND PRODUCTION



CLIMATE ACTION



LIFE BELOW WATER



LIFE ON LAND



PEACE, JUSTICE AND STRONG INSTITUTIONS



PARTNERSHIPS FOR THE GOALS

#### PRINCIPLES OF GLOBAL COMPACT



Businesses should support and respect the protection of internationally proclaimed human rights.



Make sure that they are not complicit in human rights abuses.



of association and the effective recognition of the right to collective bargaining.



Elimination of all forms of forced and compulsory labor.



Effective abolition of child labor.



Elimination of discrimination in respect of employment and occupation.



Businesses should support a precautionary approach to environmental challenges.



Undertake initiatives to promote greater environmental responsibility.



Encourage the development and diffusion of environmentally friendly technologies.



corruption in all its forms, including extortion and bribery.

#### **MATERIAL THEMES\***



ECONOMIC PERFORMANCE



FIGHT AGAINST CORRUPTION

UNFAIR COMPETITION





**EMISSIONS** 

**ENERGY** 



ENVIRONMENTAL COMPLIANCE



**EMPLOYMENT** 



OCCUPATIONAL HEALTH **AND SAFETY** 



TRAINING AND EDUCATION



DIVERSITY AND EQUAL OPPORTUNITIES



HUMAN RIGHTS ASSESSMENT



PUBLIC POLICY



SOCIOECONOMIC COMPLIANCE



## Message from the Management GRI 102-14, 102-15

Over 64 years of history, we've been through several economic cycles and adversities, but we've always adjusted to the new conditions to continue growing sustainably, also in moments of crisis. Recently, we had a period of severe recession and it was not different our company was submitted to a corporate reorganization, which established a new level of governance, creating an independent management structure for each of our companies and a strong foundation for a new development cycle.

Today, our Group has six independent companies with businesses in sectors of high growth potential: JSL is the Group's holding company and operates through JSL Logística, which has the largest portfolio of integrated logistics services in Brazil, with customers from different economic sectors: **Vamos** has a unique business model – it offers the largest platform for customers to rent trucks, machines and equipment for



Left to right: Fernando Antonio Simões - Board member | Alvaro Pereira Novis - Independent board member | Adalberto Calil - Chairman Augusto Marques da Cruz Filho - Independent board member | Fernando Antonio Simões Filho - Board member

customized services in Brazil; CS Brasil provides different services focused on the public sector - its main activity is fleet management and outsourcing as its main activity, always attentive to concession opportunities whose focus is service provision; BBC offers a portfolio of financial services that add value to companies of the Group; Original Concessionárias is one of the largest groups of Volkswagen dealers in Brazil and; Movida, one of the leading companies in light vehicle rentals and fleet management in Brazil. Together, we comprise a single platform of companies with scale, technology and complementarity of portfolio focused on people, culture and values as our competitive advantage.

This new organizational structure, combined with our management model, produced record results in 2019. Our net revenue reached record amount of R\$9.7 billion, which corresponds to a growth of 19.9% in relation to the previous year. **EBITDA was R\$2.1 billion, 32.5% higher, and our net income grew 68.4%, reaching a record of R\$318.6 million**. The indicators showing the Group's financial solidity were also posi-

tive in the year, with a reduction in leverage from 4.2 times to 3.6 times in the net debt/ EBITDA ratio and an extension of the net debt profile from 3.5 years to 4.1 years, with an average cost reduction of 8.8% to 7.9% in relation to previous year, ending the last quarter of the year at 6.8%. In addition, the new structure allowed a new level of details of the information by activity, which positively influenced the interests of investors and increased the liquidity of JSL's shares, whose average daily trading volume grew almost 5 times between 2018 and 2019, and also started with new stock indices like B3's Small Cap Index and MSCI Global Small Cap Index.

The contribution of all our companies was essential for the Group's consolidated results. JSL Logística was responsible for 24% of consolidated EBITDA, and changed its operating model, making it a more efficient and leaner company in terms of assets, having expanded its EBITDA margin by 3.8 p.p. reaching 17.5% in 2019. The company has the largest portfolio of logistics services in Brazil and is prepared to capture increasingly higher returns through a solid and scalable

# In our 64-year history, we've created a business group that provides services 100% focused on fulfilling our customer needs

platform. Vamos, Movida and CS Brasil represented 73% of consolidated EBITDA, also contributing to the predictability of results, considering their business model that foresees long-term contracting, with growth driven by the migration trend from the proprietary model to lease of assets. BBC and Original Concessionárias explore complementary business alternatives and add know-how about the secondary market and strengthen our relationship with suppliers, third parties and associates.

All companies have employee training and development at the core of their strategy, which we believe to be one of the great differentiators of the JSL Group. We have a solid culture with people focused on the needs of our customers. We are aware of the responsibility to generate returns compatible

with each business, based on fair commercial relations, which has marked the Group's sustainable development over 63 years, and we believe it is the basis for our survival.

Growing with sustainability is a principle rooted in our culture since the company's foundation, a reference value for all companies of the Group. Our contribution to society goes beyond financial performance, as the company has performed actions and kept investments in the social area, which were reorganized in 2006 with the creation of the Júlio Simões Institute. ESG (environmental, social and governance) themes are at the core of our strategy and, aware of our responsibility and the challenges of managing six companies with their own characteristics, we have matured our corporate policies, covering all capitals that we access and transform through







Our work to set corporate social and environmental goals shows our progress in our ESG agenda



Every company of our group will contribute to consistent results over the next years

our activities. We list some of the main actions and achievements, the result of the hard work performed by our people in 2019:

We conducted a new materiality process, identifying more relevant ESG themes with our internal and external stakeholders.

In corporate governance, we kept improving our practices with the creation of a new Board of Directors for Vamos and Committees, observing good practices with the participation of independent members who have added more experience and different ideas to the Group. Given the relevance of the topic to our strategy, we've created Sustainability Committees linked with the respective Boards of Directors in four of our companies: JSL, CS Brasil, Vamos and Movida.

Our focus on compliance and integrity is strengthened through a supplier management program and training provided to more than 90% of our employees on aspects related to the fight against corruption; in addition, we started a plan to take these initiatives to business partners. All employees were informed

about the anti-corruption law and the training process will be continuous at the company. We've set corporate environmental goals and strengthened our position in the fight against climate change, with benchmarking that analyzed the best practices of the logistics sector in Brazil and in the world. We started a broad and strategic Greenhouse Gas Emissions Management Program and expanded our health and safety management system to 100% of our branches. We've had two recent and very important achievements that we are very proud of. Movida joined the Corporate Sustainability Index (ISE) of the Brazilian stock exchange (B3), in a pioneering movement in the car rental sector, and the achievement of Company B certification, becoming the first publicly traded car rental company in the world to have this seal and join a global network of companies and organizations that combine economic growth with social and environmental well-being.

In addition to our commitment to the United Nations Global Compact (since 2014) and the Sustainable Development Goals (SDGs), these advances represent our efforts in understanding the impact we generate and the benefits we can produce to our stakeholders in a consistent manner, which we have always done.

JSL Logística, which has been the basis of the Group's growth, is prepared to capture increasingly higher returns through a solid and scalable platform, whose operating model has been transformed over the past few years. **Vamos** has a unique and innovative business model and it is positioned to lead the growth of truck, machine and equipment rental market which, although traditional in developed countries, is still incipient in Brazil and represents an important option for renewal of the Brazilian fleet, which is, on average, 21 years old, a high average fleet age. Movida will keep combining the DNA of serving with innovation to offer differentiated services with a focus on delighting and retaining customers. CS Brasil will keep its movement to support outsourcing and efficiency gains in the public sector, expanding its return through agreement portfolio management and adopting the best governance, transparency and compliance practices in its provision of services.

# We're just starting to reap the rewards of corporate transformation and adjustments in our businesses

BBC will keep expanding its service portfolio and **Original Concessionárias** will continue its transformation to respond to the changes in light vehicle retail segment.

We're just starting to reap the rewards of corporate transformation and adjustments in all our businesses over the past few years – this is the beginning of a new cycle of sustainable development.

However, in 2020, we've had different challenges, together with all other companies and institutions in Brazil and worldwide, due to the new coronavirus pandemic. Our administration has created a specific crisis manage-

ment committee to address issues related to COVID-19 and, through this committee, we've developed processes to monitor events and daily about the value we can generate for assess the situation, in line with the WHO guidelines, in the aspects of care for our people (adoption of policies such as home office, flexible hours, adaptation of facilities, collective vacations/hour bank and availability of vehicles for workers who use public transportation); support to society; and study of economic and financial impacts. Essential activities for the population were not interrupted, such as road freight and logistics services, workshops, vehicle rental, passenger transportation, garbage collection.

The JSL Group has a solid financial condition to overcome this crisis; in addition, our revenue is partially associated with essential services, which were not interrupted during the crisis. Even so, our management is working to adapt the cost structure of the Company and its controlled companies according to variations in their cash generation, with daily monitoring.

We want to thank our people for the excellent work they've performed, and our suppliers, financial institutions, investors and, especially, the alliance with our customers for their trust. We are confident all stakeholders through relevant businesses, seeking to improve every-

thing we do. This report shows, through data and indicators, the clarity of our purpose, the quality of our management and our **ability to generate results**.

Thank you,

Fernando Antonio Simões Adalberto Calil

CEO, JSL S.A.

Chairman, Board of Directors, JSL S.A.

## 2019 Figures



R\$ **9.7** bi

net revenue

R\$ 2.1 bi

Ebitda

R\$ 318.6 mi

net income

<sup>R\$</sup> 39 mi

distributed as dividends



21,758 employees in the Group

90.1%

of employees trained on ethics and anticorruption issues 100%

of processes and branches covered by our Health and Safety Management System **14.6** hours

average time of training per employee



200+ branches

JSL Logística in Latin America

156,000 operating assets

R\$ 5.4 bi gross investments (Capex)





## 13 projects

implemented via Julio Simões Instituto, reaching 30,000 people

## R\$ **3.2** mi

invested in social projects based on laws of tax incentive

100%

of critical suppliers subject to homologation with support from the environmental department



Movida obtained the Company B certification



Movida started operating in the Corporate Sustainability Index (ISE) of B3



5%

reduction in direct emissions (scope 1) – the JSL Group 33%

of electricity consumed by the company acquired from the free market, generating R\$145,000 savings every month 11

electric trucks in urban cleaning operations of CS Brasil in Rio de Janeiro 48,780

seedlings planted under the Carbon Free Program held by Movida in partnership with the Black Jaguar Foundation















01

About the JSL Group



## We are a business group with diversified operations, offering large scale, technology, customization, flexibility and innovation capacity

#### CUSTOMIZATION AND FLEXIBILITY

With a history that similar to the development of the Brazilian logistics sector, JSL S.A. is a business group with more than 21,700 employees and operations in 16 sectors of the economy. Founded in 1956, it is present in all Brazilian states and other Latin American countries - Chile, Argentina and Uruguay. GRI 102-1

We hold leading or relevant positions in the segments where we operate, and we have brands that offer services based on a business philosophy that seeks to understand

customer demands and respond to them with agility, quality and integrity. Our main services include road freight, outsourcing of logistics chains and rentals of vehicles, machines and equipment. GRI 102-7

Our administrative headquarters are located in the city of Mogi das Cruzes, São Paulo. We have more than 230 branches in 21 states and four countries, 14 distribution centers, one intermodal logistics center (ILC), one dry port, and around 190 vehicle rental stores (Movida brand), as well as our own dealerships and stores of nearly new light and heavy cars. GRI 102-3

#### **OUR HISTORY**

The history of JSL started with its founder Julio Simões, a Portuguese immigrant who, in July 1956, bought his first truck – a 1951 Ford F8 – and started to transport fruits, vegetables and poultry from Mogi das Cruzes to São Paulo and Rio de Janeiro.

In the same year of its foundation, JSL started to provide services to Suzano, a pulp and paper company located in the city of Suzano, near Mogi das Cruzes. In the 1960s, JSL inaugurated its first branch, in the city of Santos, São Paulo, and in the 1970s, the company had a fleet of more than 40 trucks. New facilities were built in Mogi das Cruzes in 1972, housing the Group's headquarters until today.

In the 1980s, Julio Simões' youngest son, Fernando Antonio Simões, started working at JSL, expanding and diversifying the company's portfolio to include different and customized logistics solutions, increasing the number of customers and services in different economic sectors, and preparing the Group to assume a leading position in

service outsourcing cycle that started in the 1990s.

Business expansion was intensified at the end of the century, with the development and management of new businesses that operate independently, serving private companies of different sizes, as well as public companies and individuals. The acquisition of Original inserted the Group in the light vehicle, urban cleaning and public transportation sector, allowing the company to increase its contribution to development and sanitation in the cities. Also in the 1990s, the company had its first heavy asset rental agreement.

To celebrate the company's 50th anniversary in 2006, the Julio Simões Institute was created to promote social and cultural activities for communities. In 2010, the company went public on the Novo Mercado, the highest level of corporate governance of the Brazilian stock exchange, and in 2013 it acquired Movida Locação de Veículos, which also went public in 2017.



Today with a diversified business structure and areas of operation, JSL has 156,000 operating assets and average fleet age of just three years. We are a publicly traded company, with shares traded on B3's Novo Mercado since 2010, confirming the maturity of our corporate governance instruments. GRI 102-5

In 2019, we underwent the process of corporate reorganization. So, today, we have six independent companies – each with a specific segment, and its own brands and projects. With a focus on ensuring integrated actions at the corporate level, such as integrity guidelines and management of financial and human capitals, the Group's companies have common organizational culture and corporate governance, ensuring the Group's performance aligned with the Mission, Vision and Values, but acting with independence while conducting their own businesses.

#### MISSION, VISION **AND VALUES** GRI 102-16

#### **MISSION**

Offer logistics services and solutions with engaged people, generating value to customers and shareholders and contributing to the development of communities where it operates.





#### **VALUES**

**Customer:** Understand and serve. ensuring continuous relationship.

**People:** They make a difference in our business.

**Work:** Nothing is built without work.

**Simplicity:** Objectivity in actions to ensure agility. **Profit:** Critical to business growth and survival.



Remain the leading logistics operator in the market, with the most comprehensive portfolio of services and innovative solutions, recognized for their quality and aligned with customer needs; be recognized for its management professionalism; become a reference organization in the use and sale of assets.



## Our structure GRI 102-7





more than

## 200 branches

in 21 Brazilian states and in Chile, Argentina and Uruguay



more than

21,700 direct employees

distribution

centers in Brazil

- 1 intermodal logistics center
- 1 dry port (in Suape, Pernambuco)
- 1 REDEX



156,148

operating assets

- own fleet:
- 8,800 semi-trailer trucks
- 4,000 machines
- **8,700** trucks and

heavy-duty trucks

- **1,057** buses
- 133,500 light vehicles





191

rent-a-car stores (Movida)

## more than 100

asset sale stores:

64 (nearly new light vehicles) Movida

29 (dealers)

10 (nearly new heavy vehicles) Vamos

1 (light and heavy vehicles) JSL







## Companies & businesses GRI 102-2, 102-4, 102-6



27.8%





44.9%

100%







**Authorized dealers** of light vehicles.

55.1%





Leader in road freight logistics services in Brazil.





Leader in rentals and sales of trucks, machines and equipment in Brazil.





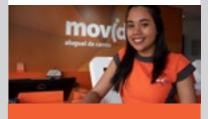
Fleet management and services for the public sector and mixed economy.





Leasing, freight payment and financial services.



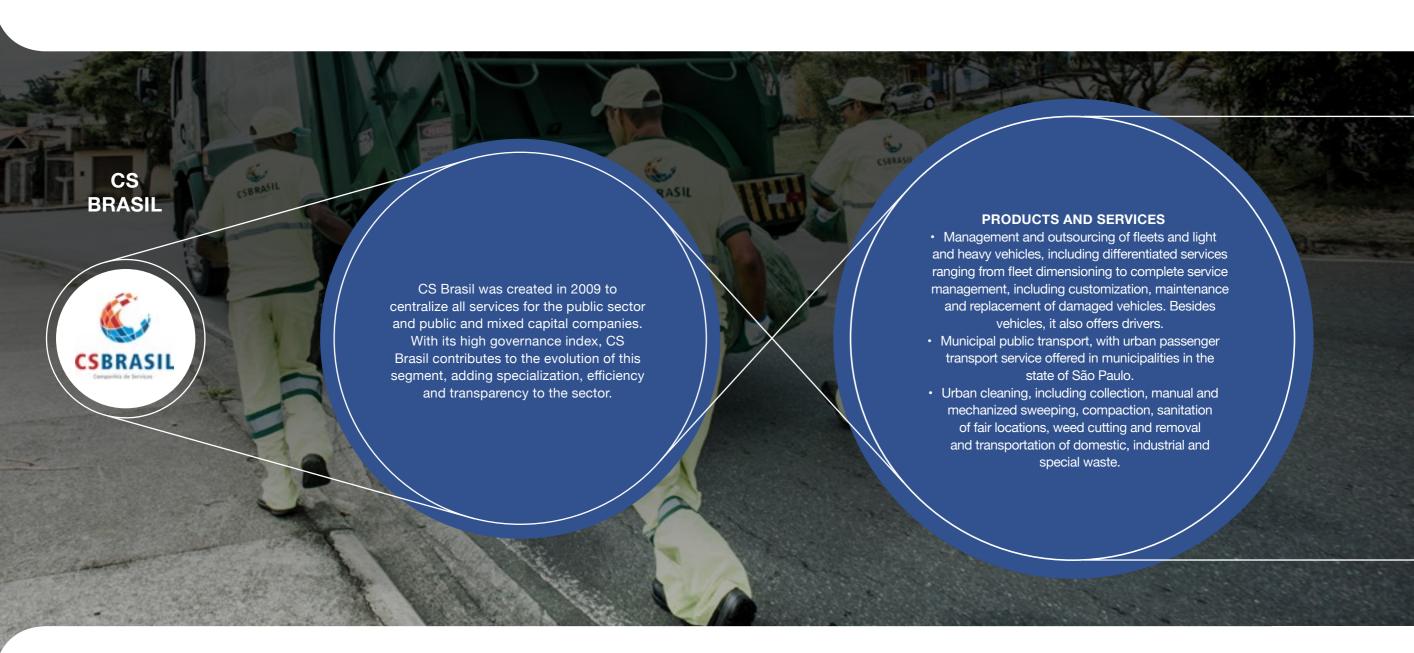


Rentals of light vehicles, leader in innovation and focus on customer.









