Integrated Annual Report 2019

Wilson, Sons

Rio de Janeiro Offshore Support Base

Index

As part of our continuing efforts to reduce the environmental impact of our Company, the printed overview contains only the main highlights of our business.

The 2019 consolidated financial statements with the explanatory notes is available on our Investor Relations website: **wilsonsons.com.br/ir**.

Uranus tugboat

Message from the Board

Introduction

The Brazilian economy continues to struggle with growth of approximately 1% a year in each of the last three years following the 2015-16 crash, making it the worst recovery from recession on record. Against the backdrop of poor economic growth in Brazil, a difficult trading environment and a higher average US Dollar/Brazilian Real ("US$/R$") exchange rate, revenue in US$ terms fell 11.7% in the year. The key operational indicators at our Container Terminals and Towage businesses both weakened against the 2018 comparative.

Operating Volumes	2019	2018	% Change
Container Terminals: Handling ('000 TEUs*)	**1,027**	1,073	-4.2%
Towage: Harbour Manoeuvres (#)	**53,088**	56,114	-5.4%
Offshore Support Vessels: Days in Operation (#)	**5,128**	5,126	0.0%

**TEUs stands for "twenty-foot equivalent units".*

Significant progress was made in expanding the Salvador Container Terminal during the year. The civil works to extend the terminal's principal quay from 377 metres to 800 metres are now over 90% complete and we expect to complete the quay extension by the second half of 2020. This will allow the simultaneous berthing of two super-post-Panamax ships at our terminal and is an important development in improving our operational efficiency and development of our facilities. This important investment reflects our ongoing commitment to support our customers and maintain the port of Salvador as an engine for creating jobs and reinforcing economic growth in the state of Bahia. During 2019 we received US$29.7 million in loans from the Brazilian Economic and Social Development Bank to provide financing for the civil works of the terminal's expansion. Container volumes handled at the Salvador Container Terminal in 2019 grew 3.7% over the prior year to 334,446 TEUs (2018: 322,655 TEUs) driven by higher international trade, cabotage and transshipment movements. Container volumes handled at the Rio Grande Container Terminal at 692,858 TEUs, were 57,190 TEUs lower than the prior year (2018: 750,048 TEUs) mainly due to a 68,900 TEUs reduction in transshipment volumes which were impacted by the cancellation of two feeder services from Argentina that migrated to other ports in the last quarter of 2018. Revenue from our offshore support bases remained disappointing as demand from the offshore oil sector remains soft. As a result, an impairment of US$13.0 million was recorded by the Offshore Support Base division (Brasco) in the year against goodwill and intangibles.

The number of harbour towage manoeuvres performed in the year was 5.4% lower at 53,088 (2018: 56,114), mainly due to the competitive environment and a reduction in iron ore exports from Brazil. Towage market over-capacity caused partially by weak demand from the offshore oil and gas industry continues to influence both volumes and prices in harbour towage although we did see improvement in prices later in the year. We remain the leading supplier of towage services in Brazil with a fleet of 75 tugboats operating in all major ports and terminals of the country. During the year the Shipyard division in Guarujá, São Paulo state, delivered another tugboat to our fleet, the escort tug WS Aries, which joins the WS Sirius (delivered in 2018) as the two most powerful tugboats operating in Brazil. The WS Aries has 90 tonnes of bollard pull and a render recovery winch, which allows for the automatic control of maximum pull on the towline while keeping the tow length constant. With more advanced technology and power available, WS Aries offers a greater range of options during operations making for a safer operating environment. The Company now operates four tugboats equipped and certified as escort vessels, which means that the towline can be used at cruising speeds and the vessels can operate more than 100 nautical miles offshore.

The market for small and medium-sized vessel construction in Brazil remains weak with shipyard third-party work restricted to dry-docking repair and maintenance operations in the year. The Company's shipyards continue to provide important vessel construction and maintenance services for our towage and offshore support vessel fleets.

The number of operating days at our Offshore Support Vessel joint venture ("WSUT") at 5,128 were in line with the prior year (5,126) although revenue was 2.6% higher due to a higher average daily rate resulting from the annual contractual adjustments and improved contract mix with higher specification vessels in operation. WSUT continues to explore alternative revenue streams for our off-hire vessels. During the year the platform support vessels ("PSVs") Ostreiro and Fulmar commenced new three-year contracts to provide shallow-water diving support services. Additionally, the PSV Talha-Mar started a new two-year contract with PetroRio and PSV Biguá signed a new short-term contract with Seaseep. At the year end, the joint venture had a fleet of 23 offshore support vessels ("OSVs") of which 17 were under contract, with the remainder available in the Brazilian spot market or laid up until market conditions improve.

While our long-term vision and business unit strategies remain unchanged we have decided to give greater emphasis to the Wilson Sons trademark in the branding of our divisions to make them more easily identifiable, and the implementation is planned to be carried out over 2020.

Results

Profit for the year at US$31.9 million was US$14.3 million lower than the prior year (2018: US$46.2 million) primarily due to reduced foreign exchange losses on monetary items of US$2.8 million (2018: US$18.5 million) and better results from our joint ventures with a US$0.6 million attributable profit (2018: US$ 4.1 million loss). Results were adversely impacted by a US$29.2 million decrease in operating profit and a US$11.1 million increase in finance costs. Operating profit at US$75.2 million (2018: US$104.4 million) fell due to lower revenue, which was 11.7% lower in US$ terms, softer operating margins (excluding impairment charges) which at 21.7% were 1.0% lower than the prior year (2018: 22.7%) and an impairment of US$13.0 million recorded by our Offshore Support Base division (Brasco) in the year as we took a more conservative approach to valuation. Operating margins were impacted by weaker margins in our Towage and Offshore Support Base businesses. The fall in revenue to US$406.1 million (2018: US$460.2 million) was primarily due to a higher average US$/R$ exchange rate and a difficult trading environment. Earnings per share for the year were US$0.427 compared with US$0.621 in 2018.

Dividend

In light of the rapid spread of COVID-19 throughout the world and its impact on people's health, way of life and global logistics, our Board of Directors has, after careful consideration, recommended a dividend of US$0.21 per issued share, totalling approximately US$15.0 million considering 71,561,060 shares outstanding at 25 March 2020, in reference to our 2019 results (2018: US$0.54 per issued share, totalling US$38.47 million). The remainder of US$0.33 per issued share (to a total of US$0.54 per issued share, previously proposed by the Board on 12 March 2020 and withdrawn at the meeting of the Board held on 24 March 2020) will remain in accumulated profit reserves to be paid as a dividend only, if and when, the Board considers it prudent and in the interests of the Company. The Annual General Meeting held on 29 April 2020 approved the payment of the proposed distribution.

By deferring the decision on the remaining amount allocated in the accumulated profit reserves, Wilson Sons seeks to better understand the global effects of the coronavirus outbreak and any subsequent impact on our clients volumes before completing the distribution in reference to our 2019 results. In doing so we strive to strengthen our short-term financial liquidity during the peak of the pandemic, mitigate risks and maximise our contributions to Brazilian and worldwide supply chains in this challenging period for all humanity.

Salvador Container Terminal
(Source: Constremac)

Strategic Review

On 24 July 2019 the Company announced that it had concluded the formal process to evaluate strategic alternatives involving our container terminal and logistics assets. The Board of Directors decided not to engage in any transaction at the time.

Outlook

While the full impact from the coronavirus outbreak on economic activity and global trade with the associated implications for our businesses is still uncertain, the worldwide effect will take at least some months to stabilise. In light of such circumstances, we are continuously assessing the impacts on our operations and financial situation and remain confident in the resilience of our assets, as demonstrated in other volatile periods such as the 2008 financial crisis.

Sustainability

Understanding the relevance of socio-environmental issues to our business, we have defined an operating model that aims to create and protect value, connecting sustainability management with our strategic objectives. In 2019 the Company reviewed its materiality matrix with the motivation of reducing impacts and creating business opportunities that are increasingly beneficial to society and the environment.

Innovation

Wilson Sons recognises the importance of innovation in the current dynamic business and trade flow environment with direct Board involvement. This year we took another important step in our innovation and digital transformation journey by becoming the first in the port and maritime logistics industry to be part of Cubo Itaú, the most relevant technological entrepreneurship hub in Latin America. The partnership is in line with our strategy to promote innovation and the development of new solutions, collaborating with startups and other large companies. Additionally, we have implemented other initiatives across our businesses such as (i) the use of artificial intelligence to optimise fuel consumption and third-party chartering in our Towage division; and (ii) automated gates with integrated OCR ("optical character recognition") and scanners for non-intrusive cargo inspection at our container terminals.

Global Compact

Our organisational culture, corporate governance and business strategy are aligned with the ten principles established by the United Nations Global Compact related to human rights, labour rights, environmental protection and the fight against corruption in all its forms.

Management and Staff

On behalf of the Board and shareholders, we would like to thank our management and staff for their efforts and hard work during the year.

José Francisco Gouvêa Vieira
Chairman of the Board of Directors

Cezar Baião
CEO of Operations in Brazil

Rio Grande Container Terminal

Business Profile

Wilson Sons is the largest integrated provider of port and maritime logistics in Brazil. With a business track record of more than 180 years, we have a dominant nationwide footprint offering comprehensive solutions to support domestic and international trade, as well as the oil and gas industry.

We maintain enduring relationships with over 2,000 active clients, including shipping lines, importers and exporters, oil and gas companies as well as other participants in several sectors of the economy.

Container Terminals

RIO GRANDE CONTAINER TERMINAL

Located in the state of Rio Grande do Sul, the largest economy in the south of Brazil, the Rio Grande Container Terminal was the first to be privatised in Brazil through a public bid in 1997. Our terminal is the only dedicated container terminal in the state serving the main maritime lines that connect Brazil to all major markets worldwide. It has a premium infrastructure that currently includes a total area of 735,000 square metres, 900 metres of linear quay with three berths, 12.8 metres (42 feet) of draft, 2,352 plugs for refrigerated containers, an 18,000-square-metre warehouse, and a total handling capacity of 1.4 million TEU per year. Our equipment is state-of-the-art, including nine STS (Ship-to-Shore) quay cranes, 22 RTG (Rubber-Tyred Gantry) yard cranes, as well as the Navis N4 operating system, a global leader in terminal management.