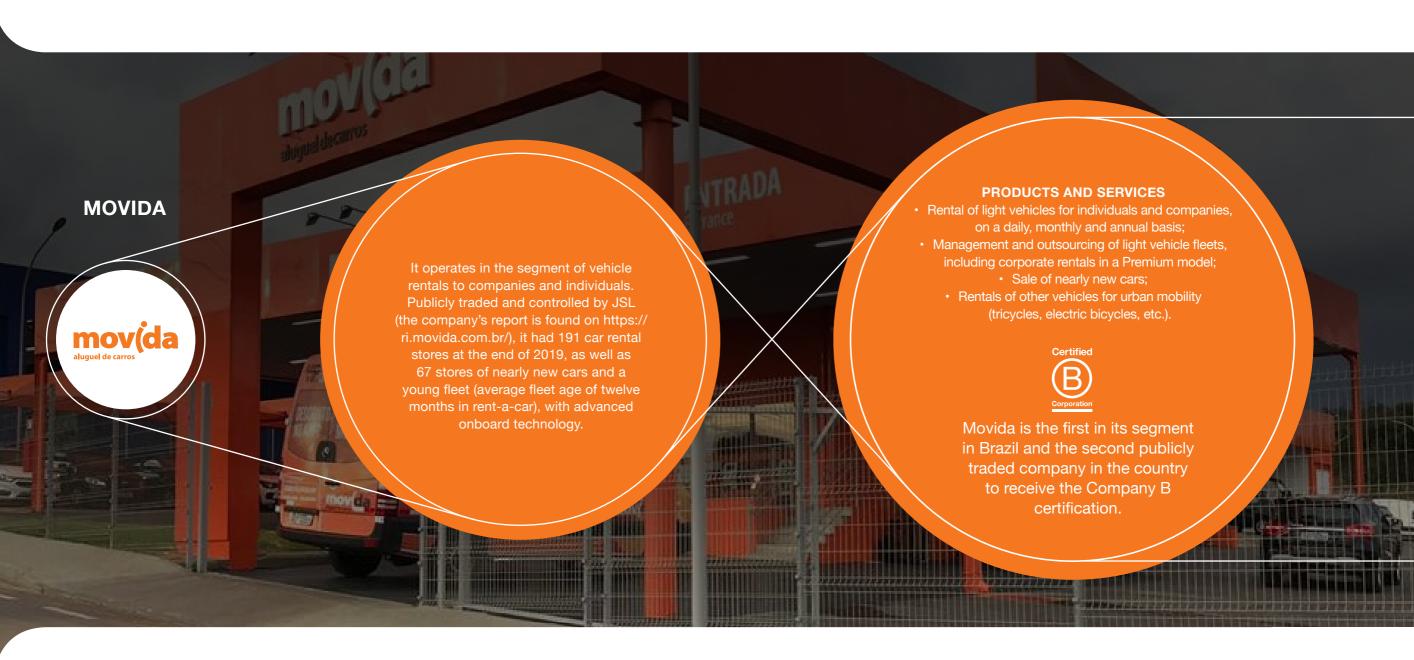




About the JSL Group























GRI 102-10



#### PRODUCTS AND SERVICES











#### **OUR BRANDS**





















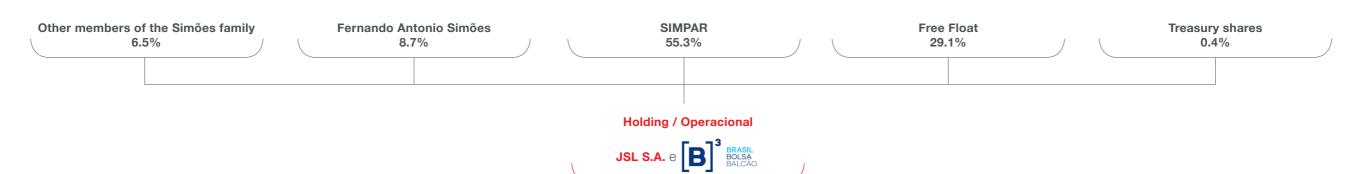






#### STRUCTURE OF SHARES

Base date: December 2019



Vamos Locação 100%

> Transrio 100%

Vamos Máquinas 100%

Borgato Serviços Agrícolas 100%

> **Vamos Seminovos** 100%

Vamos Linha Amarela 100% CS Brasil Participações 99.9%

**CS Brasil Transportes** 99.9%

> **CS Brasil Frotas** 100%

> > Mogi Passes 99.9%

Movida Participações 55.1%

> **Movida RAC** 100%

**Movida Premium** 99.9% **Quick Logística** 99.9%

**Quick Armazéns** 99.9%

> MedLogística 99.9%

> > Yolanda 99.9%

**BBC Holding** 

99.9%

**BBC** Leasing 100%

**BBC Pagamentos** 100% **Original Veículos** 100%

> **Ponto Veículos** 100%

**Avante Veículos** 100%

JSL Adm. Seguros 100%

**Original Distribuidora** 99.9% **JSL Empreendimentos Imobiliários** 

> **JSL Europe** 100%

99.9%

**JSL Finance** 100%













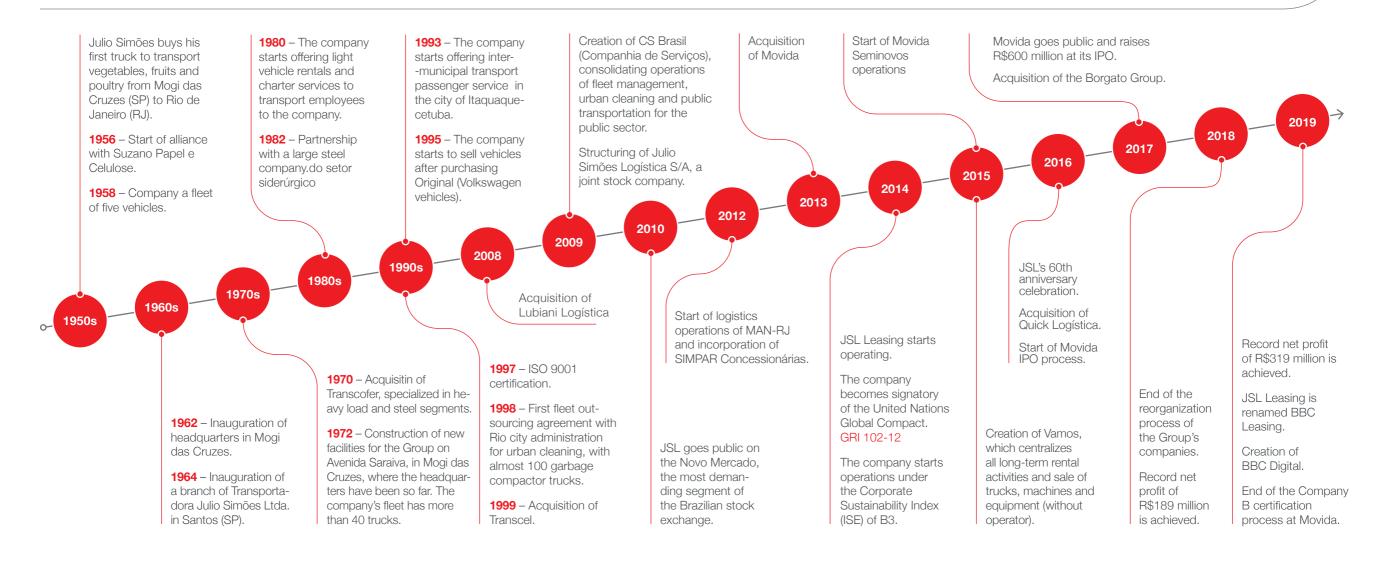
Empresa de suporte



### **BUSINESS MODEL**



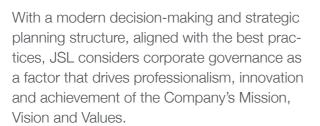
## **Timeline**





About the





Since 2010, we've been part of Novo Mercado of B3 - Brasil, Bolsa, Balcão - the Brazilian stock exchange, which gives us a number of responsibilities regarding the guarantee of transparency, equity, corporate responsibility and integrity in governance practices.

The focuses of recent years include: the Compliance Program, the risk management and compliance processes, update and/or renewal of management policies and corporate maturity of in terms of environmental, social and governance criteria, connecting sustainability management to business planning.

Today, we are structured as a multi-business organization, with independent and professionalized management roles, oriented to execution of strategies and tactical actions. The strategic focus is on bodies of high governance.

#### **GOVERNANCE STRUCTURE**

GRI 102-18, 102-19, 102-22, 102-23, 102-24,102-16, 102-27, 102-28

We use the Code of Best Practices issued by the Brazilian Institute of Corporate Governance (IBGC) and the Novo Mercado guidelines for the organization of our governance. In the current model, the Board of Directors is the highest decision-making body in the group, with the support of committees, the Supervisory Board and an external audit structure. The board is responsible for defining strategic guidelines for the group, while their execution is under the responsibility of the Executive Board.

The diversity of profiles in this forum is essential, as it allows the company to benefit from a plurality of opinions and a more assertive and secure decision-making process. The members of JSL's Board of Directors are selected considering different generations, areas of knowledge and experiences, which are continuously acquired in different fields of operation and economic segments. The current members of the Board have vast experience in several sectors, such as transport and logistics, pulp and paper, chemistry, metallurgy, port, hospital, banking, construction, retail, oil & gas, and electric sector.

In addition, a plurality of ideas is a result of different academic trajectories and professional experiences, such as entrepreneurship, economic, administrative, accounting, consulting, tax, corporate and third sector. This way, the organization seeks to balance the expectations of stakeholders and continuous strengthening of organizational skills.



### **Multi-business organization**

The Group maintains its management structure with independence, flexibility and adherence to corporate values



Our model is described below.

#### **BOARD OF DIRECTORS**

GRI 102-26

**Members:** 5 (including the chairman)

**Independent members:** 2

Frequency of ordinary assembly: monthly

About the body: Created to supervise the process and define the strategic planning, the board represents the shareholders and makes decisions guided by the majority of votes. Stakeholders can submit recommendations and suggestions via the Investor Relations area. The body also inspects our social and environmental performance, defines policies, authorizes financial operations, allows the issue of securities, analyzes reports and balance sheets, defines performance and remuneration goals and elects/removes members for/from the senior management.

**Qualification of members:** The board members have expertise and experience in several business segments related to JSL and the company's customer base and seek to represent different views, taking diversity into account.

Member	Role	Latest election	Term	Experience
Adalberto Calil	Chairman	April 29, 2019	Ordinary General Assembly 2021	Law degree from Pontifícia Universidade Católica, in São Paulo (PUC-SP) in 1973. He was an advisor and legal consultant to companies and economic groups from various segments, such as chemistry, paper, forestry, transport and logistics, ceramics, metallurgy, port, and hospital. In 1974, he founded, with other partners, law firm Radi, Calil e Associados, acting in the areas of corporate and tax law.
Fernando Antonio Simões	Board member	April 29, 2019	Ordinary General Assembly 2021	He has worked for the Company since 1981, and the Chief Executive Officer of the Company since 2009. His latest term started on Sept. 13, 2016 – he took office on the same day. He is also the CEO and member of the Board of Directors of SIMPAR S.A., the Company's controller, where Mr. Fernando Antonio Simões holds 54% share.
Fernando Antonio Simões Filho	Board member	April 29, 2019	Ordinary General Assembly 2021	Law degree from UMC, certificate in Holistic Sciences and Economics for Transition from Schumacher College, and an international certification in Social Business from ESPM and Yunus Social Business. He attended the Executive MBA at Fundação Dom Cabral and worked for ten years at JSL S.A., participating in the strategic planning of the Group, working in different departments of the company, in operational and corporate areas. In the past four years, he acted as the CEO of the dealership chain (controlled companies of the Group). He is currently a member of JSL's Board of Directors and coordinator of the Group's Sustainability Committees. Member of the management of Ribeira Empreendimentos Imobiliários Ltda., JSTX Participações Ltda. and FAS Participações Ltda., subsidiaries of SIMPAR S.A. (the Company's controller) and managing partner of Bemtevi Investimento Social.

Reading this

Governance and planning





Member	Role	Latest election	Term	Experience
Alvaro Pereira Novis	Independent board member	April 29, 2019	Ordinary General Assembly 2021	Has a degree in Economics from Universidade do Rio de Janeiro and Public Administration degree from Fundação Getulio Vargas. He worked for 15 years at BankBoston (1966-1980), and became the vice president of the bank in Brazil. He worked for eight years (1980-1988) as a director at Banco lochpe de Investimentos. In 1992, he joined the Odebrecht Organization, and worked there until 2008 – his last role there was CFO of the holding company. He was a member of the Board of Directors of the following companies: Braskem, ETH Bioenergia S.A., Foz do Brasil S.A., Odebrecht Óleo & Gás, and Banco Caixa Geral de Depósitos Brasil. He was vice president of the Board of Directors of Odeprev-Odebrecht Previdência Privada for ten years. From 2008 to 2015, he was vice chairman of the Board of the American Chamber of Commerce (AMCHAM Brazil). In 2008, he became a partner at Valora Gestão de Investimentos Ltda. Mr. Novis has been an independent member of the Board of Directors and coordinator of the company's Financial Committee since 2010.



#### **Expertise**

and knowledge about the industry are some of the criteria we consider when recruiting our executives

Augusto Independent Ordinary General Marques da board April 29, 2019 Assembly 2021 Cruz Filho member

Has a degree in Economics from FEA-USP, a postgraduate degree from the Instituto de Pesquisas Econômicas, with specialization at the Institut Européen d'Aministration des Affaires. He was CEO of Grupo Pão de Açúcar (food retail sector) and financial administrative director of the Bunge Group (mining-chemical sector). He was a member of the Board of Directors of Arafértil Fertilizantes S.A. (fertilizer sector), Grupo Pão de Açúcar, B2W (Submarino.com and Americanas.com), and a member of the Advisory Board of Santa Bárbara Engenharia. He is currently a member of the Board of Directors of General Shopping S.A. (mall sector), vice president of the Board of Directors of BRF (food sector) and chairman of the Board of Directors of BR - Distribuidora (Petrobras Distribuidora S.A., the largest fuel and lubricant retail company).

#### **EXECUTIVE BOARD**

Members: 10

Frequency of ordinary assembly: weekly

**About the body:** It includes the CEO, the Administrative-Financial and Investor Relations Officer and directors of other key departments

of the company, elected by the Board of Directors. Its central responsibility is to ensure successful execution of the strategy, according to the rules of Articles of Incorporation, develop plans and set goals that reflect the deliberations of the directors and deliberate on the allocation of resources.

**Qualification of members:** The differentiators of our executive officers are market experience in all segments where we operate, including vehicle rentals, urban mobility, leasing services and integrated management of production chains.



Successful execution of strategies is based on the expertise of our executives

Member	Role	Latest election	Term
Fernando Antonio Simões	CEO	Aug. 6, 2018	2 years
Denys Marc Ferrez	Administrative-Financial, Investor Relations Director	Aug. 6, 2018	2 years
Fabio Albuquerque Marques Velloso	Director	Aug. 6, 2018	2 years
Adriano Thiele	Director	Aug. 6, 2018	2 years
Samir Moises Gilio Ferreira	Director	Aug. 6, 2018	2 years
Eduardo Pereira	Director	Aug. 6, 2018	2 years
Flávio José Sales	Director	Aug. 6, 2018	2 years
José Ronaldo Barcelos	Director	Aug. 6, 2018	2 years
Lucas Cive Barbosa	Director	Aug. 6, 2018	2 years
Antônio da Silva Barreto Junior	Director	Aug. 5, 2018	2 years

#### **SUPERVISORY BOARD**

**Members:** 3 permanent + 3 substitute members

Frequency of ordinary assembly: every four months.

**About the body:** Acting independently from the Board of Directors and external audit, the members of the Supervisory Council have oneyear terms and are responsible for supervising the actions of the management, analyzing financial statements and reporting conclusions to shareholders. Current members will be in office until 2020.

Qualification of members: Today, the three directors meet criteria such as the effective experience in JSL's segments and technical skills to be part of this body. Members include representatives of minority shareholders as well.



The Supervisory Board is focused on analyzing management actions



Controlling and minority shareholders are all represented in the board

Member	Role	Latest election	Appointed by
Luiz Augusto Marques Paes	Permanent Member	April 29, 2019	Controlling shareholders
Luciano Douglas Colauto	Permanent Member	April 29, 2019	Controlling shareholders
Rafael Ferraz Dias de Moraes	Permanent Member	April 29, 2019	Minority shareholders
Marcio Alvaro Moreira Caruso	Substitute Member	April 29, 2019	Controlling shareholders
Marcos Sampaio de Almeida	Substitute Member	April 29, 2019	Controlling shareholders
Roberto de Magalhães Esteves	Substitute Member	April 29, 2019	Minority shareholders





In 2019, the Sustainability Committee defined indicators, goals and commitments for the Group

#### **GOVERNANCE SUPPORT COMMITTEES**

GRI 102-20, 102-29, 102-31

In order to support the Board of Directors on specific matters and ensure more consistent and responsible decisions for the Group, the committees below act directly submitted to senior leadership, with an advisory character:

- Financial and Supply Committee: supports the board in analyses and decisions related to purchases and financial aspects, through opinions and recommendations. It has one executive director and two board members, one of them is independent.
- Ethics and Compliance Committee: creation was formally approved by the Board of Directors of JSL S.A.; the body to which it reports; this committee is a corporate body and serves all controlled companies of JSL S.A.; it has an external member to ensure the Committee's impartiality. Its resolutions are reported to the Company's Board of Directors. The

- group's purpose is to support the Board of Directors and the Executive Board in creation was formally approved by the Board of Directors of JSL S.A.; the body to which it reports; this committee is a corporate body and serves all controlled companies of JSL S.A.; it has an external member to ensure the Committee's impartiality. Its resolutions are reported to the Company's Board of Directors. The group's purpose is to support the Board of Directors and the Executive Board in.
- character, this committee: of corporate character, this committee is linked with the Board of Directors and has internal rules, which highlight the support provided to senior leadership in the fulfillment of legal obligations and development of investment plans and financial and non-financial projects in aspects. The group meets monthly and has 3 to 5 members, headed by a board member and an independent member, in addition to executives from our own departments and divisions.

Internal Control and Risk Management Committee: created in 2018, it had two specific meetings during 2019, with discussions on risk management with the company's senior management. It includes the CFOs of the Group's companies and representatives from the Internal Controls, Risks and Compliance departments.



#### Read more

about JSL's governance committees at <a href="https://ri.jsl.com.br/governanca-corporativa/visao-geral/">https://ri.jsl.com.br/governanca-corporativa/visao-geral/</a>





#### SUSTAINABILITY GOVERNANCE: **OUR MATURITY**

GRI 102-26, 103-2, 103-3 | 201

In 2019, we had an important evolution in our practices aligned with environmental, social and governance (ESG) aspects. In line with the strategy, we created three corporate Sustainability Committees for JSL (with a focus on CS Brasil and JSL Logística), Vamos, and Movida, and approved the Group's Sustainability Policy. In all companies, we've improved our understanding of the ESG dimensions that cover our businesses and established key indicators, workgroups and investments to improve our results. In 2019, a Corporate Sustainability Management was also defined.

We understand that companies must reflect and support positive changes in society. This is why, in addition to legal requirements and usual practices in companies of our size and relevance, we work to build a proactive positioning of the Group in topics such as climate change, innovation, respect for diversity and the joint construction of good practices in commercial relations. Relevant projects and results of 2019 include:

- Certified B Corporation at Movida, we worked during the year to end the Company B certification process, an international recognition for organizations that are committed to the well-being of humanity, in line with business growth. Amendments to the Articles of Incorporation, improvements in labor benefits and relations, and commitments regarding issues of humanity are among the improvements implemented. The certification was obtained in January 2020.
- Corporate Sustainability Index (ISE) -JSL was already part of this differentiated portfolio of the Brazilian stock exchange (B3); and in 2019, a new addition was made: Movida became the first company in the car rental sector to operate under this index, which recognizes the performance of publicly traded companies in ESG aspects.
- **Corporate Sustainability Committees** 
  - with teams dedicated to this topic, these groups are structured at JSL and CS, Vamos and Movida; and monthly discuss and evaluate relevant indicators in social and environmental aspects, in addition to

the ESG (environmental, social and governance) strategy of businesses. All committees have a coordinator, Board member Fernando A. Simões Filho; an independent member, Tarcila Ursini; and the CEOs of

each company. Besides, they have executives from different departments who are invited to discuss themes and projects. Every three months, presentations are made to the Group's Board of Directors.

#### COORDINATOR



Fernando A. Simões Filho Member of the Board of Directors

#### INDEPENDENT **MEMBER**



Tarcila Ursini

#### **EXECUTIVE MEMBERS**



**Adriano Thiele** COO





João Bosco CEO





Renato Franklin CEO











Integrated Reporting and SDG - our evolution in communication and sustainability management includes an increasingly broader understanding of the integrated reporting guidelines disseminated by the International Integrated Reporting

Council (IIRC), adopted by our Group to guide our 2019 Annual Report. We also intend to advance in the implementation of management guidelines in line with the United Nations Sustainable Development Goals (SDGs).



#### SUSTAINABILITY COMMITTEE

Promotes sustainability incorporation of into the company's strategy, decision-making process and purpose.

Encourages theme integration into the routines of the company's departments and relations with its stakeholders.

Provides recommendations to the Board of Directors regarding sustainability topics and monitors the implementation of policies, strategies, actions and projects in the Group's businesses.

#### **EXECUTIVE SUSTAINABILIT ASSEMBLY**



Promotes alignment among the Group's companies, presenting good practices, experiences, themes and trends of the sector.

#### **ESG JOURNEY**

Our journey across ESG aspects continues to evolve. In this first year of the Sustainability Committees, our most relevant issues were: customer satisfaction, culture and corporate governance, people appreciation and respect for diversity, health and safety, climate change, intelligent use of natural resources, and economic-financial balance. These themes were defined internally by the leadership, based on a careful analysis of businesses and their impacts, but which are closely linked with our materiality, generated from the engagement with the different stakeholders of the JSL Group (read more on page 47).

To reinforce the Group's commitment to this theme, all executives have performance goals connected with sustainability: this is the case for customer satisfaction, measured by the Net Promoter Score (NPS). turnover indicators, and the frequency rate in health and safety. These individual goals have a direct impact on the Company's economic performance.

#### **OUR SUSTAINABILITY GOVERNANCE**



#### **BOARD OF DIRECTORS**

Validation of the Sustainability Committee's positions and alignment with the Group's business view.



Transforms guidelines into action plans; develops projects with a focus on ESG and economy; validates actions, projects and activities with the Sustainability Committee.

validation and alignment of business view

action plans

**Proposition** of a strategy

sustainability

Definition of policies and

## Management ethics and transparency

GRI 102-16, 102-25, 103-2, 103-3 | 205, 103-2, 103-3 | 206,103-2, 103-3 | 307, 103-2, 103-3 | 415, 103-2, 103-3 | 419

## We are committed to disseminating integrity guidelines and criteria in the Group's companies and throughout the value chain

Through a number of policies, complaint mechanisms, groups dedicated to address potential deviations, and training and engagement tools, at JSL, we foster a culture of integrity, mobilizing all our employees and the value chain.

In 2019, relevant developments were achieved in this regard. In addition to the second cycle of compliance training, held during the year to cover more than 90% of employees, we advanced in supplier awareness, trained critical areas on aspects of the legislation and JSL

policies, implemented compliance dialogues in companies, strengthened communication about the theme, and improved control instruments in third-party recruiting processes. All employees were informed about the anti-corruption law and the training process will be continuous at the Company.

Creating an environment of honest and ethical work is a responsibility of the Company in view of the growing demand from society regarding business transparency, from the interaction with the public authorities to contact

with information of customers and partners. Since 1997, JSL S.A. has used corporate mechanisms to ensure compliance in its businesses, also as a preventive measure, with improvements implemented every year.

The main instrument guiding our employees is the Code of Conduct, which, combined with the efforts of the department of Internal Controls, Risks and Compliance - which reports to the Board of Directors on a quarterly basis - and the Anti-Corruption Policy (broken down into the Interaction with Public Power; Public Tender Process; Donations and Sponsorships; and Giveaways, Gifts, Entertainment and Hospitality) ensure everyone will act in accordance with the law and, above all, in line with JSL's values.

Concerns about this theme start in the recruiting process, when new employees are About the



promptly trained on the Code of Conduct and receive a Term of Commitment and a Conflict of Interest Questionnaire. We also provide onboarding training, where they have their first contact with the Compliance Program. The same procedure is also applied to suppliers (read more in the Social Capital

chapter); in their registration phase they are submitted to verification and must accept the terms of the code. Once in the company, these employees are included in update and awareness programs.

#### MAIN PROJECTS AND COMMITMENTS GRI 102-12, 102-13

- Supplier Management Project: this project has three stages: reviews of supplier registration, supplier homologation, and third-party management processes. Its objectives include: improve knowledge of partners, standardize processes, meet market requirements, and align guidelines with the Anti-Corruption Law. In 2019, we started the implementation of the first stage at JSL (read more on page 36).
- **Business Pact for Integrity and** Against Corruption: the Group as a whole has adhered to this pact of the

100% of new employees mobilized on themes of ethics and conduct

Instituto Ethos de Empresas e Responsabilidade Social, a voluntary commitment made by private and public companies to promote ethics in the market and eliminate corrupt practices.

**Sectorial Pact for Integrity in Urban** Cleaning, Solid Waste and Wastewater: in 2019, CS Brasil signed this pact, a joint action by companies of the sector of solid waste, urban cleaning and wastewater and trade associations (Selurb, Abetre, ABLP, Abrager and Abrelpe), coordinated by the UN Global Compact and the Instituto Ethos. Nine signatory companies represent more than 50% of the national market and, under the pact, assume a code of conduct for business, and some rules and 100% of 42 operations assessed in terms of risk of corruption 90% of employees trained on the theme 100% of new employees mobilized on themes of ethics and conduct principles, seeking to prevent situations of conflict of interest. The document also provides transparency rules, requiring well documented and easily accessible processes, especially contractual alterations between companies and their customers.



through the Reporting Channel; user

satisfaction on this channel was 85%

About the

#### **COMMUNICATION AND TRAINING**

GRI 102-17, 102-33, 102-34

The Code of Conduct of JSL is comprehensive and addresses several topics, including the work environment, safety, harassment prevention, human rights, conflicts of interest, integrity of information, and patterns of interaction with public agents and suppliers.

All cases reporting potential deviations from the code and other Company rules and laws applicable to the businesses of the companies can be submitted via Reporting Channel, an independent channel available for all JSL audiences, 24 hours a day, seven days a week, ensuring anonymity to whistleblowers. Created in 2010, it was outsourced in 2016.

Reports are received by the outsourced company and sent to the Compliance area, which is responsible for analyzing, reclassifying and forwarding cases to the areas responsible for the investigation (Compliance and/or Internal Audit). After the investigation process, the Compliance teams must guarantee a feedback to the whistleblower. The reporting process is conducted through an electronic system. The whistleblower receives a case number when submitting it, ensuring protection and anonymity, as required (according to Decree nº 8.420/2015).

The reporting channel can be accessed via (https://www.contatoseguro.com.br/jsl), telephone (0800 726 7111) or email (canaldedenuncia@ isl.com.br). It received 2,765 reports in 2019; a higher number when compared to 2,044 in

We closed the investigation and analysis of more than 2,000 reports received

2018. Another important tool is the Transparent Line, which answers questions about workplace conduct and the internal rules of the Company via email (conformidade@ jsl.com.br) and telephone (0800 7262 250).

Of all reports received via Reporting Channel, 2,272 were investigated and 1,289 were resolved in 2019. In the same year, we closed 729 cases that had been submitted before the period covered by this report.

The main topics reported include robbery, theft, deviation, embezzlement, undue preference of suppliers, customers and/or other parties, sexual or moral harassment, bribery, payment of bribes or improper advantage and inadequate use of company resources.

We believe the increase in the number of cases between 2018 and 2019 reflects higher employee confidence in privacy and security of this channel, and more engagement and dissemination about it in integration training, internal communications and compliance dialogue. In 2019, we applied the Reporting Channel Survey to a sample of users; we had a positive satisfaction index of 85%.

In 2019, no corruption-related lawsuit was filed. Ongoing lawsuits related to this topic are disclosed in the Company's reference form. We also had no cases of unfair competition, antitrust violation and monopoly. GRI 205-3, 206-1

To emphasize the theme more and more in the daily routine, we created the Compliance Program, which concentrates all tools that can help assess and mitigate the risks related to corruption.

In addition to onboarding training on the program, a second compliance training cycle was conducted in 2019, with adaptation to employee routine; it had six stages, didactic material and evaluations at the end of the cycle. In addition to training via email, sessions were held at companies with the support of 'compliance enablers,' responsible for in-person dissemination of the topic in areas of the company of low level of access to the digital platform (see indicators in the tables on this page). In 2019, more than 90%, or 19,597 employees, participated in training on ethics, conduct and fight against corruption. Our goal is to ensure that at least 95% of employees participate in trainings of the Compliance Program.

About the

#### and training, covering the transport and fleet divisions of CS Brasil, which, in its continuous search to excellence in management, compliance and transparency in business through an innovative view, implemented systems and procedures to ensure process traceability, such as the Transparency Portal and the Bidding Room. The Portal, with a modular and scalable solution platform, started to integrate actions of the involved areas, allowing mapping processes, evidence and records of information and decisions, and generating corrective and preventive actions and quality indicators. This way, it has achieved the maturity of its services with more efficiency, ensuring control, agility and robust-

For some areas considered to be of high risk or

criticality, we provided specific developments

For the teams responsible for CS Brasil's bidding processes, we created a Bidding Room, which is a safe and monitored environment exclusively built to handle the stages of public bidding processes. The room has restricted access, dedicated equipment and infrastructure and rules to ensure transparent participation of the company in these processes.

ness to its processes.

In addition, in 2019, we hired a specialized consultancy to conduct compliance audits in some departments of the companies, based on information such as risk classification of each department/team and records of the Reporting Channel and the Transparent Line. 2020 appears as a challenging year for JSL. In addition to the commitments to continue structuring the Internal Audit area, supplier approval processes, assessment of the internal control environment, and implementation of the third training cycle, we have a working group that addresses the adaptation of JSL to the new General Law of Personal Data Protection, nº 13.709/2018, considering the reality of each business.

### **Employees trained on anti-corruption issues\***

GRI 205-2

Department		2018	2019
Administration	number	4,102	4,770
Administrative	%	85.67	82.91
Apprentices	number	506	368
Apprentices	%	82.41	86.38
Commercia	number	608	786
Commercia	%	75.72	82.05
Trainees	number	30	21
11 dilliets	%	85.71	87.50
Executives	number	546	579
LVCORIIAG2	%	93.17	93.39
Maintenance	number	1,794	1,561
ivianitenance	%	92.71	96.48
Drivers -	number	6,283	5,521
סוועקוט	% number	93.11	94.28
Operational area	number	6,513	5,991
Operational area	%	89.75	92.44
T-1-1**	number	20,382	19,597
Total**	%	89.53	90.16

<sup>\*</sup>Trainings considered 'Onboarding training' and 'Our Commitment,' including anti-corruption policies and other guidelines of the Compliance Program,



95%

participation in compliance training: this is our goal over the next years

<sup>\*\*</sup>The indicator of business partners that were informed and trained on anti-corruption policies and procedures by region will be monitored starting in 2020,



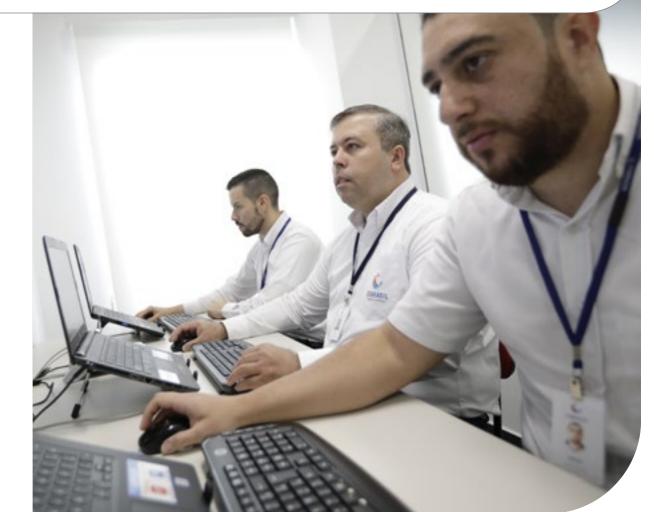
# **Risk** management GRI 102-11, 102-30, 103-2, 103-3 | 205, 103-2, 103-3 | 206, 103-2, 103-3 | 412

The evolution of JSL's governance process also includes the analysis, categorization and mitigation of the different risk factors to which businesses are exposed which may lead to economic, social, operational and environmental impacts.

Today, the main risks identified in JSL's management are related to operational, socio-environmental, financial, compliance and corporate image aspects. 2019 was a relevant year in this segment due to improvements implemented in the risk assessment process of suppliers (read more in Social Capital) related to image, corruption and environmental impact, subject to the analysis of different areas, not only Compliance, but also Health, Safety and Environment, Purchasing and Information Technology.

As part of the continuous improvement of corporate policies, the Risk and Control Management Policy will be updated and it will be validated by the Audit Committee and the Board of Directors. Another relevant aspect was the transfer of Internal Audit out of the department of Internal Controls, Risk and Compliance, now reporting to the Board of Directors through the Company's Audit Committee, in line with the best practices.

In the operational routine, Aponte o Risco channel was created - this is one more tool for employees to submit questions, now focused on risks to safety, health and integrity. This channel is managed by a specialized company and operates on a 0800 telephone number, seven days a week, 24 hours a day.



About the

#### IDENTIFICATION AND MITIGATION

The management of Internal Controls, Risk Management and Compliance is primarily responsible for managing the processes related to the identification, categorization and minimization of corporate risks.

Our planning includes annual update and approach to potential risks. We've created goals, action plans and controls to prevent and mitigate all factors that can cause damage to the image, reputation, stakeholders and the ability to generate financial results of the controlled companies and the holding company.

Our risk management process is based on the COSO (Committee of Sponsoring Organizations of the Treadway Commission) methodology, version 2017, aiming to integrate ISO 9001 and ISO 31000 and adapt governance and management of information technology to COBIT (Control Objectives for Information and Related Technologies). In addition, the Company uses quantitative and qualitative criteria to measure the impact and probability of risk materialization to determine its level of exposure. These risks include themes such as corruption, defense of human rights and unfair competition.

The risk management process has six stages: identification, analysis and evaluation, treatment, monitoring, and communication and treatment. The instruments adopted include self-assessments, development of a risk

matrix, treatment actions (including a specific forum, the Internal Control, Risk Management and Compliance Committee, and definitions of action plans) and operational effectiveness tests.

We have our own committee to handle adverse events; it monitors and evaluates situations that may impact the Company's image and reputation. It also monitors the Brazilian regulatory environment in order to identify possible changes in laws and regulations that could impact our business.

The theme of climate change is particularly important for the logistics sector due to the impact generated by our entire chain in terms of air emissions and fuel consumption. To

minimize potential impacts, we check legislative discussions to expand the coverage of risks against extreme events, we work to improve our energy matrix and invest in the renewal of our fleet - today, one of the youngest in the country (average age of about three years versus national average of around 19 years). In 2019, one of the main tasks of the Sustainability Committee was the development of a Greenhouse Gas Emission Management Program, strengthening our climate change strategy (read more on page 34).