In September 2016 we commenced operating the Santa Clara Container Terminal, an inland navigation terminal located at the Triunfo Petrochemical Complex. Currently with two river barges, the terminal has four weekly calls connecting the Northern Region of the state directly to the Port of Rio Grande.

SALVADOR CONTAINER TERMINAL

Privatised in 2000, the Salvador Container Terminal is located in the state of Bahia, the largest economy in the north-east of Brazil. Our terminal is the only dedicated container terminal in the state serving the main maritime lines that connect Brazil to all major markets worldwide. It has a premium infrastructure that currently includes a total area of 118,000 square metres, a principal quay with 800 metres of length and 15 metres (49 feet) of draft, a secondary quay with 240 metres of length and 12 metres (39 feet) of draft, 674 plugs for refrigerated containers, an 4,000-square-metre warehouse, and a total handling capacity of 553,000 TEU per year. Our equipment is state-of-the-art, including nine STS (Ship-to-Shore) quay cranes, 14 RTG (Rubber-Tyred Gantry) yard cranes, as well as the Navis N4 operating system, a global leader in terminal management.

By the second half of 2020 we expect to complete an expansion project of approximately US$110 million in Salvador to extend the terminal's principal quay to 800 metres, which will allow the simultaneous berthing of two super-post-Panamax ships. This investment reflects our commitment to continuous improvements in productivity and operational efficiency.

Offshore Support Bases

Pioneers in the segment of private offshore support bases and almost 20 years of experience, we develop integrated logistics solutions to support oil exploration and production activities throughout the Brazilian coast. Widely renowned for our excellence in HSE and operational performance we have provided support base services to major local and international oil operators as well as oil service companies, with over 45 projects in eight different cities.

We own and operate two private bases strategically located within the Guanabara Bay, the main hub for logistics support to the Santos and Campos petroleum basins, being one in Niterói with 3 berths and another in Rio de Janeiro with 5 berths. We also have a storage site in Guaxindiba (Rio de Janeiro) for drilling pipes and other equipment.

Logistics

LOGISTICS CENTRES

We offer integrated door-to-door solutions to support domestic and international trade, operating with general and bonded warehousing, inventory management, distribution, transportation management and solutions for the foreign trade sector.

We have a logistics centre in Santo André near Brazil's largest metropolitan area of São Paulo, and another one located within the Suape Industrial Port Complex (Pernambuco) offering tailor-made solutions and operational excellence.

INTERNATIONAL LOGISTICS

Allink Neutral Provider, in which Wilson Sons has a 50% controlling stake, is a Non-Vessel-Operating Common Carrier ("NVOCC") specialised in international logistics for maritime and air cargo. With over 25 years of experience and presence in all major Brazilian ports, Allink is the only Brazilian NVOCC that has a partnership with the Worldwide Alliance offering over 8,000 weekly services to main global destinations.

Towage

We are the leaders in towage services in Brazil. We have the largest and most modern fleet in the country with 75 tugboats to support domestic and international trade as well as the oil and gas industry, operating in all major ports and terminals. All vessels are remotely monitored 24/7 through the Tugboat Operations Centre ("COR"), providing greater safety and efficiency to operations.

We also offer special services such as salvage assistance, firefighting, ocean towage, as well as support for the construction of oil platforms and offshore drilling rigs.

Shipping Agency

Wilson Sons was established in 1837 mainly providing shipping agency services. We are the largest independent agency in the country, operating 18 branches across all major Brazilian ports, together with exclusive partners in Europe and our own office in China. We also have a strong presence in the oil and gas industry.

We offer commercial representation for shipowners, boarding documents, equipment logistics management, scheduling of ships with regular ("liner") and non-regular ("tramp") calls, preparation of documents related to maritime transport, demurrage control (time required for container return), among other services.

Shipyards

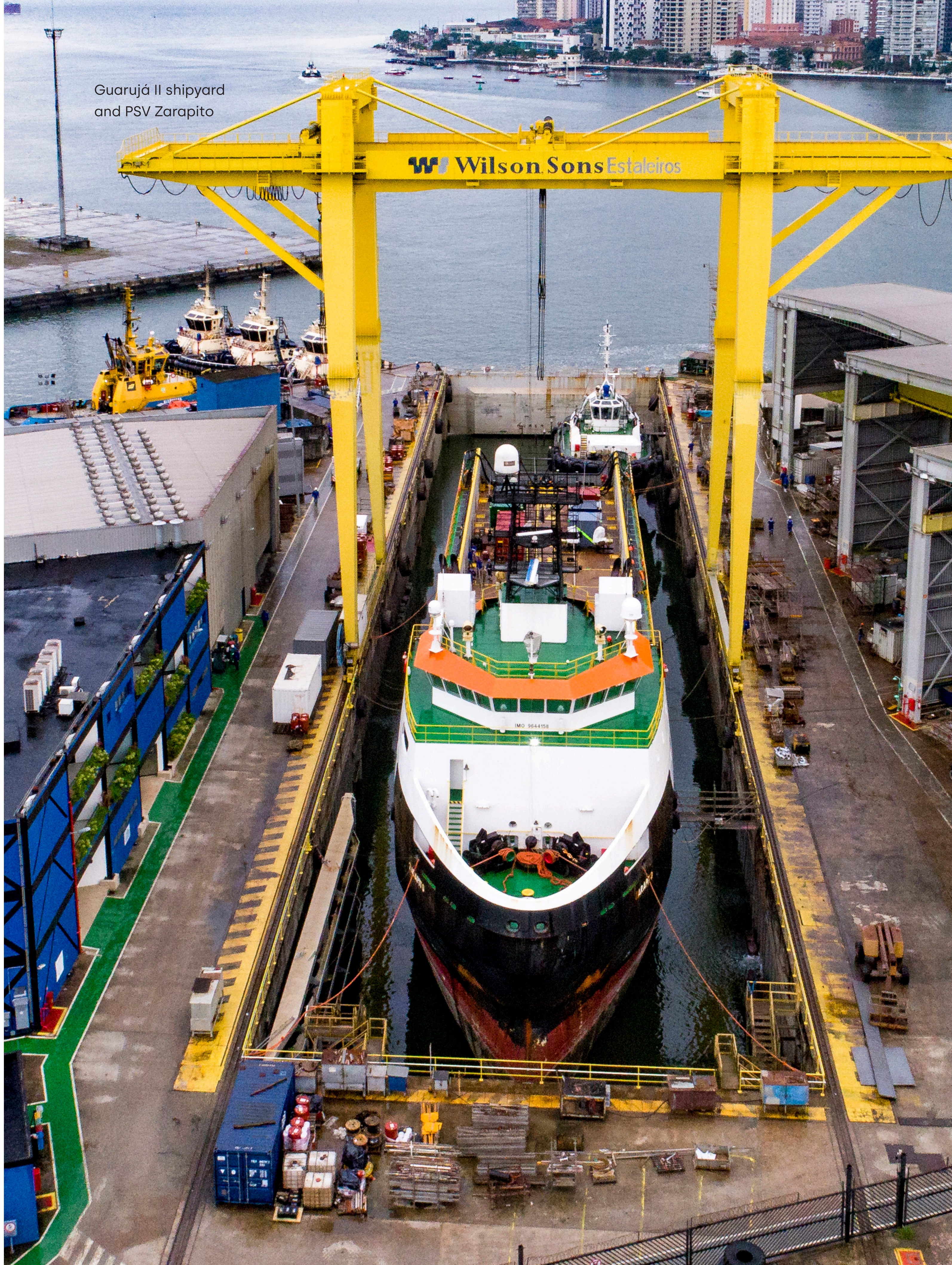
Located in the Port of Santos (São Paulo), our shipyards were designed for the construction, maintenance and repair of small to medium-sized vessels mainly used for offshore and harbour support. Widely renowned for its ability to offer customised projects with on-time delivery, our 39,000-square-metre shipyard complex has a steel processing capacity of 10,000 tons per year.

With more than 135 vessels delivered in the last 30 years (10 buoy tenders and numerous aluminium speedboats to the Brazilian Navy), our portfolio includes tugboats, platform supply vessels ("PSVs"), oil spill response vessels ("OSRVs"), remotely operated vehicle supply vessels ("ROVSVs"), buoy vessels, patrol boats, among others.

Offshore Support Vessels

Wilson Sons Ultratug Offshore ("WSUT"), a 50% joint venture between Wilson Sons and the Chilean group Ultramar, is one of the leading providers of maritime support to oil exploration and production activities in Brazil. With 23 Brazilian-flagged offshore support vessels, WSUT has one of the largest and most modern fleets in the country.

Operating in compliance with world-class safety standards, WSUT offers logistics services such as the transportation of equipment, mud and drilling pipes, cement, food, waste, among other materials, between the port terminals and offshore platforms.



Guarujá II shipyard
and PSV Zarapito

Golar Nanook LNG Tanker
and our tugboats

History

Wilson Sons is one of the oldest companies in Brazil with more than 180 years of history. With a trajectory of solidity, ethics and business diversification the Company became the country's largest integrated provider of port and maritime logistics. A few of our key milestones are illustrated below:

1837
Wilson, Sons & Company is founded in Salvador (Bahia) providing shipping agency services and trading coal internationally.

1869
Participation in the most ambitious construction projects of the period such as the Brazilian Great Western Railroad (currently part of the Federal Railroad Network).

1873
The solidity of the Company is reflected in its participation in the coal trade as well as in the importation of products such as cotton, wool, linen and silk, the most profitable businesses of that time.