COSO-2017, ISO 9001 and 31000 and COBIT are some references for our risk management model



Our risk management process has 6 stages



Climate change is among the priority topics of the Group

# Strategy and future



#### **Structure**

Business reorganization in line with the objective of growing and diversifying the results generated by the Group

Based on its competitive differentiators, leading position in logistics services and growing importance in the light and heavy vehicle rental segments, JSL looks to the future with attention to growth opportunities for the Group's companies.

Under the responsibility of the Board of Directors, our strategic planning is conducted by the executive leadership, which has a specific board for the subject and key performance indicators focused on aspects such as operational efficiency, service level, economic-financial balance of controlled companies, increase of market share, investments in capital projects and robustness of the Group's capital structure.

In 2019, the Group had a period of consolidation of its results, reaping the rewards of corporate reorganization conducted in recent years. We continue our focus on the diversification strategy that has transformed our trajectory

over the past decade, adapting and strengthening our strategic positioning. The JSL Group changed from a company initially focused on logistics services and with greater correlation to GDP growth to a group of synergistic companies that operate in rentals of highly liquid assets with the addition of services. As a result, we continue growing regardless of the country" economic performance, with predictability of results derived from a high percentage of contracted revenue.

Part of our value lies in the sum of consistent operating results, which is maximized by companies gathered in a single group with a strong culture focused on work, people, services and know-how in asset management. This structure allows the company to allocate resources with transparency, maximize opportunities in specific markets, grow in underexplored sectors and fund assets for more attractive costs and terms.







In line with the projects conducted in recent years, JSL's business strategy covers the following axes:

About the

JSL Group

- Expand the range of services to active customers - Increase cross-selling opportunities, expanding the provision of services with innovative and customized solutions.
- Search for synergies between **businesses** – Large companies are part of our structure, which provides new opportunities of complementary businesses.
- Expansion and diversification of customer base - Offer innovative logistics services to both new companies and underexplored sectors.
- Service customization Be at the service of the customer, focusing on increased productivity and process optimization.
- Introduction of new services in the current portfolio - Develop new projects that incorporate the existing portfolio, increasing logistics integration.

- Sectoral diversification Expand the opportunity for sustainable growth and mitigate possible risks, without relying on any specific sector.
- Accelerated growth through strategic **acquisitions** – Expand participation in strategic segments and geographic regions, with new possibilities of cross-selling, in addition to organic growth.
- Increase the added value of services Maximize the return on invested capital by adding new services with the same level of assets, or small investments to replace assets, to expand the operation, which increases the added value of the agreement with potential to generate more revenue.

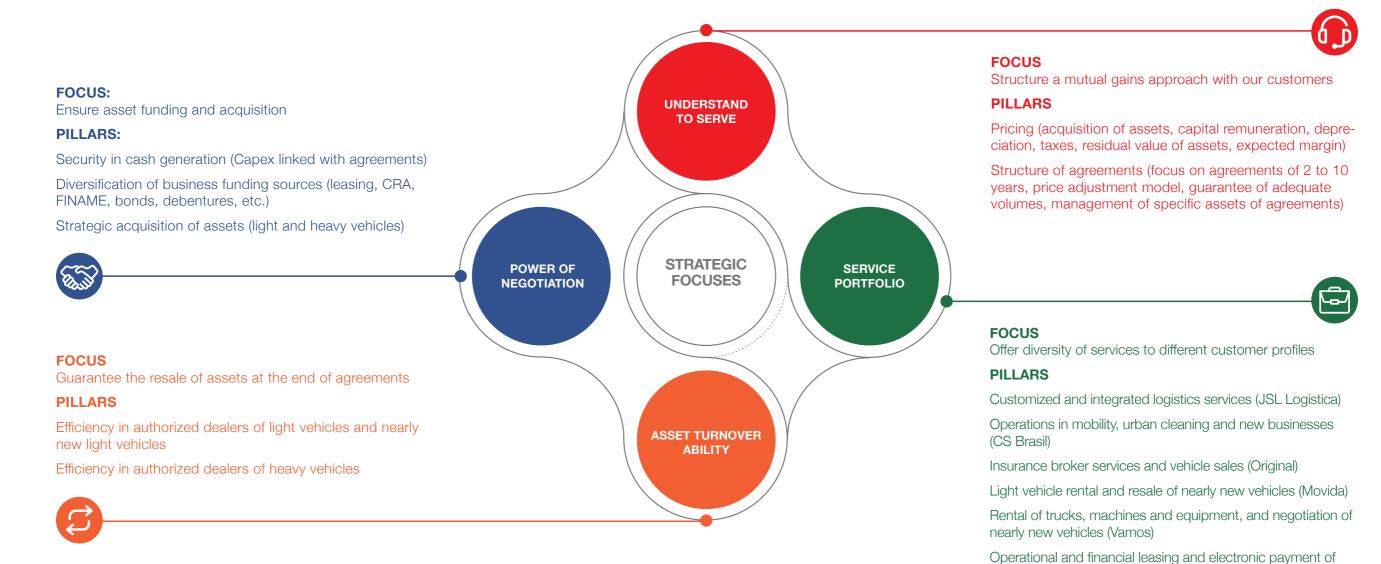


### **Synergies**

between businesses and adaptation to customers are our priorities

freight (JSL Leasing)





#### **COMPETITIVE DIFFERENTIATORS**

# Relevant aspects of JSL that drive its medium- and long-term business growth



# Leadership and robust history of growth

We are leaders or have an important position in the segments where we operate, and we intend to grow more in areas with clear opportunities to increase market share.



# People with expertise in customization

Attention to team development and training results in engagement for the development and implementation of products and services that fulfill the needs of each customer.



# Business, service and customer diversification

We operate through six independent companies that offer a comprehensive portfolio of services in more than 16 economic sectors. This way, we can achieve large scale, loyalty, expanded agreements and cross-selling in the JSL Group



#### **Operational competence**

We are recognized for our service level combined with the generation of benefits for customers, with improved productivity in logistics chain and benefits related to competitiveness.



# Opportunity of consolidation in logistics

The need for investments makes Brazil promising in infrastructure and logistics, and JSL is positioned as the largest company in the sector in a highly fragmented market.



#### **Market recognition**

The Group's positive reputation is based on its attributes of innovation, quality and safety, and its ability to anticipate and understand customer needs over more than six decades.



#### Average fleet age

The high capillarity in the distribution of assets contributes to the renewal of JSL's fleet, which is younger than the national average, reflecting the efficient model for asset sales and negotiation and alliance with large groups.



# Single platform for heavy vehicle rentals and sale

Through Vamos, we have a differentiated platform to offer customized services for trucks, machines and equipment. We have full control of the investment cycle, with the largest chain of truck stores in the country and a digital platform that drives the truck rental ecosystem across Brazil.



# Light vehicle rentals on a daily, monthly and annual basis

Through Movida, we've strengthened our position in the market by expanding the portfolio of services, with operations distributed across the country and plans tailored to the profile of each client.

generation



# HOW WE ACCESS AND TRANSFORM CAPITALS

In the various activities and operations integrated into the group's production chain, we have access to a number of resources and are committed to using them with efficiency, respect, integrity and a sense of responsibility, generating value for all stakeholders: customers, suppliers, partners, governments, institutions, environment and society.

A close look at the capitals required for our company to continue operating, including their transformation and conversion into results, is part of the model proposed by the International Integrated Reporting Council (IIRC). This organization set the Integrated Reporting principles, which were considered by JSL for this reporting cycle.

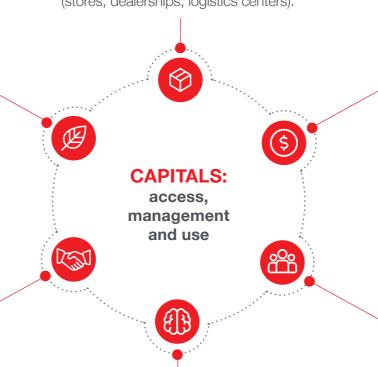
As our first effort to go deeper into the model, we seek to reproduce our performance in 2019 in the following pages, guided by the group of capitals. Each of them corresponds to the bases on which we support our businesses, and through which we generate different externalities, seeking to mitigate potential negative impacts and reinforce positive ones.

#### **Natural**

use of natural and energy resources (water, fuel, electricity) and material/mineral resources applied to production of vehicles and equipment.

#### Manufactured

management of assets (light and heavy vehicles, new and nearly new vehicles, equipment) and optimization of customer service infrastructure (stores, dealerships, logistics centers).



#### **Social and Relationship**

trust and reputation among communities, suppliers, government and institutions.

#### Intellectual

knowledge and expertise of the operational and support teams; innovation initiatives; launches and renewals of products and services.

#### **Financial**

allocation of resources by the shareholders; capital of investors; generation of revenues by controlled companies; financial services (BBC Leasing); allocation of value to investments linked with long-term agreements.

#### Human

own workforce (employees), associates, suppliers, service providers; employee engagement and development.



#### **MATERIALITY AND PRIORITY THEMES**

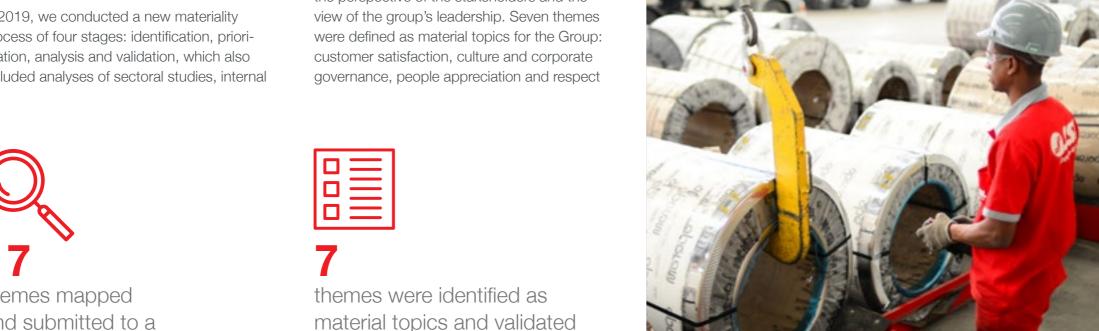
GRI 102-40, 102-42, 102-43, 102-44, 102-47, 103-1 Our effort to map topics of attention in the Group's sustainability strategy results in periodic actions of engagement with stakeholders. The idea is to have direct inputs from employees, suppliers, regulators and leaders that enrich the ESG strategy and support the definition of priority themes of communication and management for the company's businesses.

In 2019, we conducted a new materiality process of four stages: identification, prioritization, analysis and validation, which also included analyses of sectoral studies, internal

documents, internal and external interviews with leaders and experts (13 people) and an online survey with more than 2,500 participants (including employees, suppliers, customers, trade associations, investors and various institutions).

In this process, 17 themes were initially mapped and submitted to a priority analysis, matching the perspective of the stakeholders and the

for diversity, health and safety, Climate Change, intelligent use of natural resources, and economic-financial balance. They were included in the policy after a review by the Board of Directors.





themes mapped and submitted to a prioritization process

with the senior management

**BENEFITS AND** 

**IMPACTS** 



### MATERIAL TOPICS



#### MATERIAL TOPIC

Culture and Corporate Governance

#### **CONNECTED SDGs**



#### **SDG 16**

16.5 Substantially reduce corruption and bribery in all its forms

16.6 Develop effective, accountable and transparent institutions at all levels

#### IIRC CAPITAL



### SOCIAL AND RELATIONSHIP

#### GRI TOPICS

- GRI: Corporate governance
- GRI 201: Economic-financia performance
- GRI 205: Anti-corruption behavior
- GRI 206: Anti-competitive behavior
- GRI 307: Environmental compliance
- GRI 412: Human rights assessment
- GRI 415: Public policy
- GRI 419: Socioeconomic compliance

#### BOUNDARY OF IMPACTS

Inside and outside the Company

# CHALLENGE AND RELEVANCE

- Maintain ethical conduct in all business relationships.
- Adhere to the best governance practices in the most demanding segment of the market.
   Report decision-

making processes and

mechanisms in place.

have transparency

our brand.Attraction of capital and investments.

• Gains in corporate

Reinforced value of

image and

reputation.

#### OUR LIMITATIONS

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# (**季**) 66666

#### MATERIAL TOPIC People

appreciation and respect for diversity



**CONNECTED SDGs** 



8.5 By 2030, achieve full and productive employment and decent work for all women and men, including for young people and persons with disabilities, and equal pay for work of equal value.



#### SDG F

5.1 End all forms of discrimination against all women and girls everywhere.

5.5 Ensure women's full and effective participation and equal opportunities for leadership at all levels of decision making in political, economic and public life.

#### IIRC CAPITAL



#### HUMAN

#### GRI TOPICS

- GRI: Stakeholder engagement
- GRI 401: Employment
- GRI 404: Training and education
- GRI 405: Diversity and equal opportunity

### BOUNDARY OF IMPACTS

Inside and outside the Company

### RELEVANCE

• Ensure attractive business conduct for workforce.

**CHALLENGE AND** 

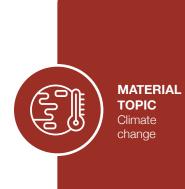
- Ensure the development, retention and engagement of employees through a strong culture.
- Maintain an inclusive environment, open to plurality.

### BENEFITS AND IMPACTS

- Cost reduction with employee turnover.
- Maintenance of the JSL Group's strong culture.
- Retention of talents that will shape the future of companies.



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#### **CONNECTED SDGs**

#### **SDG 13**

13.2 Integrate climate change measures into national policies, strategies and planning.

13.3 Improve education, awareness-raising and human and institutional capacity on climate change mitigation, adaptation, impact reduction and early

#### IIRC **CAPITAL**

Ø

**NATURAL** 

#### GRI **TOPICS**

• GRI 302: Energy

• GRI 305: Emissions

#### **BOUNDARY OF IMPACTS**

Inside and outsidethe Company

#### **CHALLENGE AND RELEVANCE**

- Manage and mitigate the environmental impacts of activities.
- Study new ways to generate and purchase energy, focusing on renewable energy.
- Study ways to modernize business for a model aligned with the low-carbon

#### **BENEFITS AND IMPACTS**

- Reduce risks related to carbon tax and reputation
- Transform the perception of the logistics sector, with an image that is more linked with innovation and environmental benefits.

#### OUR LIMITATIONS

 Lack of a full control/ management over the outsourced fleet. Policies to mitigate GHG emissions must cover outsourced fleets, influencing them in efficient driving, alternative fuels and other applicable good



MATERIAL

TOPIC

#### **CONNECTED SDGs**

#### SDG 3

3.4 By 2030, reduce by one third premature and well-being.

#### IIRC CAPITAL



HUMAN

#### GRI **TOPICS**

GRI 403: Occupational health

#### **BOUNDARY OF IMPACTS**

#### CHALLENGE AND RELEVANCE

- Protect the integrity and well-being of employees and partners of the value
- Encourage safe behavior in external and internal

#### **BENEFITS AND IMPACTS**

- Promote health and wellbeing of those who take the name of the JSL Group
- lower costs related to

#### **OUR** LIMITATIONS

Safety Policy of the JSL Group among all our

**SL** NNUAL REPORT 2019

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Value generation

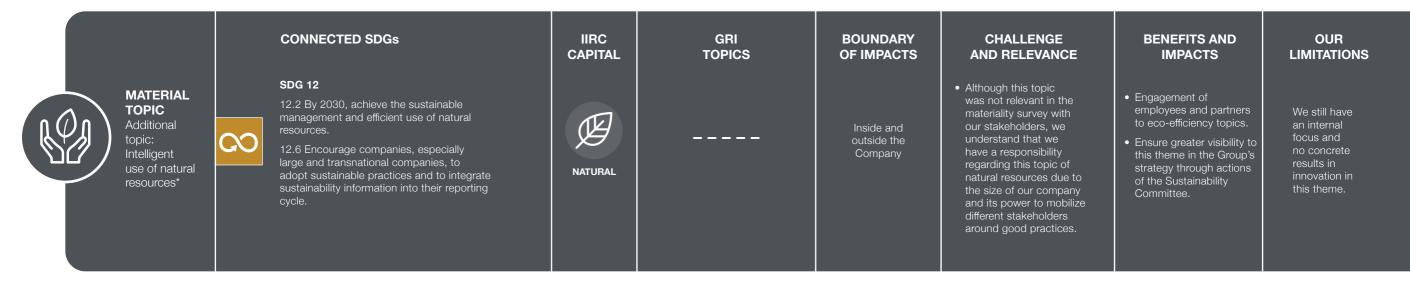
Summary GRI conte

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\*In this report, we will present our results and projects in water and waste; however, we have no indicators according to the GRI methodology, since this theme was not considered a material topic.



# Financial capital GRI 103-2, 103-3 | 201, 201-1

# Integrated and independent businesses ensure balanced generation of operating and financial results

With a business model based on interconnected, synergistic businesses focused on meeting different customer demands and profiles, the JSL Group ended 2019 with a record economic and financial performance and more balanced contributions from its member companies.

In 2019, our net revenue rose almost 20% and reached R\$9.7 billion. Consolidated Ebitda reached R\$2.1 billion, 32.5% higher than the

amount reported in 2018. Net profit, which also confirms the profitability of our business, was R\$318.6 million, a record in the Company's history, with an increase of 68.4%.

Contributions came from different factors, including: reorganization of the Group's companies; improvements in asset turnover cycles, which created a connection between fleet management and outsourcing, sale of and rentals of assets; increasingly rigid controls

on leverage and contracting of financing by controlled companies; and benefits related to growth and expansion of segments such as rent-a-car, fleet management and service outsourcing.

Given the business nature, our leverage management is a critical topic that had good results in 2019: in December, the net debt-to-Ebitda ratio was 3.6 times, versus 4.2 in December 2018. Also, extension of net debt was reported, from 3.5 to 4.1 years. The average cost in the last quarter of the year, was 6.8% for the year.

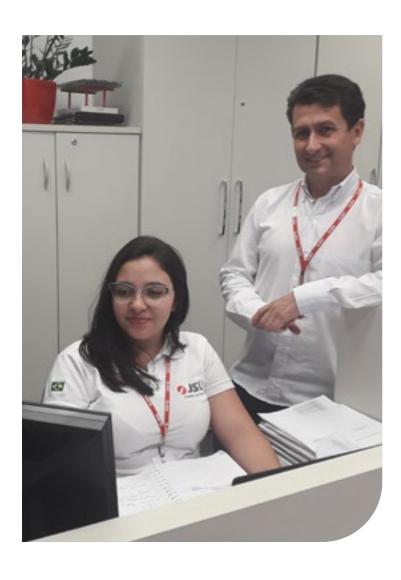
The contribution of the businesses was essential to achieve these results. Alone, JSL Logística was responsible for 24% of consolidated Ebitda, after transformations in its operational model based on a lean business philosophy in assets, with an Ebitda margin of 17.5% at the end of 2019.

CS Brasil, Vamos and Movida represented 73% of consolidated Ebitda, with businesses based on long-term agreements and positive perspectives of growth, particularly in the segment of asset rentals. The other businesses of BBC and Original Concessionárias explore alternatives that provide expertise and knowledge about the secondary market, with stronger connections with third parties, associates and suppliers.

To access all our economic and financial indicators in detail, visit the Investor Relations website: https://ri.jsl.com.br.

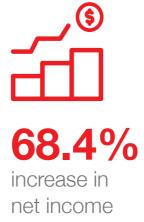


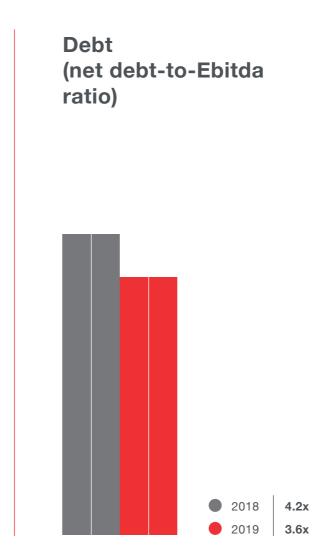
#### **PANEL OF RESULTS**



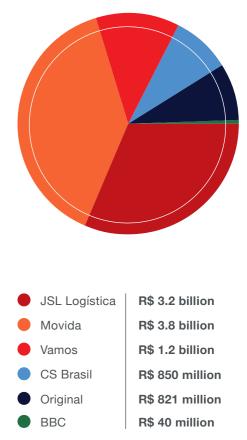


R\$ 9,7 billion net revenue of the Group





### Revenue by company



## Summary of financial indicators – the JSL Group (R\$ thousands)

	2019	2018	▲ YoY
Gross revenue	9,203.5	10,734.4	+16.6%
Deductions	(1,128.1)	(1,048.1)	-7.1%
Net revenues	8,075.4	9,686.2	+19.9%
Net revenue from service provision	6,417.4	7,082.9	+10.4%
Net revenue from sale of assets used in service provision	1,658.0	2,603.3	+57.0%
Total cost	(6,309.1)	(7,626.8)	+20.9%
Cost of service provision	(4,699.2)	(5,102.6)	+8.6%
Cost of sale of assets used in service provision	(1,609.9)	(2,524.2)	+56.8%
Gross profit	1,766.3	2,059.4	+16.6%
Gross margin	21.9%	21.3%	-0.6 p,p,
Commercial expenses	(220.1)	(293.1)	+33.2%
Administrative expenses	(574.3)	(571.1)	-0.6%
Expected losses (Impairment) of receivables	(9.1)	(32.5)	-
Other operating revenues (expenses), net	(1.1)	37.7	-
Result of asset equivalence	(1.0)	(1.2)	+20.0%

	2019	2018	<b>▲</b> YoY
Total expenses	(805.6)	(860.2)	+6.8%
Operating profit before revenues, financial expenses and taxes	960.7	1,199.2	+24.8%
Financial revenues	317.8	365.3	+14.9%
Financial expenses	(999.0)	(1,133.4)	+13.5%
Financial results	(681.2)	(768.0)	+12.7%
Profit before income tax and social contribution	279.5	431.1	+54.2%
Income tax and social contribution	(90.3)	(112.5)	+24.6%
Net income	189.2	318.6	+68.4%
Net margin	2.3%	3.3%	+1.0 p,p,
EBITDA	1,597.5	2,115.9	+32.5%
EBITDA margin without net revenue from service provision	24.9%	29.9%	+5.0 p,p,

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### **Results by business**

	JSL Logística	Movida	Vamos	CS Brasil	Original Concessionárias	ввс	Holding and others	Eliminations <sup>1</sup>	Consolidated
Net revenue	3,150,184	3,836,044	1,211,508	850,951	821,472	40,031	-	(223,981)	9,686,209
Gross profit	402,265	939,609	413,101	152,890	126,655	28,736	-	(3,873)	2,059,383
Operating profit (loss) before revenues and financial expenses and taxes	273,481	468,188	292,653	137,678	22,642	13,049	(8,508)	(18)	1,199,165
Net profit before income tax and social contribution									431,126
Net profit of fiscal year									318,625

<sup>1</sup> Refer to eliminations of transactions made between segments.



### Value added statement (VAS) GRI 201-1

(R\$ thousands)	2019	2018
Sale, rental, service provision, sale of discontinued assets	10,734,355	9,203,466
Reversion (provision) of expected losses (impairment) of receivables	(32,527)	(9,146)
Other operating revenues	108,944	127,019
	10,810,772	9,321,339
Material/services acquired from third parties		
Cost of sales and service provision	(3,249,185)	(2,985,621)
Materials, energy, services provided by third parties and others	(2,968,632)	(2,369,364)





### Value added statement (VAS) GRI 201-1

(R\$ thousands)	2019	2018
	(6,217,817)	(5,354,985)
Gross value added	4,592,955	3,966,354
Withholding		
Depreciation and amortization	(916,744)	(636,817)
Net value added produced by the Company	3,676,211	3,329,537
Value added received in transfer		
Result of asset equivalence	(1,201)	(960)
Financial revenues	365,336	317,809
	364,135	316,849
Total value added to distribute	4,040,346	3,646,386
Distribution of value added		
Employees and duties	1,603,040	1,510,200
Federal	415,602	438,878
State	404,199	243,847
Municipal	93,303	76,084
Interests and bank expenses	1,133,375	999,028
Rentals	72,202	189,179
Withheld profit of the fiscal year	318,625	189,170

the Group



# Human and intellectual capital GRI 103-2, 103-3 | 401

We found the foundations of our history of success in the commitment and dedication of our people. With a large group of employees - more than 21,700 people in all Brazilian states - and the challenge of preserving our culture without losing the plurality inherent to the business, in 2019 we performed important actions to mo-

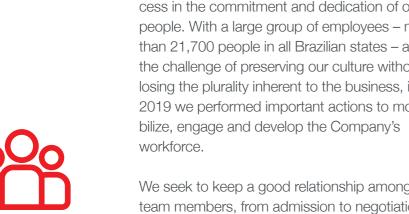
We seek to keep a good relationship among our team members, from admission to negotiation, assessment and training/education stages. Today, 100% of employees are covered by collective labor instruments, and JSL relates with 236 trade entities (165 collective conventions and 71 collective agreements) that represent workers.

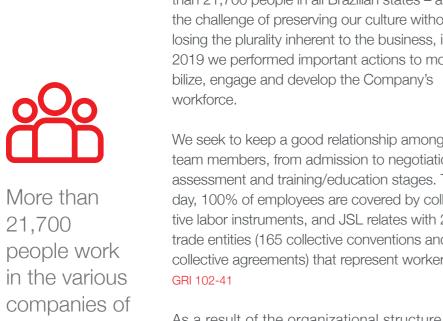
As a result of the organizational structure consolidation process, 2019 was a particularly challenging year for the area of People

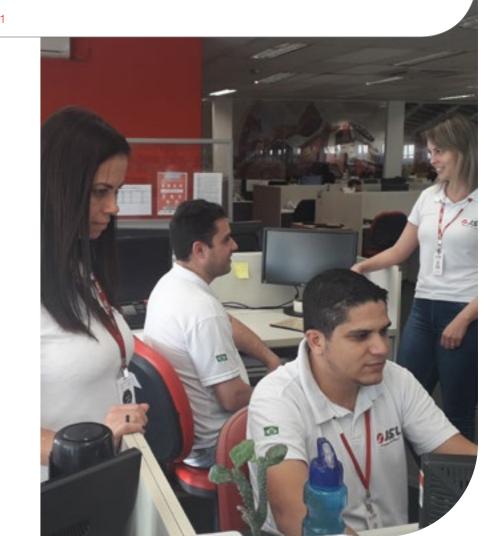
Management. With mature companies coexisting with more recent businesses in expansion - for instance, Vamos and BBC Leasing - the idea was to intensively adjust the organizational culture, maintaining the essence and values of the group present in its routines, especially the pillars of Customer, People, Work, Simplicity and Profit.

The transformation period had an impact on the number of employees, which had a 7.98% reduction, from 23,646 in 2018 to 21,758 in 2019. During the year, 8,542 employees were hired and 9,757 were dismissed, with new hires of 15.01% and 18.95% turnover.

One of the key themes in the logistics sector is talent retention, given the high turnover in this business. It involves employees from top management to tactical levels, and in 2019, the Performance Evaluation process was created and will be implemented in 2020. The







People Management area also conducts periodic assessments of new employees and conducts post-resignation interviews to assess reasons for voluntary resignation.

In order to ensure an attractive environment, suitable for engagement, we offer a number of benefits and development programs, some of which can be extended to their family members, for example, the Family Appreciation Program, focused on hiring family members,

emphasizing the ties established between employees and the organization.

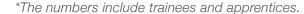
The benefits offered to all employees include life insurance, medical plan, transportation vouchers, food and/or meal vouchers, basic food packages (based on the collective agreement), profit sharing, disability and disability coverage, parental leave, pension plan, and shareholding plan, as well as bonus for length of service for eligible employees. Psychosocial and psychological support programs are also offered. The benefits offered for both full and part-time employees at our important operating units are life insurance, health insurance and maternity leave. GRI 401-2



15,01% new hires in 2019

#### Our employees\* GRI 102-8

Type of employment		2017			2018			2019	
contract	Men	Women	Total	Men	Women	Total	Men	Women	Total
Fixed term	420	367	787	569	428	997	519	398	917
Non-fixed term	18,822	3,309	22,131	19,094	3,555	22,649	17,432	3,409	20,841
TOTAL	19,242	3,676	22,918	19,663	3,983	23,646	17,951	3,807	21,758

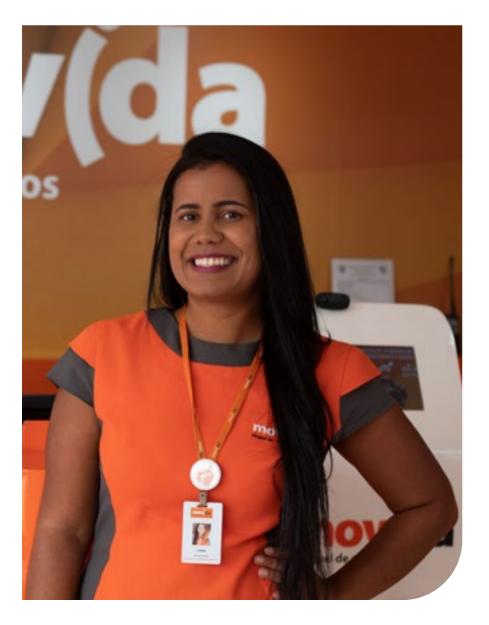




#### For more information

about our internal audience, refer to the Attachment





#### **AN EYE ON DIVERSITY**

GRI 103-2, 103-3 | 405

Our sustainability strategy addresses the issue of diversity and equal opportunities. We also reinforced our commitment to this issue by joining the United Nations Global Compact in 2014 and the Movimento Mulher 360.

We recognize in the JSL Group the challenge of attracting and retaining female talent in leadership roles, as we are a historically male sector. Considering that, our Program of Respect for Diversity is especially focused on women in order to balance the rate of men and women in leadership roles.

At the end of 2019, we conducted an unconscious bias training for senior leadership and monitored the indicators of employee retention after maternity leave, turnover in leadership roles and proportion between men and women. These data are part of the panel of indicators reported quarterly by the Sustainability Committees to the Board of Directors.

We also launched the benefit of extended maternity leave of 6 months and paternity leave of 20 days, aiming to promote the process of

women retention, value families and further engage employees so that they can work with tranquility in such a special period of their lives.

Improvements in our diversity issues are aligned with the ESG processes of the Group and its companies



#### **EDUCATION AND TRAINING**

GRI 103-2, 103-3 | 404, 404-1, 404-2

We recognize our importance for the qualification of employees we recruit and, therefore, we have an annual calendar of training that combines soft skills – behavioral and socio-emotional aspects, for example – with more technical characteristics, covering both administrative employees and those working on highways, at our branches and at customer facilities.

In line with the strategy, the focus of JSL's training is on preparing our team for new processes – such as those related to new products and services – and improving quality conditions and service level. Topics include customer focus, problem solving, health and safety, defensive driving and ethics and compliance. We don't have assistance programs for employee career transition.

During the year, we reached an average of 14.6 hours of training per employee. Operational employees from maintenance and direct operation receive a great amount of these hours. This indicator also covers mandatory training on health and safety standards and onboarding training for new hires.

# Average number of hours of employee training by gender\*

	2018	2019
Men	16. 45	16.39
Women	6.13	6. 08
TOTAL	14.71	14.58

<sup>\*</sup>These numbers represent an average by employee of both genders; 2017 data were not available in this format.

Performance evaluation tools may be improved in 2020



# Commitment: assessment in 2020 GRI 404-3

In 2019, we did not conduct performance evaluation at the JSL Group. However, in 2020, we plan to implement a 90-degree analysis model, with self-assessment and the manager's assessment. In addition, we will have calibration committees to mitigate possible distortions in the assessments. It will be the first evaluation cycle in the Group and will cover around 2,000 employees holding management roles.

# 61

#### AN EYE ON SAFETY

#### GRI 103-2, 103-3 | 403

Ensuring a healthy and safe environment for employees is a difficult task for a company of our size. In 2019, we strengthened systems to monitor legal requirements and encourage a culture of safe behavior among our different companies, which represents a major challenge, given the risk particularities of each business, activity or operation.

The presence of our employees in customers and on highways across the country and abroad requires monitoring and attention to safety issues – whether linked with anticipatory, safe and economical driving, or connected with observation of safe work or analysis of dangers and damages, and mitigation and elimination of risks.

The Health, Safety and Environment (HSE) and Integrated Management areas support all companies of the group, which maintain different levels of maturity and are gradually incorporating corporate standards. In addition, all teams that operate in customer facilities have HSE leadership and observe the standards of both JSL and customers. The actions cover workers on highways and public roads and workers in customer facilities, whether they are JSL employees or associates (drivers who provide services), always with the challenge to promote awareness of HSE policies and actions.

In 2019, we created a Health and Safety Management System to monitor legal requirements in branches and operations. This tool supervises compliance of all companies with applicable regulations and laws and supports the Environmental Risk Prevention Program and the Occupational Health Medical Control Program, among other initiatives.

The company's employees are represented in formal committees divided into three management pillars: Strategic Management - HSE Management and Sustainability Committee; Tactical Management - Integrated Management System/HSE; and Operational Management, through safety and leadership technicians.



100% of companies are supported

by the HSE and Integrated
Management areas





# Rates of employee health and safety, by gender\* GRI 403-2

	20	18		2019				
	Women	Men	Total	Women	Men	Total		
Type of injury	Accident v	with materia	al damage	Wit	ave			
Injury rate	0.02	1.44	1.46	6	105	111		
Occupational disease rate	0.00	0.00	0.00	0.00	0.00	0.00		
Lost workday rate**	5.16	58.40	63.56	937	26,935	27,872		
Absenteeism rate	0.65	2.84	3.49	902	501	568		
Number of deaths	0	0	0	0	2	2		

<sup>\*</sup>Lost workdays are consecutive days; they are counted starting at day 16 after the accident,

# Rates of employee health and safety, by region\* GRI 403-2

	2018				2019					
	NO	NE	СО	SE	s	NO	NE	СО	SE	s
Type of injury	Acci	dent wi	th mate	erial dan	nage		With m	edical	leave	
Injury rate	0,05	0,05	0,05	1,29	0,02	4	0	2	101	4
Occupational disease rate	0	0	0	0	0	0	0	0	0	0
Lost workday rate**	2,08	2,08	2,08	56,26	1,07	682	12,597	0	14592	0
Absenteeism rate	0,33	0,12	0,68	2,13	0,24	560	409	762	550	658
Number of deaths	0	0	0	0	0	0	1	0	1	0

<sup>\*</sup>Injury rate, occupational disease rate, lost workday rate, absenteeism rate and number of deaths were reported using the rules system applied to the registration and reporting of accident statistics was used: NBR 14280 - Workplace accident record - Procedure and classification. We didn't consider minor injuries requiring first aid support. The two deaths in 2019 are not mentioned in the injury rate.

<sup>\*</sup>Lost workdays are consecutive days; they are counted starting at day 16 after the accident.

#### PROACTIVE, ENGAGED MANAGEMENT

JSL understands the need for integrated management in all its organizations/units. For this reason, the management system participates in 100% of our processes. Then, we comply with legislation NR 04 - Specialized Services in Occupational Health and Safety and policies of the company and our customers. GRI 403-1

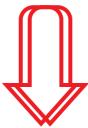
Another important effort in 2019 was the adoption of proactive indicators in businesses, that is, indicators that show not only the occurrence of incidents, but also near accidents and risk situations. The project was conducted between the end of 2018 and along 2019 and involved the development of an application, tested in pilot projects in five specific operations. With this tool, leadership employees and HSE professionals were able to conduct behavioral audits and

preventively identify potential risks, speeding up the response time and decision making. In 2020, the monitoring program – which until December 2019 had been implemented in some operations at CS Brasil and JSL Logística - is expected to cover 100% of the group's businesses.

Also in early 2019, we implemented the Aponte o Risco channel (read more on page 39), which enables the preventive identification of situations involving potential risk of employee exposure, environmental risk, and risk to corporate image.

In 2015, we implemented the Incident Investigation Management System, so we do our best to avoid incidents, especially life-threatening occurrences that may affect the integrity of our people. Our performance has improved in YoY comparisons (2017, 2018 and 2019), in the total number of accidents, and for 2020 we intend to achieve 20% reduction in JSL.