1928
Inauguration of the largest covered warehouse in Latin America, in São Cristóvão (Rio de Janeiro).

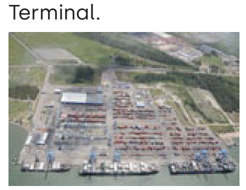
1936
Acquisition of Rio de Janeiro Lighterage Company, reinforcing our Towage operations.

1958
Walter Salomon sees the opportunity to invest in Brazil and acquires a controlling stake in Ocean Wilsons Holdings Ltd. through the Scottish and Mercantile Investment Trust which is today Hansa Investment Company Ltd.

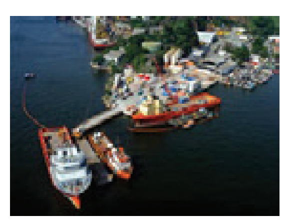
1966
Acquisition of Camuyrano Serviços Marítimos, doubling our tugboat fleet.

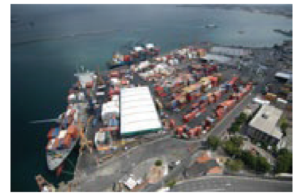
1973
Acquisition of Guarujá I shipyard, bolstering our shipbuilding activities.

1997
Container Terminal operations begin with the successful bid which privatised the Rio Grande Container Terminal.



1999
Foundation of the Offshore Support Base business with the acquisition of Brasco Logística Offshore.





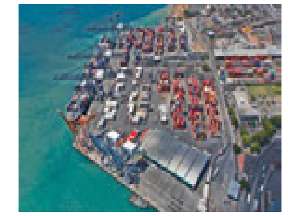
2000
Acquisition of the Salvador Container Terminal through a public bid.

2003
Offshore Support Vessel operations begin with the launch of PSV Albatroz, built at our shipyard.

2006
Rio Grande Container Terminal signs the first amendment to the lease agreement, granting the right of anticipated contract renewal.

2007
Wilson Sons IPO on the Brazilian Stock Exchange.

2008
Construction of the third berth at the Rio Grande Container Terminal, resulting in Brazil's largest container terminal retro-area.



2012
Salvador Container Terminal concludes its first expansion, almost doubling the terminal's capacity.

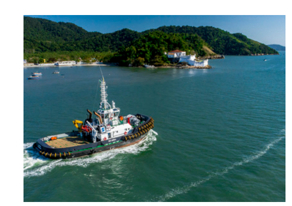
2013
Conclusion of the Guarujá II shipyard construction increasing our naval construction capacity from 4,500 tonnes to 10,000 tonnes of steel per year.

2016
Renewal of the Salvador Container Terminal lease agreement, acquisition of six tugboats from Vale, and start of operations at the Santa Clara Container Terminal.

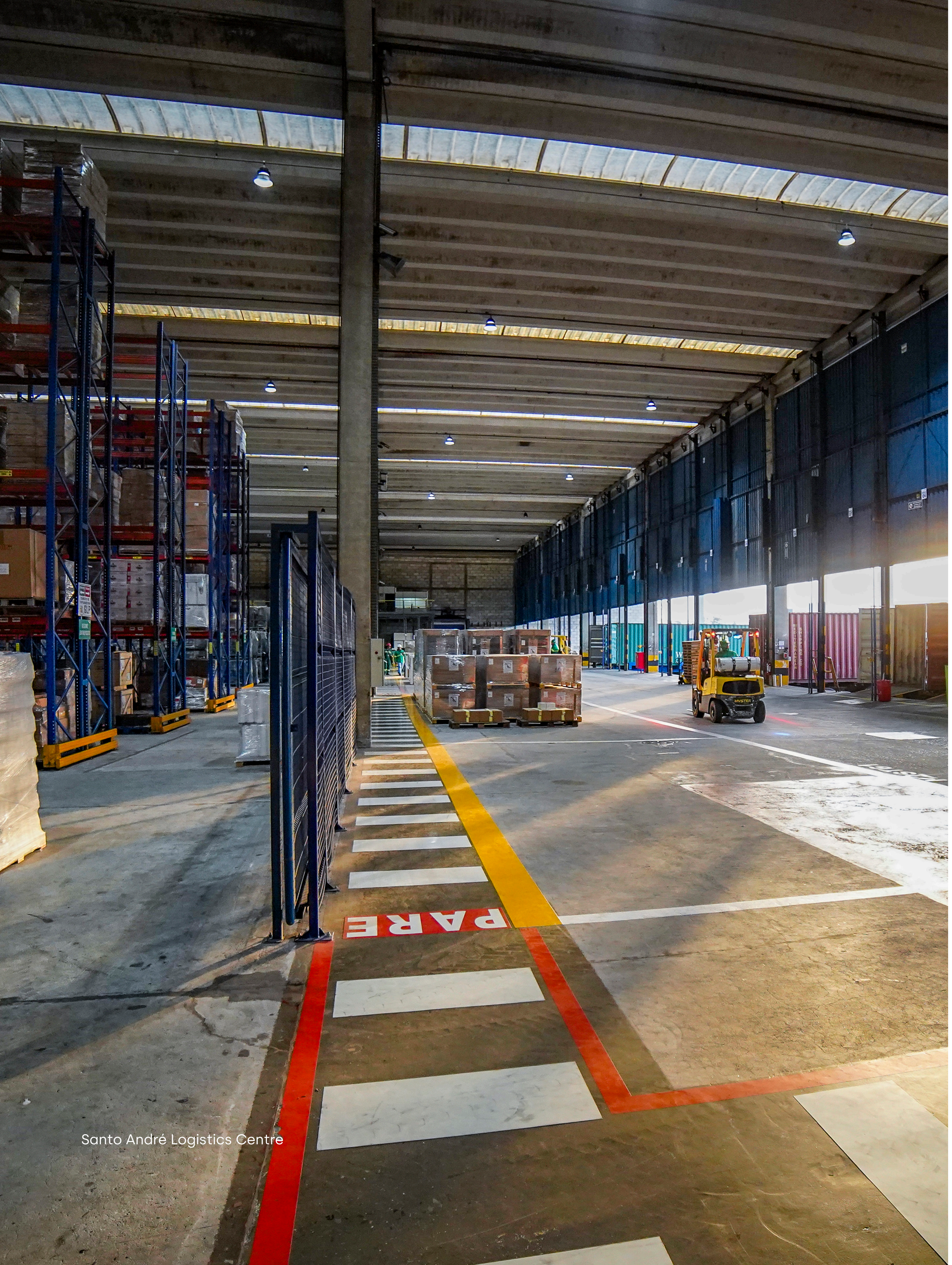
2017
Wilson Sons celebrates its 180th anniversary.

2018
Our container terminals handle a record of 1,073 million TEUs.

2019
Delivery of escort tug WS Aries to our fleet, the largest and most powerful tugboat in Brazil with 90 tonnes of bollard pull.



2020
Salvador Container Terminal concludes the expansion of its principal quay to 800 metres, allowing the simultaneous berthing of two super-post-Panamax ships each with 366 metres in length.



Santo André Logistics Centre

Philosophy and Strategy

We established our vision of strategy targeting 2027 and expect the following values, culture and skills from our employees.

Philosophy

Mission

Develop and provide high value-added solutions for our clients in port and maritime logistics activities, in a sustainable and innovative way, while valuing the career development of our employees.

Vision

To be the first choice of our employees, clients and investors in the segments in which we operate, growing in a bold, synergetic and sustainable way.

Values

- We look after the safety of people, the preservation of the environment and the communities in which we operate;
- We have meaningful and long-term relationships with our customers;
- We have ownership spirit;
- We act ethically;
- We put our employees first.

Strategy

Our strategy is to grow on the basis of our skills and existing assets while strengthening our businesses and looking for new opportunities, focusing on Brazil and Latin America. We continue to consolidate our position in all the segments in which we operate, maximising economies of scale and efficiency, quality and the range of services we provide to our customers.

Our strategy comprises:

UTILISING CAPACITY IN OUR CONTAINER TERMINALS

In order to meet demand from domestic and international trade, we have expanded both container terminals since the beginning of the concessions. By maximising installed capacity utilisation, we are able to continue increases in productivity and level of service to our clients through economies of scale. We will diligently pursue this objective. The early renewal of the Salvador Container Terminal through to 2050 includes investments in quay extension and equipment to be installed in the coming years, further enhancing the terminal productivity. Additionally, we will evaluate new concessions and the development of new terminals, and their ability to provide a strong return on shareholders' equity.

MAXIMISING CAPACITY UTILISATION OF OUR OFFSHORE SUPPORT BASES

Our private bases in Niterói and Rio de Janeiro have a total capacity of eight berths, to provide logistics support for offshore vessels. With excellent access to the Campos and Santos petroleum basins, and close to the pre-salt region, our assets are strategically positioned together as one of the largest operators of offshore support bases in Brazil. We continuously monitor the offshore exploration and production activities across the Brazilian coast to meet the demand for such services.

STRENGTHENING OUR POSITION AS THE LEADING PROVIDER OF TOWAGE SERVICES IN BRAZIL

We will continue to modernise and expand our tugboat fleet in order to consistently provide high-quality services to our customers and consolidate our leading position in the Brazilian towage market. We also look to contribute to the expansion of activities in the Brazilian ports, offering state-of-the-art vessels that are suitable for the operation of new classes of ships, as well as for the oil and gas industry. We regularly review our fleet deployment to optimise efficiency and to seek out new market niches where we may be able to provide additional services or expand our geographical footprint to new ports in Brazil.

MAXIMISING THE POTENTIAL OF OUR SHIPYARD FACILITIES

Through a mix of in-house and third-party vessel construction, repair, maintenance, conversion, and dry-docking services we seek to maximise the potential of our shipyards to meet the demands of local and international shipowners operating in Brazil.

SOLIDIFYING OUR OFFSHORE SUPPORT VESSEL SERVICES TO OIL AND GAS PLATFORMS

Using our knowledge and experience, we look to consolidate our activities maintaining our position amongst the leading suppliers of services to the offshore oil and gas industry in Brazil. We are exploring alternative revenue streams to increase utilisation of our offshore support vessel fleet.

EXPLORING INNOVATIVE OPPORTUNITIES AND STRATEGIES TO PROVIDE THE BEST AND MOST COMPLETE SET OF SERVICES TO OUR CUSTOMERS

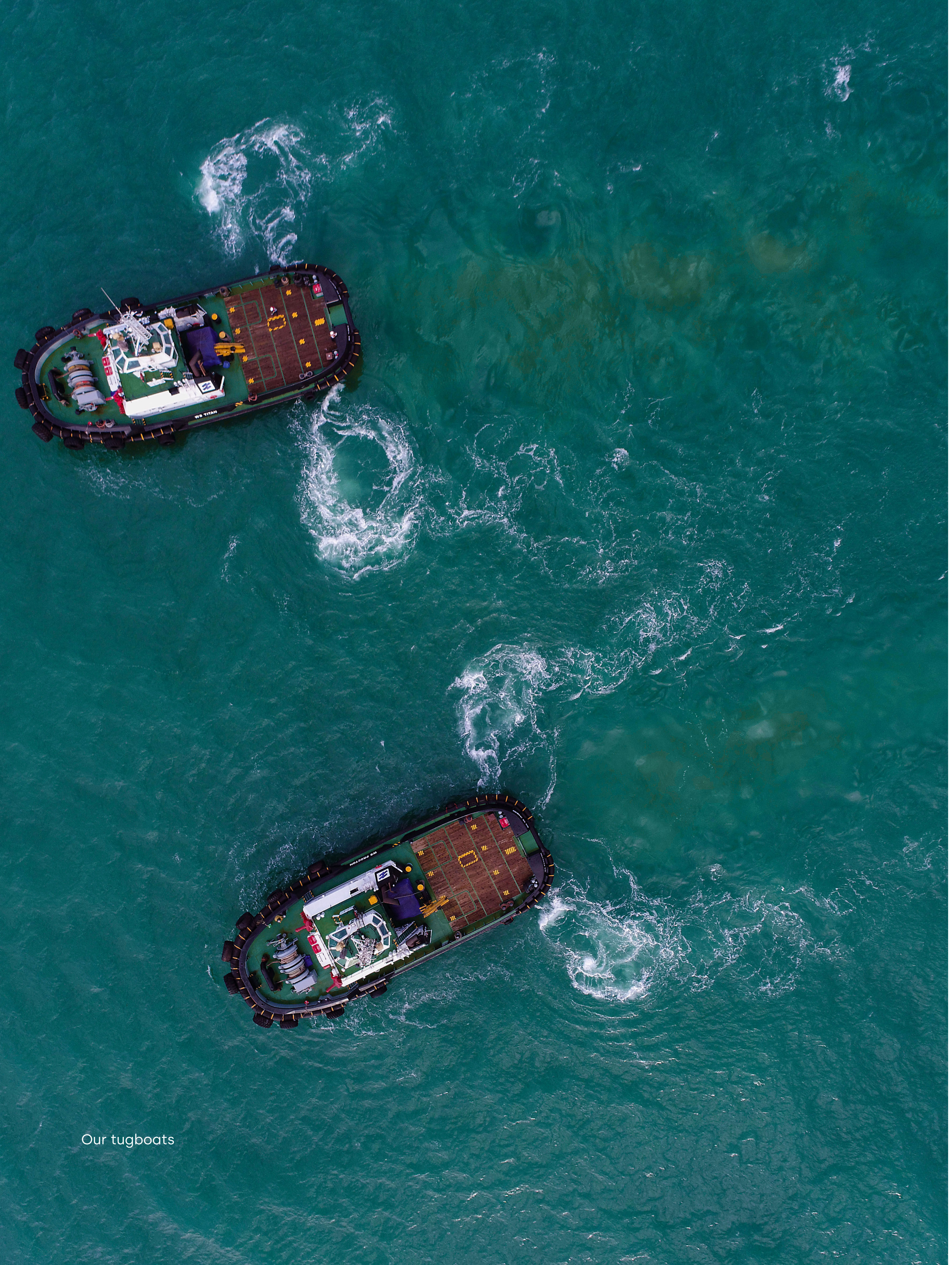
We are always looking to provide innovative services to our customers, as well as to anticipate their needs. Through a solid nationwide footprint, we will continue our strategy of providing comprehensive logistics solutions to support domestic and international trade activities, as well as the oil and gas industry. We also seek to make our services more efficient and cost-effective, in order to maintain our strong customer base and strengthen our relationships.

INCREASING ECONOMIES OF SCALE, PRODUCTIVITY, SYNERGIES AND COST SAVINGS ACROSS OUR SEGMENTS

We continuously seek to optimise our operations, productivity and reduce costs through synergies among our businesses. We will continue to be focused on integrating similar activities, especially in our branch offices, to achieve economies of scale and reduce costs wherever possible.

HEALTH, SAFETY AND THE ENVIRONMENT ("HSE") ARE PART OF OUR STRATEGY

We continue to promote HSE best practices throughout the Company to achieve and maintain excellence in these areas, in line with our strategy of sustainable and ethical business practices.


Our tugboats

Competitive Advantages

We have consolidated differentials that distinguish our services amongst other market players and strengthen our business and value creation.

Strategically Located Assets

We are present in all major ports throughout the Brazilian coast with the largest tugboat fleet in the country. Our container terminals are located in states of great economic importance – Rio Grande do Sul and Bahia. Our shipyards in the port of Santos and offshore support bases in Niterói and Rio de Janeiro are strategically positioned to serve small to medium-sized vessels mainly working for the oil and gas industry. We also offer shipping agency services across Brazilian ports, as well as exclusive representatives in Europe and our own office in China.

Portfolio of Services

Our complete range of services strengthens our position as the largest integrated provider of port and maritime logistics in Brazil. Our portfolio includes specialised solutions such as Container Terminals, Towage, Logistics, Shipping Agency, Offshore Support Vessels, Offshore Support Bases, and Shipyards.

Synergy between Businesses

The synergy between our businesses is a key strategy for sustainable growth. Over 800 clients are served by at least three divisions representing 70% of our net revenue.

Commitment to Ethics, Governance and HSE

This commitment is expressed in our principles, resulting in practical actions that are part of day-to-day operations.

Brand Strength

The solid image Wilson Sons enjoys in the market contributes to a close and long-term relationship with clients and other business partners. We are recognised and trusted by our stakeholders for the know-how acquired throughout our more than 180 years of delivering high quality service to the most demanding clients.

Human and Intellectual Capital

Our employees are committed to the quality of services delivered and are aligned with the values and principles that guide Wilson Sons vision. The personal and professional potential of each employee is maximised through a holistic process of people management, which includes training and actions for continuous exchange of experiences with the purpose of maintaining intellectual capital in constant evolution.

Pioneering Spirit

We were the first in Brazil to use azimuth propulsion engines on tugboats, the first to win a public bid to operate a private container terminal in the country, as well as the first to receive certification of quality in the shipbuilding sector for small and medium-sized vessels. We have long innovated with domestic suppliers to increase local content in the vessels we build, and in recognition won the award for the best shipyard for local content by the Brazilian National Shipowners Association (Syndarma) in 2013.

Rio Grande Container Terminal

Wilson Sons employee

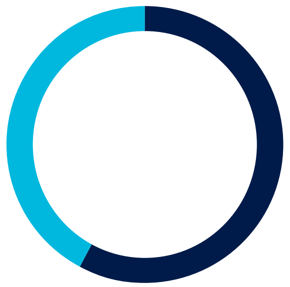
Corporate Governance

We employ best practices in governance and the sustainability of our operations and business relationships via the principles of clear separation of power, transparency and ethics. The Company is headquartered in Bermuda and its shares have been listed on the Brazilian Stock Exchange (B3) since 2007, through Brazilian Depositary Receipts ("BDRs"). We strive to meet the Novo Mercado standards (Brazilian best practice listing) and benefit from the experience of our controlling company, Ocean Wilsons Holdings Limited, which has been listed on the London Stock Exchange for over a century.

Governance Practices

- 7 Board Members;
- 1 Independent Board Member;
- 100% tag-along right for all minority shareholders;
- Single-class shares with equal voting rights;
- 42% of total capital on free float;
- Financial results disclosed quarterly according to IFRS standard;
- Separate Chairman of the Board and CEO roles;
- At least 4 Board of Directors meetings held annually;
- Board of Directors approval of all projects higher than US$5.0 million;
- Publication of minutes of Board of Directors meetings;
- Independent Audit Committee;
- Corporate Governance policies approved by the Board of Directors;
- Professional business conduct standards;
- Code of Ethical Conduct;
- Bye-laws;
- Disclosure and trading policies.

Ownership Structure



42.09%
Brazilian Depositary Receipts

57.91%
Ocean Wilsons Holdings Ltd.

Capital Structure (at 19 March 2020)	Amount of Shares/BDRs (Ordinary)	% of Capital
Ocean Wilsons Holdings Ltd.	41,444,000	57.91%
3G Radar Gestora de Recursos Ltda.	7,509,698	10.49%
Aberdeen Asset Management PLC	5,695,700	7.96%
Dynamo Administração de Recursos Ltda.	4,257,748	5.95%
Other (free float)	12,653,914	17.69%
TOTAL CAPITAL	**71,561,060**	**100.00%**
Employee Stock Option Plan	2,438,540	-
TOTAL DILUTED CAPITAL	**73,999,600**	**-**

Source: Itaú Unibanco

Ethics and Transparency

Our Code of Ethics and Business Conduct expresses the values that guide corporate governance and relations with all stakeholders. The code presents guidelines for adopting a uniform conduct of integrity in business management and development.