20% reduction in the number of accidents is our goal for 2020



100% businesses of the Group will have a risk monitoring program



#### PROGRAM 'LIGADO EM VOCÊ'

With almost two decades, this program reinforces our commitment to employee well-being through a toll-free phone, which employees and their families can use when facing psychological, social or medical problems. Through these contacts and internal assessments, we provide employees and their families with services that include psychological support, guidance in cases of accidents and violence, support in serious health cases and death, home and hospital visits, social care and professional financial guidance.



more than **25,000** 

people benefitted from the thematic campaigns focused on health and safety

#### OTHER RELEVANT ACTIONS

- Health and Safety Committees they cover the Specialized Service in Occupational Health and Safety and the Internal Accident Prevention Committee (Cipa); in operations without a legal obligation to have a Cipa, we have a representative who receives specific training on accident prevention.
- Dynamic Telemetry through anticipated route planning, drivers are continually warned about dangers, such as sharp turns or low speed sections of highways.
- Fatigue and distraction management a 24-hour monitoring center works with on-board cameras that record movements, showing driver distraction or tiredness (signs of sleep, attention deviation, etc.) and sending accident prevention alerts.
- Prevention of Alcohol and Drug Use with a structured policy to address this theme, JSL requires employees to sign a statement of responsibility when they start working on highways. The units have breathalyzers for testing on all drivers to avoid issues behind the wheel.

- Thematic campaigns every year, communication actions are developed for employees. In 2019, topics such as drowsiness, anticipatory, safe and economical driving, driving in the rain, speed control, festive events that increase traffic risks, guidance for vacation periods, and operational standards were reinforced to an audience of more than 25,000 people.
- Internal and external audits in order to ensure adherence to processes, the units that handle chemical products are certified by SASSMAQ (Health, Safety, Environment and Quality Evaluation System).
- Management of indicators by senior management - on a monthly basis (directors) and annual basis (CEOs of the companies from the JSL Group), our leaders participate in a meeting to discuss the goals and define action plans to improve health and operational safety.

# Social capital

# By nature, we are a group whose ability to generate results is based on relationships

Today, we serve thousands of customers of different profiles – including public entities, companies from different sectors and individuals and companies from rent-a-car services and vehicle sales – and we have numerous partners in the supply chain that provide essential services and supplies for our operations.

Another front of growing importance refers to our communities, reflecting our maturity as a group and our presence across the country and in the Mercosur region. The priorities in relations with these stakeholders, defined on a corporate scale by JSL, are based on quality, transparency and compliance and are translated into programs of the companies,

ensuring fair, ethical relationships of mutual gain with our stakeholders.

#### **CUSTOMERS AND SERVICE LEVEL**

Today, relationship management is a responsibility of each company of the Group, with committees, workgroups and relationship channels, according to the audience profiles. All relationships are based on integrity, so bidding processes in which we participate through CS Brasil, for example, take place in a controlled environment, with integrity policies that guide the relationship with public agents. Trainings are also provided to the areas working directly with public agents (read more on page 38). Also at CS Brasil, we developed a Transparency Portal, which is a

modular and scalable solution platform, with mapping of all hiring processes of the company, processes, disclosure and records of information and decisions, in line with the best accountability practices in relations with customers from the public sector.

JSL's logistics businesses also prioritize longterm ethical relationships. We rigorously observe compliance, health, safety and environment clauses of the companies we serve and we've done our best to extend our agreements, ensuring legal certainty to the relationship and allowing investments in modernization, technology and customization of services, with forums dedicated to listening and serving customers. We understand that a strategy oriented to more flexible, smooth and personalized solutions is crucial for the continuity of our business.

A broad cycle of expansion and innovation has also mobilized teams of Movida, which has structured its own board of directors for quality and customer relations and has increasingly strengthened the process of actively listening to the demands of its customers. New services, such as Premium and service for mobile application drivers with flagship stores, are aligned with the demands of society and diversification of the portfolio of products and services. The same happens at Vamos, which has a team dedicated to continuous improvements to rental and sale services.





#### PARTNERSHIP AND IMPACT ON SOCIETY

GRI 102-43, 102-44, 103-2, 103-3 | 412

In order to concentrate private social investments on communities, the Julio Simões Institute was created in 2006 and, since then, it has implemented projects alone or partnering with other institutions. We understand that the nature of our business allows improvements in the standards of living in the communities nearby and directly or indirectly connected with our network of branches, stores and units.

In 2019, the Group had many transformations, as it created robust sustainability area and governance (read more on page 47). The Institute's management, now under the responsibility of this area, improves processes, defines and readjusts policies, improves programs, creates and monitors indicators and implements new projects in the social area.

We started a comprehensive work to develop a strategy of donations and sponsorships. In addition, we've defined a plan for the next year to align the allocation of resources to our sustainability strategy and strengthen connections with social actors and local initiatives. In general, the Group's experience shows its strong presence in surrounding communities, providing a strong potential for impact. With an eye on this opportunity, we've engaged our neighbors through the Ligado em Você program and the Family Appreciation program, which prioritizes hiring of family members for the group's companies (read more under Human Capital).

Our considerations regarding the communities directly or indirectly impacted by our activities also cover topics such as diversity and safety. We launched a benefit that extends maternity and paternity leave and we continuously monitor frequency and severity rate indicators in the sustainability committees.

Besides reviewing the Donations and Sponsorships Policy, involving the Sustainability, Compliance and Controllership areas, in 2020 we will continue with new actions, such as the implementation of Volunteer and Private Social Investment policies. In addition, we foresee a diagnosis of social impact on the main communities where we operate, directly addressing the JSL Group's assessment in issues related to human rights. GRI 412-1







#### Performance in 2019

The Institute works on a network model with organizations experienced in social interventions, which ensures multiplication and continuity to implemented actions. The project selection criteria take into account the surrounding communities and their needs, emphasizing aspects such as short distance, focus on education, entrepreneurship, sports and culture for the audience of children and young people.

We prioritize this audience because we understand that, by investing in them, we contribute to the construction of a more just society. By investing in youth training programs in the communities close to our operations, we are positively impacting the average family income and local economy, in addition to training talents for specific role in our business.

In 2019, 13 projects were implemented, impacting around 30,000 people versus 32,691 in 2018. The resources raised by the Institute totaled R\$3,208,588.56 for projects based on tax incentive laws – versus R\$3.5 million in 2018 and R\$2 million in 2017. In addition, 29 branches and stores of the JSL Group were involved in the Institute's campaigns, projects and social actions during the year. It represents around 7.8% of our operations in Brazil.

The Institute also supports independent projects by making fixed donations to non-governmental organizations (NGOs) and social institutions. In 2019, we participated in actions that benefitted 67,284 people.

In connection with the core of our business, we donate transportation to projects of local communities and institutions, with 3,336 people benefitted in 2019.

As leaders in the logistics sector, we are active participants in the Na Mão Certa Program (Childhood Brasil) and have partnerships with the Liberta Institute and the Abring Foundation, providing lectures about how to fight against sexual abuse and exploitation of children and adolescents on Brazilian highways. In 2019, we mobilized 4,994 people, including third parties, customers, employees and the communities in actions of this nature. GRI 102-12

During the year, we also understood that promoting social impact depends on the efforts of everyone. For this reason, we launched the Caminho do Bem campaign, offering employees an opportunity to allocate up to 6% of their due income tax to projects already supported by the Julio Simões Institute. Through this campaign, we estimated that 10,656 people will be impacted in 2020.

In partnerships with experienced organizations, the Institute allocated R\$ 3.2 million to projects based on incentive laws



#### **OTHER PROJECTS**



#### NAME

Julio Cidadão

**Gincana Cultural** 

Natal de Emoções

**Carreta Treinamento** 

Você quer? Você pode!

Centro de Memória e Cultura Julio Simões

**Black Jaguar Foundation** 



#### WHAT IT IS

Since 2007, it has encouraged voluntary actions and promotes 'clown care' activities in partnership with NGO Canto Cidadão, in Mogi das Cruzes and region.

Allows employees and families to raise funds/donations and perform direct actions in NGOs and public spaces.

Since 2016, its actions have engaged employees in voluntary and solidary activities of the Institute.

It takes an itinerant cinema room to several cities in Brazil with movies, plays, promoting culture, music, leisure and training.

The Julio Simões Memoirs and Culture Center receives students from public schools in Mogi das Cruzes.

New employees and customers can visit it; its auditorium is available for lectures and events.

In 2019, Movida became the first partner with the potential to deploy an ambitious project to plant native trees and create the Araguaia Biodiversity Corridor. This partnership is linked with the Carbon Free emission compensation program.



#### **PEOPLE BENEFITTED IN 2019**

**38 employees** trained (221 in total since the pogram started) 5,900 people benefitted

18 social institutions 22 lectures **517 volunteers** involved 2 bike tours 3.621 foods donated **147 trees** planted 1,183 toys donated

More than 300 people received toys and gifts More than 240 volunteers

8,236 people impacted 9 municipalities covered

1.576 students and teachers visited the CMC

More than 3,400 people benefitted

R\$200,000 invested in the project



#### **SUPPLIERS** GRI 102-9

Respect for human rights, the environment and JSL's standards of labor and health and safety are requirements that guide relations with our business partners. The alliances we've built into in the supply chain include agreements to supply our operations with materials, services and equipment, ensuring excellence and results in our businesses.

We ended 2019 with 18,357 suppliers in our supply base, and we keep allocating an expressive amount of resources to these agreements: R\$6.77 billion in 20919 versus R\$5.58 billion in 2018. Of this amount, 74% are related to local suppliers, that is, states where our branches are located and which make the purchase.

The management of our partners had a significant progress in 2019, within the scope of the Supplier Management Project. Continuing the efforts of previous years, we started the registration of our base according to compliance risks and we required environmental permits and licenses, according to the service or material provided.

The project has several stages. In the first, implemented in October 2019, we validated criteria such as the supplier's registration status (CNPJ), certificate of non-debts related to tax, certificate of positive status in the payment of FGTS duty, absence from lists of companies adopting slave labor and the National Registry of Unlawful and Suspended Companies (Ceis), in addition to the National Registration of Punished Companies (CNEP), records of money laundering crimes (via Coaf), and a certificate of lack of labor debts.

The supplier's registration is only completed if the company accepts our Code of Conduct as a guide to our relationship by filling out a third party diligence questionnaire, which is used to evaluate interactions with the public power and potential conflicts of interest. After the conclusion of the project, areas such as Compliance; Health, Safety, Environment; and Purchasing are monitored in real time to check the conditions of our suppliers. We were able to mature and strengthen the criteria for companies to do business with JSL and, during the year, we optimized the base of suppliers, which explains the change in the number of suppliers. This change justifies a 30% higher percentage of

local purchases in the year. Suppliers with tax, labor, human right or environmental problems are automatically blocked.

Today, all agreements with our suppliers have compliance clauses, and 100% of suppliers considered critical in terms of environmental risks have, since 2019, undergone an approval process supported by the HSE area, and all relevant environmental licenses are required. Other partners considered critical according to their activity or because they are provide consultancy services in general are covered by customized tools.

Even so, we recognize the need to evolve in the relationship with partners beyond legal and contractual issues, justifying our potential to promote good practices in the chain. Starting in 2020, we must move forward with other stages that include, for example, homologation, assessment and management of third-party workforce, minimizing risks and enhancing opportunities for business development, employment and income between JSL and its business network. In addition, we will implement 360-degree assessment tools with suppliers.



### **Mapped risks**

In logistics processes, suppliers may be exposed to risks ranging from environmental contamination to social and human rights aspects – forced or slave labor, for example. In 2019, no operation or company presented risks of this nature.

# **Natural capital**

The JSL Group has businesses that generate different environmental impacts, according to their activities, products and services

In general, we understand the Company has a special impact in terms of climate change, emissions and energy, and it is responsible for the proper use of water resources, management of waste and wastewater and prevention and mitigation of environmental risks – such as spillage and accidents with cargo vehicles.

Seeking to understand and report how we access and transform natural capital, we work to mature our governance in relation to this topic. In 2019, we developed our

Sustainability Policy and validated it with our senior management, and achieved maturity of sustainability governance actions with specific committees at JSL/CS Brasil, Movida and Vamos (read more on page 33).

#### **CLIMATE CHANGE AND ENERGY GRI 103-2,**

103-3 | 201, 103-2, 103-3 | 302, 103-2, 103-3 | 305 Some of the measures adopted by JSL to mitigate one of its main impacts from its businesses include rational use of fuel, continuous renewal of fleet, and monitoring of indicators, through an inventory of emissions based on the international methodology of the GHG Protocol.

Today, our fleet is much below the average fleet age when compared to the national age, a result of our asset turnover, especially the heavy and light vehicles owned by the controlled companies, and we are emphasizing that with associates, so that they can adopt the same guideline in their activities. Our assets are three years old, on average. In branches and stores, we have leaders who are attentive to the conditions of our vehicles and facilities and. whenever possible, we encourage the adoption of renewable fuel - this is the case of Movida, which encourages the use of ethanol and has more than 90% of its fleet using this fuel.

In terms of emissions, Movida is one of the leaders in its segment with the Carbon Free program, which encourages the compensation of emissions from vehicle traffic through reforestation and planting actions. The challenge

today is to develop strategies to disseminate programs of this nature in the other companies of the group.

JSL formalized its adhesion to the 2020 cycle of the Brazilian GHG Protocol Program, which is a group of guidelines to help understand, quantify and manage GHG emissions and which establish methods of data compilation about emissions from organizations in inventories. Aware of the challenge associated with the definition of the scopes of our inventory, we started a detailed study about this subject in the Group's Sustainability Committees - see on page 72 the JSL Group's Emission Management Map by operation and scope.

In the Group, scope 1 emissions are particularly linked with fuel consumption in its own operations and transport activities whose control of fuels is ours. Scope 2 is linked with the purchase of electricity.

In 2019, the JSL Group reported a 5% reduction in scope 1 emissions, due to improvements in the management of its own fleets and the expansion of outsourced fleet (JSL Logística). Regarding scope 2 emissions, our monitoring data are corporate and evaluated quarterly with the Sustainability Committee. In 2018, scope 2 emissions were 3,357.9 tCO2e; in 2019, global energy consumption increased 20% due to new operations, increasing emissions to 3,975.56 tCO2e. In 2020, the electricity purchase agreements for on the free market

will be reviewed so that reductions in GHG emissions are measured and deducted from the total amount calculated. In addition, we will expand the share of renewable energy sources in our energy matrix, allowing scope emissions to be substantially reduced.

The calculations of emissions presented here consist of a preview and are waiting for the completion of the Group's emission inventory, so they are subject to updates. GRI 305-2



5% consolidated reduction in scope 1 emissions in 2019

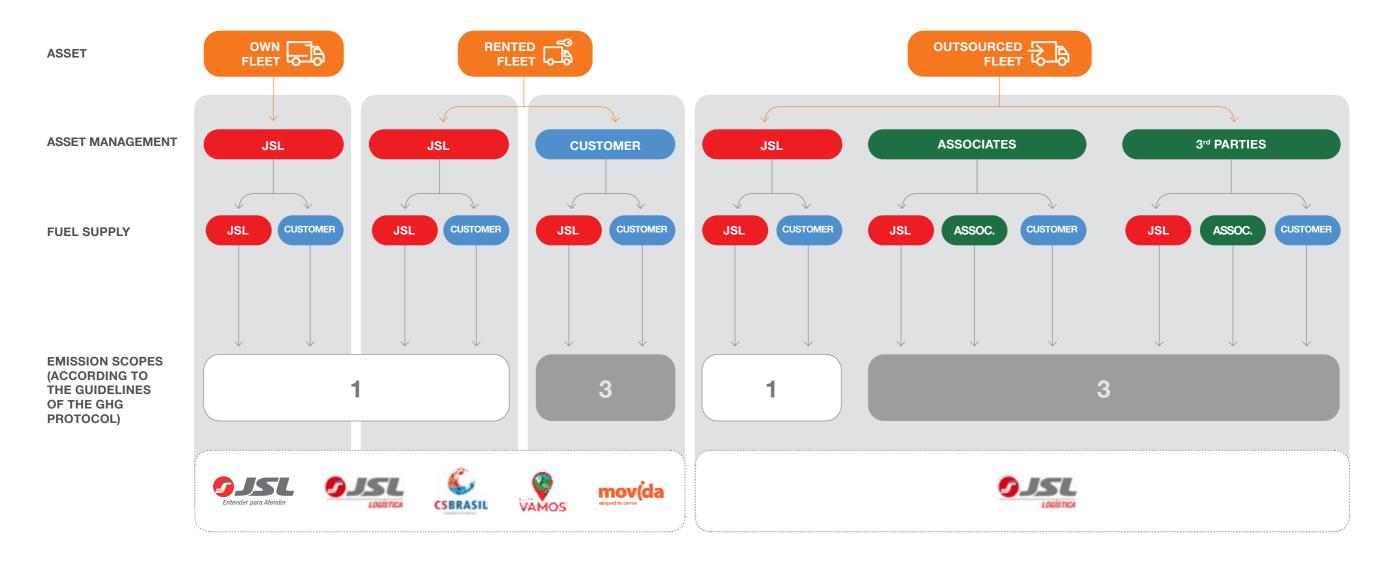


# **Free market**

Adhesion to this segment of energy purchase prioritizes sources of lower impact

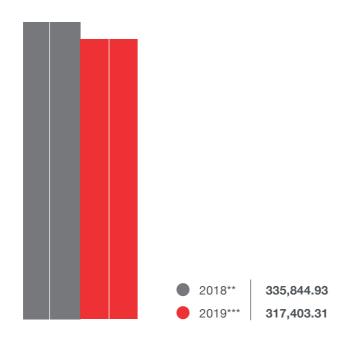


#### **EMISSION MANAGEMENT MAP**





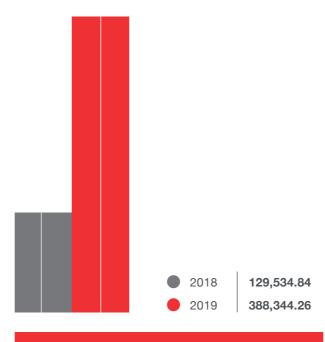
#### Direct emissions – Scope 1 (tCO<sub>2</sub>e)\* GRI 305-1



<sup>\*</sup> Calculations were performed using the GHG Protocol tool and include CO2, CH4 and N2O gases. 2019 results include scope 3 emissions of Movida associated with the rental of gasoline light flex-fuel vehicles.