The Company also has an Anti-corruption Guide which contains guidelines aimed at ensuring complete understanding and conduct in accordance with anti-corruption laws. The guide, together with the Code of Ethics and Business Conduct, represent our key integrity-oriented guidelines. We are committed to the tenth principle of the United Nations Global Compact combating corruption and are also proactively developing internal policies to address this issue. Additionally, we provide an independent whistleblower channel (contatoseguro.com.br/wilsonsons) through which our employees and other stakeholders may report unethical situations and conduct, and also perform an annual integrity training programme.

Considering prevention structures, we count on the departments of compliance, integrated risk management, internal controls, and internal audit to promote efficiency and effectiveness of our control environment and reduce risks. Finally, the Ethics Committee is responsible for the management of documents and the application of the rules established in them, directing the verification of possible deviations of conduct, in order to ensure that the principles and values are followed by all.

Management Structure

Board of Directors

Meetings of the Board of Directors and Audit Committee	Board of Directors	Audit Committee	Term End
José Francisco Gouvêa Vieira	7/7	4/4	April 2021
William Henry Salomon	6/7	4/4	April 2021
Cezar Baião	6/7	NA/NA	April 2021
Claudio Marote	7/7	4/4	April 2021
Andrés Rozental	5/7	4/4	April 2020
Claudio Frischtak	7/7	4/4	April 2021
Fernando Fleury Salek	7/7	NA/NA	April 2021
MEETING PARTICIPATION	**92%**	**100%**	

Our Board of Directors is comprised of professionals with solid experience in different fields and focuses on promoting long-term returns to shareholders. The Board is responsible for defining the Company's strategy and bringing independent judgement on issues of performance and risk while supervising the actions of the Executive Officers through the approval of relevant projects and assessment of results. Additionally, the Board approves each of the quarterly and full-year financial results and dividend announcements.

The Company bye-laws allow for the formation of the Board of Directors, composed of at least five members, with terms of office of up to three years, with the right to re-election. Board meetings are conducted quarterly, and extraordinarily when convened by any member of the Board.

The number of meetings held by our Board of Directors and each Board committee during the year as well as the number of meetings attended by each Director is presented in the table above

Rio Grande Container Terminal

Members

JOSÉ FRANCISCO GOUVÊA VIEIRA
Chairman
Mr. Gouvêa Vieira received a Law Degree from the Catholic University of Rio de Janeiro in 1972. He holds a Masters degree in Law from Columbia University, New York (1978). He has been a Partner with Gouvêa Vieira Advogados since 1971 and has been with the Company since 1991. He has served as Chairman of the Board (1997) and Director of Wilson, Sons de Administração e Comércio (1992), Ocean Wilsons Holdings Limited (1997) and of Ocean Wilsons (Investments) Limited (1997). He served as a Director of various companies, including PSA Peugeot Citroen Brazil, Lafarge Brazil, Ultrapar, Cetip, Concremat – Engenharia e Tecnologia S.A (member of China Communication and Construction Company). He is a member of the Corporate Governance Committee of the American Chamber of Commerce – São Paulo (2005) and honorary consul to the Kingdom of Morocco in Rio de Janeiro (2007).

WILLIAM HENRY SALOMON
Deputy Chairman
Mr. Salomon graduated from Magdalene College Cambridge with a degree in law and then qualified at the English Bar. He was Chairman of Rea Brothers PLC and subsequently became Deputy Chairman of the investment division of Close Brothers PLC. In 1999 Mr. Salomon established Hansa Capital, an FCA regulated investment manager and adviser. He is Chairman of Hanseatic Asset Management LBG and Senior Partner of Hansa Capital Partners LLP as well as a Director of Hansa Investment Company Limited. He is also Chairman of ScotGems PLC. In addition he is Deputy Chairman of Ocean Wilsons Holdings Limited, the company which holds the controlling interest in Wilson Sons.

CLAUDIO MAROTE
Board Member
Mr. Marote earned a Law Degree from the Law School of Curitiba (FDC). He also holds diplomas from the following institutions: International Maritime Law from Lloyds of London, England; Executive Development Programme of the Kellogg Institute from Northwestern University, Evanston, Illinois, U.S.A.; Structures and Economic Systems - FDC, Paraná; and in Brazilian Policies and Strategies from the Association of Graduates of the Higher War College, in Santos, São Paulo. He joined the Company's Brazilian subsidiary in 1964 and has held various executive positions, from branch manager to regional director, and superintendent director in Brazil. He began his professional career in 1956 at Agência Marítima Intermares Ltda., a subsidiary of the Bunge Born Group. He is currently a Director of the Company and a Partner at CMMR – Intermediação Comercial Ltda.

ANDRÉS ROZENTAL
Board Member
Ambassador Rozental has a Bachelor's Degree in International Relations from the University of the Americas in Mexico, and an MA in International Economics from the University of Pennsylvania. He was a career diplomat for more than 35 years with the Mexican Foreign Ministry holding a number of senior diplomatic posts. He is the author of four books on Mexican foreign policy and of numerous articles on international affairs. He founded his own consultancy firm, Rozental & Asociados, that works with major multinational corporations on their Latin American strategies. Currently, he is a member of the Board of HSBC Bank in Mexico and serves as an advisor to Toyota de México, Wintershall DEA, ExxonMobil, Brookfield Asset Management and APCO Worldwide in Washington. He is a Senior Policy Advisor at Chatham House (London), a member of the InterAmerican Dialogue and a Board member of Canada's Center for International Governance Innovation.

CLAUDIO FRISCHTAK
Independent Board Member Appointed by Minority Shareholders
Mr. Frischtak is the head of Inter.B – Consultoria Internacional de Negócios, a financial and economic consulting firm based in Rio de Janeiro, Brazil. Mr. Frischtak was formerly a Principal Economist at the World Bank where he worked from 1984 to 1991. Mr. Frischtak's graduate work in economics was undertaken at the University of Campinas, Brazil and at Stanford University (1980-84). While at the World Bank he was an Adjunct Professor at the Department of Economics at Georgetown University (1987-1990). He has published over 100 academic papers and books and has worked extensively on issues related to infrastructure, industrial organisation and regulatory/competition policy, and innovation and technological change.

CEZAR BAIÃO
CEO of Operations in Brazil
Mr. Baião graduated in Economics from the Catholic University of Rio de Janeiro (PUC-Rio). Having joined Wilson Sons in 1994 as CFO, he currently acts as the CEO of operations in Brazil. From 1982 to 1989, he served as Money Market Manager at JP Morgan and also as Finance Director of Grupo Lachmann, between 1989 and 1994. He is a member of the board of directors of the Brazilian Association of Public-Use Container Terminals (ABRATEC). Mr. Baião is also a Business Counsellor of Infrastructure at the Rio de Janeiro Industry Federation (FIRJAN).

FERNANDO FLEURY SALEK
CFO of the Brazilian Subsidiaries and Investor Relations
Mr. Salek is an economist educated at PUC-Rio specialising in Corporate Finance, International Finance and Marketing. He has been part of Wilson Sons since 2016, where he acts as CFO of the Brazilian subsidiaries. He has solid experience in leadership roles for capital-intensive companies. In his last position, he served as BG Group Finance Vice President in Brazil where he was responsible for the Planning and Budgeting departments, Accounting including Audit, Risk Management, Tax and IT. Previously, Salek worked at BHP Billiton, where for six years he served as Vice President of Corporate Finance in Netherlands and subsequently in Great Britain.

Corporate Officers of the Brazilian Subsidiary

The corporate executive officers are qualified professionals responsible for establishing management and operational policies, and meeting goals established by the Board of Directors. The executive management takes part in the Company's daily operations and is involved in the decision making and execution of the strategy set by the Board to meet the interests of all our stakeholders. They bring a wide range of skills and experiences contributing to the Company's objectives and needs.

CEZAR BAIÃO
CEO of Operations in Brazil
Mr. Baião is also a member of the Company's Board of Directors. His résumé is detailed in the previous section.

FERNANDO FLEURY SALEK
CFO of the Brazilian Subsidiaries and Investor Relations
Mr. Salek is also a member of the Company's Board of Directors. His résumé is detailed in the previous section.

ARNALDO CALBUCCI
COO of Operations in Brazil
Mr. Calbucci has been part of Wilson Sons since 1980, starting as an intern. He was responsible for developing the Company's Offshore Support Vessel business in 2003, and for consolidating our shipyard complex as one of the major shipbuilding facilities in Brazil. Calbucci graduated in Naval Engineering from the Polytechnic School of the University of São Paulo. He is vice-president of the Brazilian National Towage Association (Sindiporto) and the Brazilian National Shipyards Association (Sinaval). He is a member of the Fiscal Board of the Brazilian National Shipowners Association (Syndarma) and a recipient of the Tamandaré Merit Medal.

PSV Atobá

Salvador Container Terminal
(Source: Constremac)

2019 Results

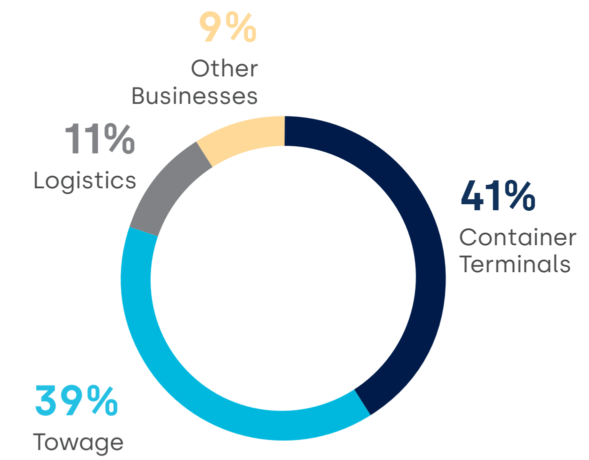
Financial and Economic Indicators

Net Revenue

Revenue for the year in R$ terms decreased by 5% while in US$ terms revenue was 12% lower at US$406.1 million (2018: US$460.2 million). The fall in revenue was principally due to the higher average US$/R$ exchange rate and a difficult trading environment. Towage revenue at US$159.5 million was US$6.1 million lower than the prior year (2018: US$165.6 million) as results continued to be impacted by the competitive environment although there was some firming of prices in the year. The increase in competition and lower iron ore exports from Brazil resulted in harbour towage manoeuvres performed in the year declining 5% to 53,088 (2018: 56,114). Additionally, Towage revenue was impacted by a US$2.0 million fall in income from special operations to US$11.2 million (2018: US$13.2 million). The project-based nature of special towage operations (ocean towage, shipyard support, firefighting and salvage assistance) means revenue streams are more unpredictable than harbour towage. Shipping Agency revenue at US$9.2 million was 7% lower than the prior year (2018: US$10.0 million).