## Emissions – Scope 3 – Fossil fuels (tCO<sub>2</sub>e)\* GRI 305-3

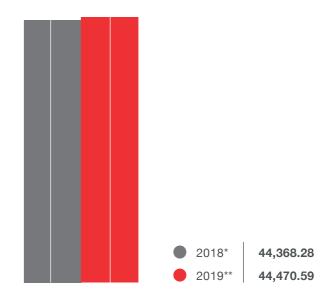
Transport of materials, products, waste, employees and passengers



#### Causes of variation

In 2018, scope 3 emissions of Movida related to car rentals were not considered. As a result, the scope was expanded and generated a significant consolidated growth in the Group in 2019.

# Biogenic emissions of CO<sub>2</sub> - Scope 1 (tCO<sub>2</sub>e) GRI 305-1



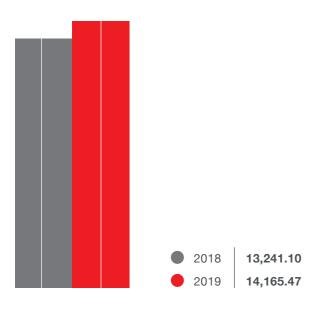
<sup>\*</sup> Corrected value.

<sup>\*\*</sup> Corrected value.

<sup>\*\*\*</sup> Calculations performed using version 2019.3 of the Brazilian GHG Protocol Program.

<sup>\*\*</sup> Calculations performed using version 2019.3 of the Brazilian GHG Protocol Program.

# Biogenic emissions – Scope 3 (tCO<sub>2</sub>e)



#### Scope 3 emissions: our challenge GRI 305-3

The emissions associated with outsourced fleets are a challenge for the management, which require our attention, seeking to improve our monitoring and dialogue with these partners. As part of the work of the Sustainability Committee, we intend to move forward in this issue in 2020. One of JSL's objectives is to develop a corporate strategy to influence the management of outsourced fleets, with a focus on reducing costs and GHG emissions, with performance indicators in development stage.

Scope 3 emissions monitored today refer to activities that involve fuel consumption. Only mobile combustion emissions associated with outsourced fleets and rented to end customers, from January to December 2019, were considered under scope 3. In 2019, we reached  $388,344.26 \text{ tCO}_2\text{e}$  between JSL Logística and Movida –  $138,557 \text{ tCO}_2\text{e}$  and  $249,786.45 \text{ tCO}_2\text{e}$ , respectively. The gases considered here were CO<sub>2</sub>, CH<sub>4</sub> and N<sub>2</sub>O. Regarding biogenic emissions of this scope, we achieved  $14,165.47 \text{ tCO}_2\text{e}$ .



## GHG EMISSION MANAGEMENT PROGRAM GRI 201-2

In 2019, one of the major achievements of JSL's Sustainability Committee was the development of a greenhouse gas emission program. Driven by the need to understand the actual environmental impact of our business, especially in the context of discussions about plans and goals to reduce emissions in various forums around the world, we seek to review our methodology for the production of previous emission inventories. The goal was to identify our biggest challenges and opportunities as leaders in the logistics sector, recognizing climate change as a challenge of our entire chain.

We started a detailed analysis of all sources of scope 1 emissions, understanding the peculiarities of each operation from each branch, in order to ensure all operations are included in our fuel consumption management. We conducted a national and international benchmarking process to understand what the main companies in the sector are proposing to reduce over the next years, analyzing data published by them so far. The gap identified

in this benchmarking showed that it would be interesting to take the lead in the sector and conduct a deeper study.

Although JSL's Sustainability Committee started this study, this challenge also involved the committees of Movida and Vamos. It aimed to define the composition of the relative emission indicator and review the results of previous years, ensuring more transparency to our audiences to help us find ways to neutralize our emissions, also in partnership with our customers. This study will generate projects that will reduce costs, with drivers more aware of how they should drive and understand the environmental impact and the results of the company when they drive inadequately, consuming more fuel per kilometer.

The steps planned for the future under the program include:

- Critical analysis by a third party showing the opportunities/needs for adjustments and improvements in our work performed during the year, under the Sustainability Committees;
- Validation of our strategy with opinion shapers and experts from the logistics industry during 2020.
- Development of GHG inventories, already considering this validated methodology;
- Publication of inventories on the GHG Protocol platform;
- Definition of medium- and long-term reduction goals;
- Study about the possibilities of reducing/ neutralizing GHG, in synergy with our business and through partnerships in our chain;

- Implementation of specific projects for customers in their operations, in order to help them map data about CO<sub>2</sub> emissions and offer opportunities to reduce/neutralize emissions, engaging the entire chain around the subject;
- Expansion of the Carbon Free Program, currently in Movida only, to the other companies of the Group, offering opportunities for customers to neutralize their emissions in their operations in partnership with the JSL Group



#### **ENERGY EFFICIENCY**

In the energy field, we have actions that involve management policies validated by the Company's presidency, with efficiency guidelines for the use of natural resources; dialogues and accountability with capital providers; application of the environmental management system guide; and continuous monitoring of global electricity consumption, with managerial performance goals based on kilowatt/employee/day metrics.

In 2019, we expanded our free market agreements, one of the main methods to improve our energy matrix. In 2019, the migration was completed of two more branches to the system, totaling four units. Currently, energy from the free market represents around 33% of the total amount of energy consumed monthly by the Company. For 2020, the project is expected to expand with the addition of two branches to the process, which will increase the share of this type of source about 25%. Savings reached almost R\$ 2 million over the year.

We also have a study about the inclusion of solar photovoltaic generation in JSL's energy matrix; two companies have been selected, with their proposals submitted in the beginning of 2020. We currently have a pilot project ongoing at Movida's stores.

We have two branches with ISO 14001 certification, with key performance indicators and goals that have been defined for the administrative headquarters and the intermodal unit. For the first, the goal is to reach 2.7 kWh/ employee/day and, in 2019, we didn't reach this goal (3.1 kWh/employee/day, 13% above). However, at the intermodal unit, the goal of 6.8 kWh/employee/day was exceeded, as we ended 2019 at 6.2 kWh/employee/day.

With the transformation of the automotive and industrial sectors, with increasing presence of electrification, 11 electric trucks started operating in urban cleaning in Rio de Janeiro, as part of CS Brasil's agreement with Companhia Municipal de Limpeza Urbana (Comlurb). Serving the region of Jacarepaguá, this fleet was provided under a bidding process and received investiments of R\$11,598,357.25 (R\$10,763,500 in acquisition of assets and R\$834,857.25 in truck loading structure). In one year, 1,188 tons of CO2 are not released into the atmosphere

as a result of the electric vehicles used in garbage collection by CS Brasil. Also in 2019, we strengthened the actions to reduce consumption at Movida by hiring solar energy to supply stores.

#### Fuel consumption GRI 302-1

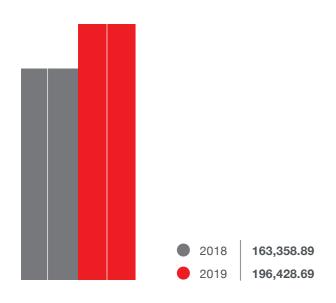
	2018	2019
Non-renewable sources (GJ)*		
Gasoline	86,385.50	96,263.40
LPG	22.00	24.00
Diesel oil	4,916,035.50	4,634,387.00
Aviation gasoline	1,496.90	1,392.20
TOTAL	5,003,939.90	4,732,066.50
Renewable sources (GJ)*		
Ethanol	157,298.30	184,238.3

<sup>\*</sup> The IPEA tool was used to convert fuel liters to GJ. Energy consumption data are obtained via SAP system and include Movida.



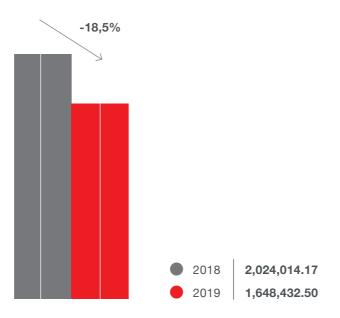
#### **Energy consumed GRI 302-1**

#### **Electricity**



## Energy consumed outside the organization\* GRI 302-2

(outsourced fleets) - in GJ



\* Data available from January to September 2019 for the segments of General Cargo and Urban Distribution segments. Information about the last quarter and other segments (commodities, internal handling and charter) were not available for this publication. Calculations based on compiled kilometrage and standard consumption of the Brazilian GHG Protocol Program tool (3.4 km/liter). Investments in projects with electric vehicles of lower impact are in our agenda for the next years

Total energy consumption (GJ)* GRI 302-1	2018	2019
Fuel from non-renewable sources	5,003,939.90	4,732,066.50
Fuel from renewable sources	157,298.30	184,238.3
Energy consumed	163,358.89	196,428.69
Energy sold	0.00	0.00
TOTAL	5,324,597.09	5,112,733.49

#### **WATER**

The rational use of water resources is a priority for JSL, especially in high-impact processes, such as vehicle wash and maintenance in garages and yards. We implemented water reuse and efficiency improvement systems for these and administrative areas (offices and stores).

In seven branches and stores, we managed to minimize the use of new water by using treatment systems that allow closed-loop waster use, that is, after treatment, the water used in vehicle wash and other processes goes back to operation. Wastewater management is conducted in compliance with all federal and state regulations (for example, Conama and Cetesb resolutions) and, in some units, such as the intermodal unit in Itaquaquecetuba (SP), water is returned to the environment after it is submitted to treatment processes.

In 2019, total water consumption in the organization, considering JSL and Movida's operations, reached 32,229 m<sup>3</sup>. At the intermodal

branch (Itaquaquecetuba), a flagship unit of JSL Logística, the per capita consumption was 64 liters/employee/day, 5% below the goal of 67.1 liters/employee/day.

#### WASTE

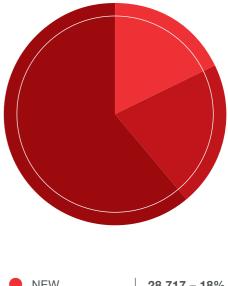
A focus on three Rs (reduce, recycle and reuse) is part of the operational routine and involves measures such as no acquisition of plastic cups in several units, proper disposal of rubber and oil residues, and the search, whenever possible, for tire recycling through retreading and recovery after the end of their life cycle.

We operate according to the National Solid Waste Policy. Attentive to one of the biggest impacts in our sector, we encapsulated 100% of the lubricating oil for the re-refining process, observing the requirements of NBR 12.235 standard, which regulates the storage of hazardous solid waste.

Regarding the disposal of used lubricating oil, the total volume was 415,798 liters in 2019, with 100% of disposal performed by legalized companies and duly homologated according to the corporate criteria defined in national agreements.

In 2019, around 80% of consumed tires (93,713 tires) were retreaded and 20% were new tires. Retreaded tires are submitted to an internal tire assessment and remolding conducted by an approved retread company. This evaluation and remolding process allows tires to be used as much as possible, based on the ABNT standard criteria, which ensure safety in tire use. The generated carcasses (tires that cannot be retreaded) are sent to a licensed and homologated supplier that processes and sends the material for co-processing and production of rubber items by licensed companies. In 2019, more than 90% of new tires purchased were subject to disposal of unserviceable carcass. This result shows our efforts to achieve maximum use of natural resources used in tire manufacture.

#### Tire destination – 2019





## **Summary of GRI content GRI 102-55**

#### **General disclosures**

GRI Standard	Disclosure	Page/URL	Omission	Sustainable Development Goals
ORGANIZATIONAL PROFI	ILE			
	102-1 Name of the organization	12		
	102-2 Activities, brands, products, and services	15		
	102-3 Location of headquarters	12		
	102-4 Location of operations	15		
	102-5 Ownership and legal form	13		
	102-6 Markets served	15		
GRI 102:	102-7 Scale of the organization	14		
General disclosures 2016	102-8 Information on employees and other workers	58, 90		8
	102-9 Supply chain	69		
	102-10 Significant changes to the organization and its supply chain	In 2019, the Group continued its corporate reorganization, without significant changes besides structuring of BBC Digital. More information on page 21.		
	102-11 Precautionary principle or approach	39		
	102-12 External initiatives	25, 36, 67		
-	102-13 Membership of associations	36		

GRI Standard	Disclosure	Page/URL	Omission	Sustainable Development Goals
STRATEGY				
GRI 102: General	102-14 Statement from senior decision-maker	5		
disclosures 2016	102-15 Key impacts, risks, and opportunities	5		
ETHICS AND INTEGR	RITY			
GRI 102: General	102-16 Values, principles, standards, and norms of behavior	13, 27, 35		16
disclosures 2016	102-17 Mechanisms for advice and concerns about ethics	37		16
GOVERNANCE				
	102-18 Governance structure	27		
	102-19 Delegating authority	27		
	<b>102-20</b> Executive-level responsibility for economic, environmental, and social topics	32		
	102-21 Consulting stakeholders on economic, environmental, and social topics	The actions in 2019 were focused on surveys for the materiality process of the JSL Group, which identified 16 ESG topics.		16
GRI 102: General disclosures 2016	102-22 Composition of the highest governance body and its committees	27		5, 16
	102-23 Chair of the highest governance body	27		16
	102-24 Nominating and selecting the highest governance body and its committees	27		5, 16
	102-25 Conflicts of interest	35		16
	<b>102-26</b> Role of highest governance body in setting purpose, values, and strategy	28, 33		

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GRI Standard	Disclosure	Page/URL	Omission	Sustainable Development Goals
	102-27 Collective knowledge of highest governance body	27		4
	102-28 Evaluating the highest governance body's performance	27		
GRI 102: General disclosures 2016	<b>102-29</b> Identifying and managing economic, environmental, and social impacts	32		16
	102-30 Effectiveness of risk management processes	39		
	102-31 Review of economic, environmental, and social topics	32		
	102-32 Highest governance body's role in sustainability reporting	The executive board validates the content of this report, and our materiality process, which is approved by the leadership.		
	102-33 Communicating critical concerns	Cases are evaluated by a specific committee, with participation		
	102-34 Nature and total number of critical concerns	of leaders from different areas. See more in "Management Ethics and Transparency".	·	
	102-35 Remuneration policies	The Board of Directors is responsible for defining performance		
	102-36 Process for determining remuneration	and remuneration goals and electing/dismissing members of the senior management. External stakeholders are not involved		
	102-37 Stakeholders' involvement in remuneration	in determining such policies, although leaders analyze external scenarios and the Company's performance to do that.		16
STAKEHOLDER ENG	AGEMENT			
	102-40 List of stakeholder groups	47		
	102-41 Collective bargaining agreements	57		8
GRI 102: General isclosures 2016	102-42 Identifying and selecting stakeholders	47		
	102-43 Approach to stakeholder engagement	47, 66		
	102-44 Key topics and concerns raised	47, 66		

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GRI Standard	Disclosure	ure Page/URL Omission		Sustainable Development Goals
REPORTING PRACTICE				
	102-45 Entities included in the consolidated financial statements	03		
	102-46 Defining report content and topic boundaries	03		
	102-47 List of material topics	47		
	102-48 Restatements of information	03		
	102-49 Changes in reporting	03		
ODI 100: Caraval	102-50 Reporting period	Jan. 1 to Dec. 31, 2019.		
GRI 102: General disclosures 2016	102-51 Date of most recent report	2019.		
	102-52 Reporting cycle	Annual.		
	102-53 Contact point for questions regarding the report	03		
	102-54 Claims of reporting in accordance with the GRI Standards	GRI Core.		
	102-55 GRI content index	79		
	102-56 External assurance	This report had no socio-environmental content submitted to independent external audits.		