Container volumes handled fell 4% to 1,027,300 TEUs (2018: 1,072,700 TEUs) mainly due to a 68,900 TEUs reduction in lower-priced transshipment volumes moved through our Rio Grande Container Terminal. Due to the decrease in overall throughput, lower import warehouse revenue and the higher average US$/R$ exchange rate in the year Container Terminal revenue declined 8% to US$167.8 million (2018: US$183.0 million). Despite vessel turnarounds in the year increasing 14% to 762 (2018: 670) revenue at our offshore support bases decreased US$1.4 million to US$19.4 million (2018: US$20.8 million) again mainly due to currency impacts.

NET REVENUE BY BUSINESS SEGMENT



Revenue at our Logistics business for the year was 20% lower at US$45.7 million (2018: US$56.9 million) primarily as a result of the ending of a large warehousing contract at one of our logistics centres and the effect of the higher average US$/R$ exchange rate. Third-party Shipyard revenue was US$19.5 million lower at US$4.5 million (2018: US$24.0 million) due to the poor market for small and medium-sized vessel construction in Brazil with third-party work restricted to dry-docking repair and maintenance operations in the period. The Company's shipyards continue to provide important vessel construction and maintenance services for our towage and offshore support vessel fleets.

Operating Profit

Operating profit after an impairment charge of US$13.0 million was US$29.2 million lower than prior year at US$75.2 million (2018: US$104.4 million) principally due to lower revenue and operating margins for the period. Our offshore support bases continue to experience difficult trading conditions in the near term. An impairment of $13.0 million was recorded in the year as a result of a more conservative approach to valuation (see note 10 of the financial accounts for further details). Operating margins for the year excluding the impairment declined to 21.7% (2018: 22.7%) principally due to poorer margins at our Towage and Offshore Support Base businesses. Excluding the impacts of IFRS16 operating profit in the current period would have fallen to US$77.0 million and margins to 19.0%. IFRS16 principally impacts our Container Terminal, Offshore Support Base and Logistics divisions.

Raw materials and consumables used were US$12.8 million lower at US$25.3 million (2018: US$38.1 million) reflecting lower shipyard activity. Employee expenses were US$5.9 million lower at US$139.3 million (2018: US$145.2 million) due to the effect of the stronger average US$/R$ exchange rate and lower headcount. The headcount at year end was 3,938 compared with 4,102 in 2018. Employee expenses rose in R$ terms mainly due to the rollback during 2018 of some temporary payroll exemptions. Employee expenses as a percentage of revenue rose from 32% in 2018 to 34% in the current year. Other operating expenses were US$28.4 million lower at US$87.5 million (2018: US$115.9 million) as a result of the stronger average US$/R$ exchange rate and a US$23.2 million adjustment from the implementation of IFRS16 relating to operating lease and container handling expenses that were previously included in other operating expenses. Amortisation of right-of-use assets (US$12.4 million) relates to the right-of-use assets recognised under IFRS16 from 1 January 2019. The depreciation and amortisation expense at US$53.7 million was US$2.5 million lower than the comparative period (2018: US$56.2 million).

2019 Results

IFRS16 - Leases

As at 1 January 2019 the Company adopted the new IFRS16 accounting standard which requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Following the standard coming into effect, leases have been recorded as assets and liabilities (right-of-use assets and financial lease liabilities). The Company used the modified retrospective approach, meaning assets and liabilities recognised are equal at the point of application and that comparatives for the 2018 financial statements were not restated. Therefore for comparison purposes the principal impacts of IFRS16 on the income statement for the year ended 31 December 2019 are:

Positive (Negative) IFRS16 Effects (US$ million)	2019
Other operating expenses	23.2
Depreciation and amortisation	(12.0)
Operating profit	11.1
Finance costs	(17.7)
Deferred tax	1.6
Profit for the period	(4.9)

Circular from the Brazilian Securities and Exchange Commission ("CVM"):

On the basis of guidelines contained in CVM/SNC/SEP Memorandum Circular No. 02/2019 of 18 December 2019, which establishes accounting procedures related to the measurement method of lease liabilities, the Company has restated the initial amounts of lease liabilities and right-of-use assets on the first-time adoption. According to the CVM, the lease liabilities must be measured at the present value of the remaining lease payments, gross of Brazilian Social Integration Programme ("PIS") and Brazilian Contribution for the Financing of Social Security ("COFINS") credits, discounted based on incremental interest rates. IFRS is silent regarding the treatment of PIS and COFINS. In the interim statement, we disclosed the initial amounts of lease liabilities on the first-time adoption considering the remaining lease payments, net of PIS and COFINS.

The principal impacts on our balance sheet at 31 December 2019 were the recognition of a right-to-use asset of US$171.0 million and finance lease liabilities of US$175.6 million.

Further details of right-of-use assets and lease liabilities are shown in note 12 of the financial accounts.

Share of Results of Joint Ventures

The share of results of joint ventures is the Company's 50% share of net profit for the period from our Offshore Support Vessel joint venture. Operating profit for a 50% share in the joint venture in the year increased US$4.5 million to US$8.8 million compared to US$4.3 million in 2018. Revenue was 3% higher at US$60.1 million (2018: US$58.5 million) while operating days at 5,128 days were in line with prior year (2018: 5,126 days). The improved operating profit, lower exchange losses on monetary items and an income tax credit in the period resulted in a profit for the year of US$0.6 million (2018: US$4.1 million loss). At the year end, our joint venture had 17 offshore support vessels under contract out of a total fleet of 23.

Finance Costs

Finance costs for the year at US$11.8 million were US$11.1 million higher than the prior year (2018: US$22.9 million) as interest on lease liabilities increased US$15.8 million to US$15.9 million (2018: US$0.1 million) due to the impact of adopting IFRS16. Exchange losses on foreign currency borrowings were US$9.2 million lower at US$0.8 million (2018: US$10.0 million) as the R$ depreciated less against the US$ in 2019 compared with 2018 and the Company has reduced borrowings in currencies other than the functional currencies of the subsidiaries. Interest on bank loans and overdrafts decreased US$1.5 million to US$10.8 million (2018: US$12.3 million) due to lower variable interest rates.

Exchange Rates

The Company reports in US$ and has revenues, costs, assets and liabilities in both R$ and US$. Therefore movements in the US$/R$ exchange rate influence our results both positively and negatively from year to year. During 2019 the R$ depreciated 4% against the US$ from R$3.87 at 1 January 2019 to R$4.03 at the year end. In 2018 the R$ depreciated 17% against the US$ from R$3.31 at 1 January 2018 to R$3.87 at the year end. The principal effects from the movement of the R$ against the US$ on the income statement are set out in the table below:

Exchange Gains (Losses) (US$ million)	2019	2018
Exchange gains (losses) on monetary items (i)	(1.5)	(10.0)
Deferred taxes (ii)	(1.4)	0.3
Exchange gains (losses) on foreign currency borrowings (iii)	0.0	(8.8)
Total	**(2.8)**	**(18.5)**

(i) This arises from the translation of R$ denominated monetary items in US$ functional currency entities.
(ii) The Company's fixed assets are located in Brazil and therefore future tax deductions from depreciation used in our tax calculations are denominated in R$. When the R$ depreciates against the US Dollar the future tax deduction in R$ terms remains unchanged but is reduced in US Dollar terms.
(iii) Deferred tax credit arising from the exchange losses on US$ denominated borrowings in Brazil.

The movement of the R$ against the US$ in 2019 resulted in a negative impact of US$2.8 million on the income statement in the year compared with a US$18.5 million negative impact in 2018.

A currency translation adjustment loss of US$10.9 million (2018: US$39.3 million) on the translation of operations with a functional currency other than US$ is included in other comprehensive expenses for the year and recognised directly in equity.

The average US$/R$ exchange rate during 2019 was 8% higher than prior year at 3.95 (2018: 3.66). A higher average exchange rate negatively affects R$ denominated revenues and positively impacts R$ denominated costs when converted into our US$ reporting currency.

Profit Before Tax

Profit before tax for the year decreased US$19.3 million to US$53.4 million compared to US$72.7 million in 2018. This was primarily due to a US$29.2 million decrease in operating profit and a US$11.1 million increase in finance costs.

Taxation

The tax charge for the year at US$21.5 million was US$4.9 million lower than last year (2018: US$26.4 million). This represents an effective tax rate for the year of 40.2% (2018: 36.4%) compared with the corporate tax rate prevailing in Brazil of 34%. The remaining difference in the effective tax rate is due to deferred tax items and expenses that are not included in determining taxable profit in Brazil. The net impact of these items on the effective tax rate in the year at -1.6% was in line with the prior year (-1.9%) while both deferred tax items and expenses not included in determining taxable profit are lower in the current year mainly due to lower exchange rate movements in the income statement.

A more detailed breakdown is provided in note 8 of the financial accounts.

Uranus tugboat

Profit for the Year

Profit attributable to equity holders of the parent company for the year was US$30.5 million (2018: US$44.3 million) after deducting profit attributable to non-controlling interests of US$1.5 million (2018: US$2.0 million).

Earnings per Share

Earnings per share for the year were US$0.427 compared with US$0.621 in 2018.

Cash Flow

Net cash inflow from operating activities for the period at US$111.1 million was US$7.8 million lower than the comparative period in 2018, (US$118.9 million) mainly due to the lower operating profit in the year. Capital expenditure in the year at US$89.5 million was US$27.8 million higher than the prior year (2018: US$61.7 million) principally due to increased expenditure on the expansion of our Salvador Container Terminal. The Company drew down new loans of US$113.6 million (2018: US$9.4 million) to finance capital expenditure while making loan repayments of US$85.9 million in the year (2018: US$54.2 million). Dividends of US$38.5 million were paid to shareholders (2018: US$38.5 million) with a further US$1.3 million paid to non-controlling interests in our subsidiaries (2018: US$1.8 million).

Cash and cash equivalents at 31 December 2019 increased US$23.7 million from the prior year end to US$63.6 million, (2018: US$39.9 million) of which US$35.7 million was denominated in R$ (2018: US$28.2 million). The Company held a further US$14.1 million in US$ denominated fixed-rate certificates which are classified as financial assets at fair value through profit or loss (2018: US$29.1 million).

Balance Sheet

Equity attributable to shareholders of the parent company at the balance sheet date was US$18.1 million lower at US$497.5 million compared with US$515.6 million at 31 December 2018. The main movements in equity in the year were profits for the period of US$66.4 million, and a negative currency translation adjustment of US$10.9 million. The currency translation adjustment arises from exchange differences on the translation of operations with a functional currency other than US$.

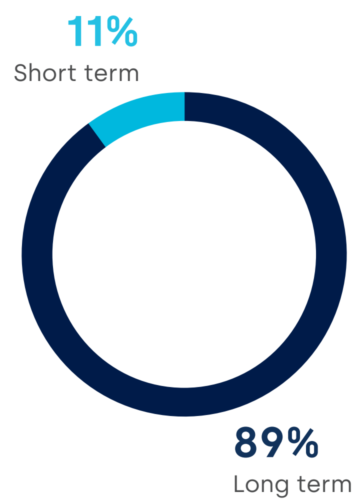
Net Debt and Financing

The Company's borrowings are used principally to finance vessel construction and the development of our Container Terminal business. Borrowings are long term with defined repayment schedules repayable over different periods of up to 18 years. At year end 68% of our borrowings excluding lease liabilities were denominated in R$ linked to the US$ with the remaining 32% denominated in R$. Borrowings denominated in R$ linked to the US$ loans are fixed-rate loans while R$ denominated debt is variable rate. A significant portion of the Company's pricing is denominated in US$ which acts as a natural hedge to our long-term exchange rate exposure. In addition to borrowings the Company has lease liabilities of US$194.1 million (2018: US$0.1 million). The increase in lease liabilities in the year was because we adopted the new IFRS16 accounting standard in 2019 which requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Net debt including lease liabilities at 31 December 2019 was US$451.4 million (2018: US$238.4 million).

The Company's reported borrowings do not include US$229.3 million of debt from the 50% share of borrowings in our Offshore Support Vessel joint venture.

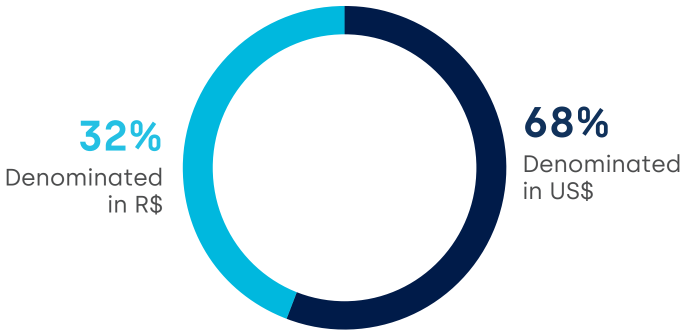
NET DEBT BY MATURITY

(at 31 December 2019)



NET DEBT BY CURRENCY

(at 31 December 2019)



Highlighted Indicators

Consolidated Income Statement (US$ million)	2019	2019 ex-IFRS16	2018
Net Revenues	**406.1**	**406.1**	**460.2**
Raw Materials and Consumables	(25.3)	(25.3)	(38.1)
Employee Benefits Expenses	(139.3)	(139.3)	(145.2)
Other Operating Expenses	(87.5)	(110.7)	(115.9)
Impairment Loss	(13.0)	(13.0)	0.0
Profit (Loss) on Disposal of PP&E	0.3	0.3	(0.3)
EBITDA	**141.3**	**118.1**	**160.6**
Depreciation and Amortisation	(66.1)	(54.1)	(56.2)
EBIT	75.2	64.0	104.4
Financial Results	(22.3)	(4.7)	(27.7)
Income Tax Expense	(21.5)	(23.1)	(26.4)
Share of Results of Joint Ventures [1]	0.6	0.6	(4.1)
Profit	**31.9**	**36.8**	**46.2**
Margins (%)			
EBITDA Margin	34.8%	29.1%	34.9%
EBIT Margin	18.5%	15.8%	22.7%
Net Margin	8.2%	9.1%	10.1%
Financial Indicators			
Total Assets	1,151.1	1,151.1	950.3
Equity	497.5	497.5	516.1
Net Debt	451.4	257.3	238.4
Net Debt / EBITDA	3.2x	2.2x	1.5x
Return on Equity (ROE)	6.4%	7.4%	9.0%
CAPEX	89.5	89.5	61.7
Stock Market Indicators			
Share Price, end of period (R$)	44.00	44.00	40.00
Dividends Paid	38.6	38.6	38.5
Number of Shares (at 31 December 2019)	71,261,060	71,261,060	71,243,660
Market Capitalisation	821.5	821.5	837.1
Operational Indicators			
Container Terminals: Handling ('000 TEUs)	1,027	1,027	1,073
Towage: Harbour Manoeuvres (#)	53,088	53,088	56,114
Offshore Support Vessels: Days in Operation (#)	5,128	5,128	5,126
Productivity Indicators			
Own Employees [2] (#)	3,938	3,938	4,102
Net Income per Employee (US$ thousands)	8.1	9.3	11.3
Assets per Employee (US$ thousands)	292.2	292.2	231.7

(1) Corresponds to 50% of the Offshore Support Vessel joint venture results.
(2) Considers our active employees and those on long-term sick leave (excluding the Offshore Support Vessel joint venture, but including Allink and tugboat consortia).

Value Added Statement

Generation of Added Value at 31 December 2019 and 2018 (US$ million)	2019	2019 ex-IFRS16	2018
Revenue	**446.9**	**446.9**	**506.6**
Sale of services	445.0	445.0	506.8
Other revenues	1.4	1.4	0.7
Allowance for doubtful debts	0.5	0.5	(1.0)
Consumable from third parties	**(121.6)**	**(121.6)**	**124.7**
Service costs	(64.8)	(74.4)	(91.0)
Maintenance	(16.1)	(16.1)	(14.9)
Energy, oil and services hired	(14.8)	(14.8)	(16.9)
Other costs and expenses	(4.6)	(4.6)	(2.8)
Loss/Recovery of asset value	(11.7)	(11.7)	0.9
Added value, gross	**334.4**	**325.4**	**381.9**
Amortisation of right-of-use assets	**(12.4)**	**0.0**	**0.0**
Depreciation and amortisation expenses	**(53.7)**	**(54.1)**	**(56.2)**
Added value, net	**268.8**	**271.3**	**325.7**
Received from third parties	**10.3**	**10.3**	**3.7**
Share of results of joint ventures	0.6	0.6	(4.1)
Finance income	8.8	8.8	7.0
Other	0.9	0.9	0.8
ADDED VALUE FOR DISTRIBUTION	**279.1**	**281.6**	**329.4**

Distribution of Added Value at 31 December 2019 and 2018 (US$ million)	2019	2019 ex-IFRS16	2018
Payroll	**120.4**	**120.4**	**133.2**
Salaries and wages	89.7	89.7	99.5
Benefit plans	23.1	23.1	25.8
FGTS	7.7	7.7	7.9
Taxes	**78.8**	**80.4**	**83.6**
Federal tax	58.4	60.0	61.4
State tax	3.2	3.2	4.0
Municipal tax	17.1	17.1	18.2
Third-party capital remuneration	**48.0**	**44.0**	**66.3**
Rents	18.5	32.1	33.1
Interest	29.5	11.9	33.2
Remuneration on own capital	**31.9**	**36.7**	**46.2**
Owners of the Company	30.5	35.3	44.2
Non-controlling interests	1.5	1.5	2.0
ADDED VALUE DISTRIBUTED	**279.1**	**281.6**	**329.4**

Salvador Container Terminal
and our tugboats

Risk Management

Methodology

Our integrated risk management strategy seeks to maximise opportunities, reduce uncertainties and overcome challenges. We have an official integrated risk management policy with a structured process, applicable to the entire organisation enabling identification, evaluation, monitoring, reporting and response to risks. It supports strategic decision making in accordance with market best practices.

The integrated risk management process uses guidelines established by our Board of Directors and Executive Officers, defining objectives, targets and limits for risk management, in addition to enforcing the risk policy and compliance with integrated risk management standards.

Our management is supported by control units and responsibilities related to integrated risk management are structured according to the concept of three lines of defence, namely:

FIRST LINE - Business Units - responsible for ensuring the efficiency and effectiveness of its processes and controls against business risks, performing activities related to mitigation control and risk containment in accordance with the integrated risk management policy.

SECOND LINE - Support Areas - responsible for backing the first line with specific tools and methodologies, monitoring the performance of the first line and its own processes. We seek to foster a risk management culture, providing a methodology and managing the integrated risk management process in order to promote, support and regularly align how the risk management process is conducted throughout the Company. These activities involve identifying, evaluating, categorising, responding to, monitoring and reporting risks.

THIRD LINE - The third line of defence comprises the Internal Audit department, which is structured independently and is responsible for evaluating and reporting on the activities of the first two lines and contributing to their improvement.