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## **Material topics**

GRI Standard	Disclosure	Page/URL	Omission	Sustainable Development Goals
ECONOMIC PERFORMA	ANCE			
	103-1 Explanation of the material topic and its boundary	47		
GRI 103: Management Approach 2016	103-2 The management approach and its components	52		1, 5, 8, 16
	103-3 Evaluation of the management approach	52		
GRI 201: Economic performance 2016	201-1 Direct economic value generated and distributed	52, 55, 56		2, 5, 7, 8, 9
	201-2 Financial implications and other risks and opportunities due to climate change	75		13
ANTI-CORRUPTION				
	103-1 Explanation of the material topic and its boundary	47		
GRI 103: Management Approach 2016	103-2 The management approach and its components	35		
	103-3 Evaluation of the management approach	35		
GRI 205: Anti-corruption	205-1 Operations assessed for risks related to corruption	100% of operations area assessed for risks related to corruption.		16
2016	205-2 Communication and training about anti-corruption policies and procedures	38, 88		16
	205-3 Confirmed incidents of corruption and actions taken	37		16
ANTI-COMPETITIVE BE	HAVIOR			
	103-1 Explanation of the material topic and its boundary	47		
GRI 103: Management Approach 2016	103-2 The management approach and its components	35, 39		
	103-3 Evaluation of the management approach	35, 39		





GRI Standard	Disclosure	Page/URL	Omission	Sustainable Development Goals
GRI 206: Anti-competitive behavior 2016	206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly	37		16
ENERGY				
	103-1 Explanation of the material topic and its boundary	47		
GRI 103: Management Approach 2016	103-2 The management approach and its components	70		
The same of the sa	103-3 Evaluation of the management approach	70		
ODI 000, Franco 0010	302-1 Energy consumption within the organization	76, 77		7, 8, 12, 13
GRI 302: Energy 2016	302-2 Energy consumption outside of the organization	77		
EMISSIONS				
	103-1 Explanation of the material topic and its boundary	47		
GRI 103: Management Approach 2016	103-2 The management approach and its components	70		
7.55.044	103-3 Evaluation of the management approach	70		
	305-1 Direct (Scope 1) GHG emissions	73		3, 12, 13, 14, 15
ODI 005: Emissions 0010	305-2 Energy indirect (Scope 2) GHG emissions	71		3, 12, 13, 14, 15
GRI 305: Emissions 2016	305-3 Other indirect (Scope 3) GHG emissions	73, 74		3, 12, 13, 14, 15
	305-6 Emissions of ozone-depleting substances (ODS)		Not applicable.	3, 12, 13
ENVIRONMENTAL COM	PLIANCE			
	103-1 Explanation of the material topic and its boundary	47		
GRI 103: Management Approach 2016	103-2 The management approach and its components	35		
- 1-1-1-3 <b></b>	103-3 Evaluation of the management approach	35		

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GRI Standard	Disclosure		Page/URL	Page/URL Omission		
GRI 307: Environmental compliance 2016	307-1 Non-compliance with environment	onmental laws and regulations	JSL S.A. did not have significant fine in 2019 related to environmental issues.		12, 13, 14, 15, 16	
<b>EMPLOYMENT</b>						
	103-1 Explanation of the material	topic and its boundary	47			
GRI 103: Management Approach 2016	103-2 The management approach	and its components	57			
	103-3 Evaluation of the managem	ent approach	57			
ODI 404.	401-1 New employee hires and en	nployee turnover	90		5, 8	
GRI 401: Employment 2016	<b>401-2</b> Benefits provided to full-tin to temporary or part-time employe	ne employees that are not provided - ees	58		8	
OCCUPATIONAL HEALT	TH AND SAFETY					
	<b>103-1</b> Explanation of the material topic and its boundary		47			
GRI 103: Management Approach 2016	103-2 The management approach and its components		61			
	<b>103-3</b> Evaluation of the management approach		61			
	<b>403-1</b> Workers representation in formal joint management–worker health and safety committees		63		8	
GRI 403: Occupational Health and Safety 2016	403-2 Types of injury and rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities	equipment maintenance, inside a mecha road accident. Both cases were investiga	direct employees were reported in 2019. One was in nical workshop in a unit in Rio de Janeiro; the other was a ated by a specific committee, providing support to the family analysis process foreseen for in the management system.	/	3, 8	

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GRI Standard	Disclosure	Page/URL	Page/URL Omission			
GRI 403: Occupational Health and Safety 2016	403-3 Workers with high incidence or high risk of diseases related to their occupation  We have no employees exposed to occup specific diseases.	cidence or high risk of diseases				
TRAINING AND EDUCA	ITION					
	103-1 Explanation of the material topic and its boundary	47				
GRI 103: Management Approach 2016	103-2 The management approach and its components	60				
	103-3 Evaluation of the management approach	60				
	404-1 Average hours of training per year per employee	60, 88		4, 5, 8		
GRI 404: Training and education 2016	<b>404-2</b> Programs for upgrading employee skills and transition assistance programs	60		8		
	<b>404-3</b> Percentage of employees receiving regular performance and career development reviews	60		5, 8		
DIVERSITY AND EQUA	L OPPORTUNITY					
	103-1 Explanation of the material topic and its boundary	47				
GRI 103: Management Approach 2016	103-2 The management approach and its components	59				
[F]	103-3 Evaluation of the management approach	59				
GRI 405: Diversity and equal opportunity 2016	405-1 Diversity of governance bodies and employees	93		5, 8		
HUMAN RIGHTS ASSES	SSMENT					
	103-1 Explanation of the material topic and its boundary	47				
GRI 103: Management Approach 2016	103-2 The management approach and its components	39, 66				
F F. (2000)	103-3 Evaluation of the management approach	39, 66				





GRI Standard	Disclosure		Page/URL		Omission	Sustainable Development Goals
GRI 412: Human rights assessment 2016	<b>412-1</b> Operations that have bassessments	een subject to human rights reviews or impact	66			
PUBLIC POLICY						
	103-1 Explanation of the mat	erial topic and its boundary			Not applicable.	
GRI 103: Management Approach 2016	103-2 The management appr	oach and its components			Not applicable.	
P. P. Sandara	103-3 Evaluation of the mana	gement approach			Not applicable.	
GRI 415: Public policy 2016	415-1 Political contributions				Not applicable.	
SOCIOECONOMIC COM	IPLIANCE					
GRI 103: Management Approach 2016	103-1 Explanation of the mat	planation of the material topic and its boundary				
	103-2 The management approach and its components		35			
	103-3 Evaluation of the mana	gement approach	35			
GRI 419: Socioeconomic compliance 2016	ic 419-1 Non-compliance with laws and regulations in the social and economic area.		department wit	area directly handled by the legal th the areas of Controllership, ad/or Operations. No significant fine in		16
Sustainable Developmen	t Gnals	6. Clean water and sanitation		12. Responsible consumption and pro	oduction	
End poverty				13. Climate action		
Zero hunger and sustain	able agriculture			14. Life below water		
3. Good health and well-be				15. Life on land		
4. Quality education				16. Peace, justice and strong institution	ons	
5. Gender equality		11. Sustainable cities and communities		17. Partnerships for the goals		



## **Attachment**



#### Training and education GRI 205-2, 404-1

#### Average number of employee training hours per functional category\*

	2018	2019
Presidency	38.00	22.00
Senior management (statutory and non-statutory directors and superintendents)	7.33	3.66
Management (managers and officers; consider all managers, including executive managers and those from the operational areas)	4.62	4.89
Administrative employees (experts, coordinators, supervisors, analysts, assistants, and supporting staff)	5.03	4.39
Operational staff	20.98	22.05
Trainees	1.46	1.83
Apprentices	11.11	0.1
TOTAL	14.71	14.58

<sup>\*</sup> These numbers represent the average hour for each employee of each functional category.





#### Members of governance body informed and trained on anti-corruption policies and procedures - by region\*

Region	Members of governance body	2018	2019
No	number	83	74
No	%	98.81	96.10
NIE	number	203	182
NE	%	96.67	97.85
CM	number	213	169
CW	%	99.07	98.26
O.F.	number	1,454	1,328
SE	%	96.10	95.82
0	number	167	146
So	%	96.53	94.19
TOTAL	NUMBER	2,120	1,899
TOTAL	%	96.58	96.10

<sup>\*</sup> Governance bodies are: CFO, Board, Director, General Manager, Coordinators, Agents in charge, Supervisor and Leader. Trainings considered: 'Onboarding' and 'Our Commitment,' including anticorruption policies and other guidelines of the Compliance Program.

#### **Employees trained on anti-corruption modules** - by region\*

Region	Members of governance body	2018	2019
Ne	number	1,415	1,419
No	%	97.12	97.53
NIE	number	2,084	2,159
NE	%	89.63	89.62
C)M/	number	2,131	2,071
CW	%	96.08	94.01
05	number	13,312	12,458
SE	%	88.55	89.87
Co	number	1,440	1,490
So	%	83.14	82.46
TOTAL	NUMBER	20,382	19,597
TOTAL	%	89.53	90.16

<sup>\*</sup> Trainings considered: 'Onboarding' and 'Our Commitment,' including anti-corruption policies and other guidelines of the Compliance Program.





### **Employee profile and turnover** GRI 102-8, 401-1

### Employees by type of employment agreement and region

		2017			2018			2019		
Region	Fixed term	Non-fixed term	Total	Fixed term	Non-fixed term	Total	Fixed term	Non-fixed term	Total	
No	73	1,594	1,667	5	112	117	64	1,377	1,441	
NE	54	1,825	1,879	69	2,289	2,358	137	2,404	2,541	
CW	91	2,688	2,779	130	2,282	2,412	139	2,049	2,188	
SE	524	14,331	14,855	718	16,228	16,946	511	13,258	13,769	
So	45	1,693	1,738	75	1,738	1,813	66	1,753	1,819	
TOTAL	787	22,131	22,918	997	22,649	23,646	917	20,841	21,758	

#### By type of job

To a settlet	2017				2018			2019		
Type of job	Men	Women	Total	Men	Women	Total	Men	Women	Total	
Full time	18,733	3,234	21,967	19,142	3,502	22,644	17,501	3,421	20,922	
Part time	509	442	951	521	481	1,002	450	386	836	
TOTAL	19,242	3,676	22,918	19,663	3,983	23,646	17,951	3,807	21,758	

By age group*	2017	2018	2019
< 30 years	6,920	6,995	6,309
30 to 50 years	13,728	14,136	13,166
> 50 years	2,270	2,515	2,283
TOTAL	22,918	23,646	21,758

<sup>\*</sup> Includes trainees, apprentices, and advisors.

#### Employees by functional category and gender (%)

	2017		20	18*	20	19
	Men	Women	Men	Women	Men	Women
Administrative	3,998	2,409	3,930	2,460	4,173	2,571
Apprentice	283	336	290	354	200	242
Commercial	476	167	548	178	615	202
Trainees	1	0	22	15	10	14
Executives	343	61	465	161	460	156
Maintenance	1,965	15	1,909	15	1,701	23
Drivers	7,011	84	6,843	83	5,827	74
Operational	4,508	383	5,036	505	4,369	322
Coordination	295	78	269	95	244	91
Supervision	362	143	351	117	352	112
TOTAL	19,242	3,676	19,663	3,983	17,951	3,807

### Hires by age group\*

	2017		20	18	2019	
	N°	%	N°	%	N°	%
25 years and younger	2,404	5.19	2,559	5.33	2,407	5.62
26 to 34 years	3,059	3.44	2,899	3.28	2,661	3.32
35 to 44 years	2,428	2.86	2,525	2.79	2,307	2.79
45 to 54 years	843	2.08	1,078	2.37	931	2.28
55 years and older	192	1.33	349	2.07	236	1.60
TOTAL	8,926	14.90	9,410	15.86	8,542	15.01

<sup>\*</sup> Percentages based on the annual average of hiring by age group.

#### Hires by gender\*

	20	2017		2018		19
	N°	%	N°	%	N°	%
Men	7,228	3.13	7,695	3.21	6,935	3.22
Women	1,698	3.85	1,715	3.51	1,607	3.52
TOTAL	8,926	6.98	9,410	6.71	8,542	6.74

<sup>\*</sup> Percentages based on the annual average of hiring by age group.



#### Hires by region\*

	2017		201	8**	2019	
	N°	%	N°	%	N°	%
No	350	1.75	77	5.49	167	0.97
NE	702	3.11	1138	4.02	742	2.43
CW	2,122	6.36	1,280	4.42	1,316	5.01
SE	5,123	2.87	6,052	2.98	5,614	3.40
So	629	3.02	863	3.97	703	3.22
TOTAL	8,926	17.11	9,410	20.88	8,542	15.03

<sup>\*</sup> Percentages based on the annual average of hiring by age group,

#### Employees that left the company, by age group\*

	2017		201	8**	2019	
	N°	%	N°	%	N°	%
25 years and younger	1,234	2.66	1,806	3.79	2,046	4.78
26 to 34 years	2,679	3.02	2,718	3.12	2,896	3.61
35 to 44 years	2,814	3.31	2,435	2.74	2,930	3.55
45 to 54 years	1,301	3.21	939	2.13	1,334	3.27
55 years and older	580	4.02	352	2.15	551	3.74
TOTAL	8,608	16.22	8,250	13.93	9,757	18.95

<sup>\*</sup> Percentages based on the annual average of hiring by age group,

<sup>\*\*</sup> Numbers of 2018 were corrected,

<sup>\*\*</sup> Numbers of 2018 were corrected,





#### Employees that left the company, by gender\*

	2017		2018		2019	
	N°	%	N°	%	N°	%
Men	7.069	3,06	6.879	2,87	8.091	3,76
Women	1.539	3,49	1.371	2,80	1.666	3,65
TOTAL	8.608	6,55	8.250	5,67	9.757	7,41

<sup>\*</sup> Percentages based on the annual average of hiring by age group.

### Employees that left the company, by region\*

	20	2017		18**	2019	
	N°	%	N°	%	N°	%
No	1,808	9.04	53	3.78	1,529	8.84
NE	605	2.68	501	1.77	860	2.82
CW	516	1.55	1,814	6.27	128	0.49
SE	4,973	2.79	5,093	2.50	6,519	3.95
So	706	3.38	789	3.63	721	3.31
TOTAL	8,608	19.44	8,250	17.95	9,757	19.41

<sup>\*</sup> Percentages based on the annual average of hiring by age group,

<sup>\*\*</sup> Numbers of 2018 were corrected,



Individuals in governance bodies of the organization, by gender (%)  Board of Directors								
0017	Men	91.67						
2017	Women	8.33						
0010	Men	92.90						
2018	Women	7.10						
2019	Men	95.35						
	Women	4.65						

	By age group (%)	Board of Directors
	< 30 years	0.00
2017	30 to 50 years	70.83
	> 50 years	29.17
	< 30 years	0.00
2018	30 to 50 years	74.36
	> 50 years	25.64
	< 30 years	0.00
2019	30 to 50 years	23.26
	> 50 years	76.74

<sup>\*</sup> Some numbers of 2017 and 2018 were revised, with differences in relation to numbers reported in previous report.

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**Attachments** 







## Employees by functional category and gender (%)

		20			20	18		2019				
	Men		Women		M	Men		men	Men		Women	
	N°	%	N°	%	N°	%	N°	%	N°	%	N°	%
Administrative	1,268	45.96	1,491	54.04	1,359	45.15	1,651	54.85	1,318	45.17	1,600	54.83
Apprentices	283	45.72	336	54.28	290	45.03	354	54.97	200	45.25	242	54.75
Commercial	534	68.55	245	31.45	628	70.96	257	29.04	674	71.17	273	28.83
Trainees	1	100.00	0	0.00	22	59.46	15	40.54	10	41.67	14	58.33
Executives	344	84.94	61	15.06	464	74.48	159	25.52	462	74.64	157	25.36
Maintenance	7,019	98.82	84	1.18	6,856	98.80	83	1.20	5,838	98.75	74	1.25
Drivers	7,069	85.33	1,215	14.67	7,401	85.71	1,234	14.29	7,053	85.27	1,218	14.73
Operational	2,067	98.90	23	1.10	2,022	99.17	17	0.83	1,800	98.58	26	1.42
Coordination	295	79.09	78	20.91	269	73.70	96	26.30	244	72.84	91	27.16
Supervision	362	71.68	143	28.32	352	75.05	117	24.95	352	75.86	112	24.14
TOTAL	19,242	83.96	3,676	16.04	19,663	83.16	3,983	16.84	17,951	82.50	3,807	17.50



#### Employees by functional category and age group (%)

	2017						2018						2019					
	< 30 years		< 30 years 30 to 50 ye		years > 50 years		< 30	< 30 years 30 to 5		50 years > 50 y		50 years < 30		years	30 to 50	30 to 50 years		years
	N°	%	N°	%	N°	%	N°	%	N°	%	N°	%	N°	%	N°	%	N°	%
Administrative	1,375	49.84	1,297	47.01	87	3.15	1,541	51.20	1,379	45.81	90	2.99	1,446	49.55	1,381	47.33	91	3.12
Apprentices	619	100.00	0	0.00	0	0.00	644	100.00	0	0.00	0	0.00	442	100.00	0	0.00	0	0.00
Commercial	174	22.34	519	66.62	86	11.04	199	22.49	592	66.89	94	10.62	205	21.65	655	69.17	87	9.19
Trainees	1	100.00	0	0.00	0	0.00	37	100.00	0	0.00	0	0.00	24	100.00	0	0.00	0	0.00
Executives	23	5.69	299	74.01	82	20.30	54	8.67	474	76.08	95	15.25	41	6.62	485	78.35	93	15.02
Maintenance	798	38.18	1,089	52.11	203	9.71	766	37.57	1,075	52.72	198	9.71	638	34.94	1,017	55.70	171	9.36
Drivers	632	8.90	5,327	75.00	1,144	16.11	472	6.80	5,169	74.49	1,298	18.71	375	6.34	4,399	74.41	1,138	19.25
Operational	3,132	37.81	4,536	54.76	616	7.44	3,147	36.44	4,800	55.59	688	7.97	3,013	36.43	4,609	55.72	649	7.85
Coordination	59	15.82	290	77.75	24	6.43	48	13.15	293	80.27	24	6.58	36	10.75	274	81.79	25	7.46
Supervision	107	21.19	371	73.47	27	5.35	87	18.55	354	75.48	28	5.97	89	19.18	346	74.57	29	6.25
TOTAL	6,920	30.20	13,728	59.90	2,270	9.90	6,995	29.58	14,136	59.78	2,515	10.64	6,309	29.00	13,166	60.51	2,283	10.49

<sup>\*</sup> Absolute numbers.







### PwD\* by functional category and gender (%)\*\*

	20	017	20	018	2019		
	N°	%	N°	%	N°	%	
Administrative	386	84.46	386	84.10	380	81.37	
Apprentices	0	0.00	0	0.00	1	0.21	
Commercial	3	0.66	5	1.09	7	1.50	
Trainees	0	0.00	0	0.00	0	0.00	
Executives	0	0.00	1	0.22	5	1.07	
Maintenance	6	1.31	6	1.31	5	1.07	
Drivers	8	1.75	7	1.53	11	2.36	
Operational	48	10.50	46	10.02	52	11.13	
Coordination	3	0.66	3	0.65	1	0.21	
Supervision	3	0.66	5	1.09	5	1.07	
TOTAL	457	100.00	459	100.00	467	100.00	

<sup>\*</sup> Persons with disabilities.

### Afro employees by functional category and gender (%)\*

	2017		20	)18	2019		
	N°	%	N°	%	N°	%	
Administrative	86	9.72	98	7.10	99	8.07	
Apprentices	36	4.07	38	2.75	28	2.28	
Commercial	17	1.92	22	1.59	26	2.12	
Trainees	0	0.00	0	0.00	2	0.16	
Executives	4	0.45	9	0.65	10	0.81	
Maintenance	131	14.80	143	10.35	119	9.70	
Drivers	0	0.00	421	30.49	345	28.12	
Operational	583	65.88	619	44.82	572	46.62	
Coordination	13	1.47	14	1.01	15	1.22	
Supervision	15	1.69	17	1.23	11	0.90	
TOTAL	885	100.00	1,381	100.00	1,227	100.00	

<sup>\*</sup> Not available by gender.

<sup>\*\*</sup> Not available by gender.



## Reporting production

#### **Credits**

Responsibility for the content

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