Risk Categories

The risks managed by the Company are divided into categories, the main ones being as follows:

Strategic Risks

Our activities in various business sectors imply a series of strategic risks created by strategic and investment decisions. These risks are the natural results of political, industrial and market events.

Financial Risks

Our financial risks include market risks, mainly related to exchange and interest rate movements and how they affect our cash flow; credit risks related to customers and suppliers; and liquidity, regarding the availability of capital and financial investments.

Operational Risks

Some business units are subject to working conditions that pose risks to employees' physical safety. Consequently, the greatest operational risks are related to the work environment and safety. In addition, the Company is exposed to operational risks from suppliers, IT and business processes.

Regulatory and Legal Risks

Our operations are carried out in several locations across Brazil, each with its own legislation. As a result, the Company is naturally exposed to several legal, fiscal and other risks related to external regulations, which change according to the rules of the governmental authorities of each region.

As part of our risk response strategy, we maintain an insurance portfolio to cover the risks inherent to our operations that could lead to personal and/or material damage, whether incurred by the Company itself and/or third parties under our responsibility, including the environment. These policies also guarantee the continuity of our operations. The policies such as Port Operator Liability, Property, Environmental Liability, Hull & Machinery, Protection & Indemnity (P&I), Builder's Risk and Naval Repair Liability are contracted with world-class insurers and renewed annually.

Risk
Management

Certifications

For Wilson Sons, certifications are important instruments in the improvement of processes and quality management and demonstrate to the market the high level of corporate governance practiced by the Company. As a result, all businesses have been granted the ISO 9001 certification, which establishes requirements for quality management.

In addition to ISO 9001, there are other certifications granted to certain business units separately, either by the nature of the activity that has a specific standard or the process development stage in which the division is. Wilson Son Ultratug Offshore is ISM (International Safety Management) Code certified, and ISPS (International Ship and Port Facility Security) Code certified. These codes represent an international standard in the management and establishment of rules that make ships and ports facilities safer, in accordance with the International Convention for the Safety of Life at Sea ("SOLAS") and with the International Convention for the Prevention of Pollution from Ships ("MARPOL").

In environmental management, the Niterói Offshore Support Base, the Rio Grande Container Terminal and the Salvador Container Terminal are certified with ISO 14.001 confirming that their environmental management systems meet the requirements that aim to minimise the environmental impacts of their processes, products and services.

The Rio Grande Container Terminal and our offshore support bases are certified with OHSAS 18.001, and the Salvador Container Terminal is certified with ISO 45.001 confirming the Company's best practices in occupational health and work safety management.

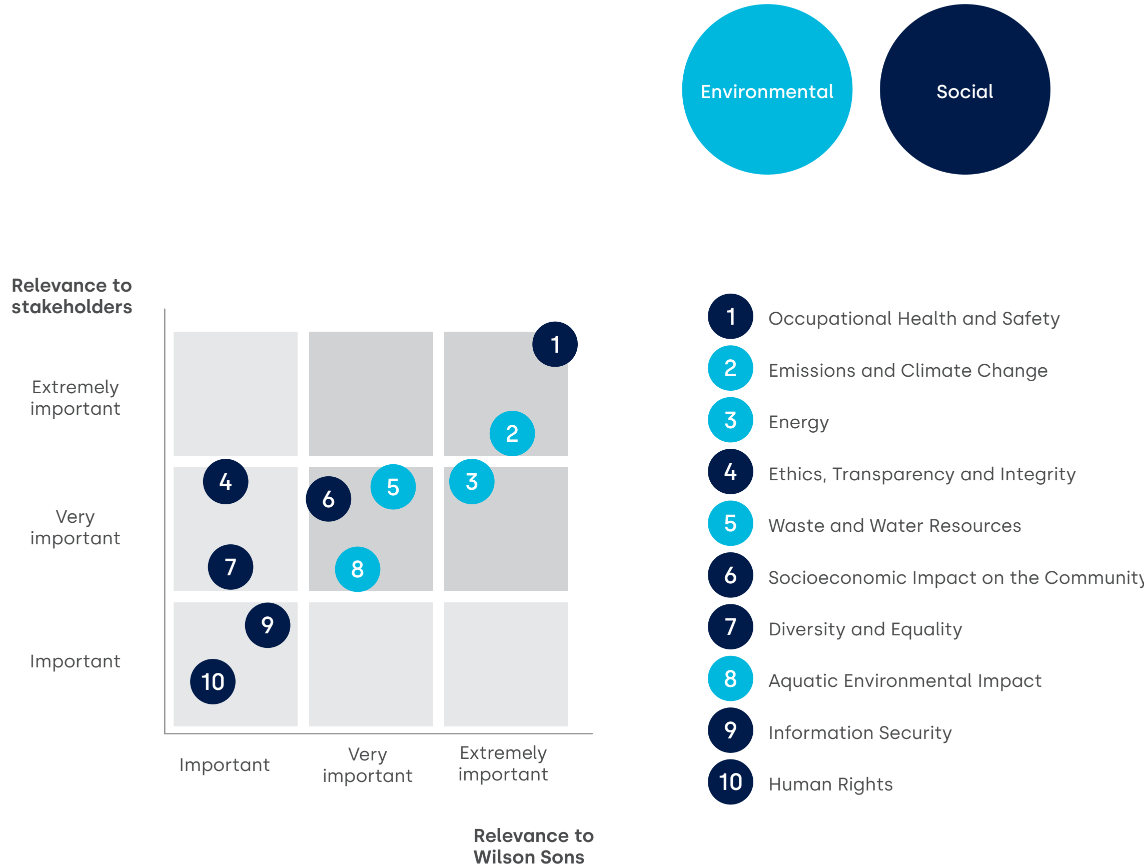

Niterói Offshore Support Base

Sustainability

Materiality Matrix

We are committed to contributing to the sustainable development in the segments in which we operate. In 2019 we reviewed our materiality matrix prioritising the most relevant economic, social and environmental aspects for our stakeholders. Interviews with executives, clients and investors were carried out with a study on segment trends. The new materiality matrix contemplates the 10 main social and environmental aspects of Wilson Sons' sustainability positioning.

PRIORITISED ASPECTS



Wilson Sons employee

Health, Safety, and Environment

We strategically manage the topics related to Occupational Health, Safety, and Environment ("HSE") as it is of fundamental importance for the sustainable development of our business. We further strengthen our strategic vision in HSE by incorporating zeal for the people's safety, the environment and communities in our corporate values.

The promotion of an HSE culture currently involves dedicated employees as well as many different management tools which include policies, procedures, awareness programmes, audits and process reviews. HSE guidelines are based on the concepts of continuous improvement, relationship with stakeholders, emergency response, risk management, training, legal compliance, leadership and responsibility.

HSE has a formal agenda with the Company's Executive Committee, with monthly meetings to deal exclusively with issues related to the topic. This governance structure, in turn, flows through to other committees and subcommittees for each business unit.

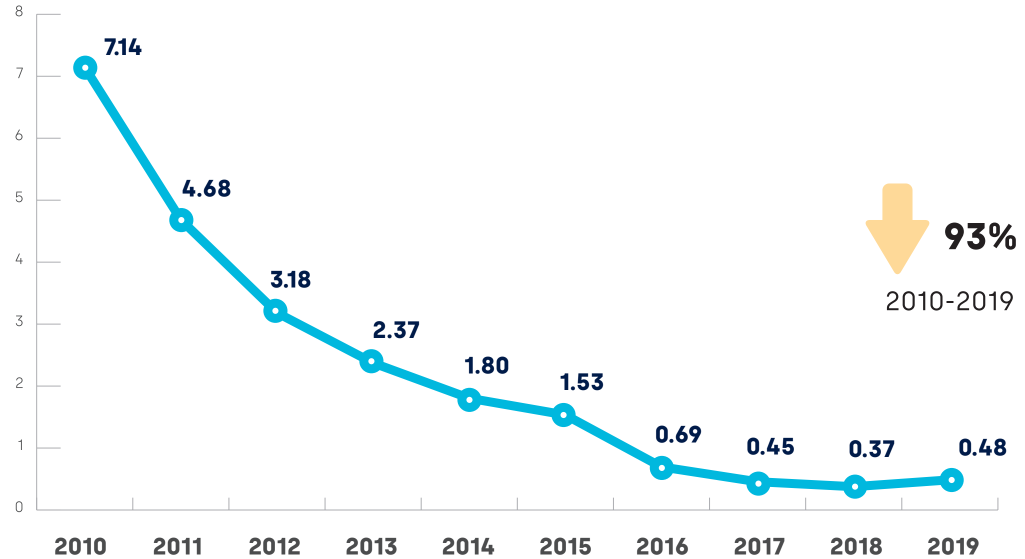
We are one of the most consistent winners of the DuPont award on Occupational Health and Safety Management in Brazil, having received four awards in the last five editions held for this category.

Safety

In 2019 we had a slight variation in our lost-time injury frequency rate ("LTIFR") compared to 2018, increasing from 0.37 to 0.48, although lost-time injuries reduced by 93% between 2010 and 2019. Despite achieving a high level of safety, we continuously monitor our performance to further improve work practices and prevent future accidents.

Our long-term goal is to maintain our lost-time injury frequency rate below or equal to 0.5 by 2022.

LOST-TIME INJURY FREQUENCY RATE



LTIFR refers to the absolute number of lost-time injuries occurring in a workplace per one million man-hours worked.

Safety Programme

The decrease in lost-time injuries is directly connected to Wilson Sons' world-class safety programme, which was first implemented at the shipyards in 2011 through a partnership with DuPont. We have subsequently completed the expansion of the programme to all our business units.

In practice, the safety programme corresponds to a transformation of the safety culture. The programme is based on the establishment and revision of policies and procedures, operational discipline, deviations management, responsibility, behavioural approach and engagement.

Our long-term goal is to achieve an interdependent safety management culture, in which everyone is aware of the safety agenda and concerned not only with themselves but also with those around them.

Occupational Health

Health Programme

To further improve the operational safety and health of our employees, we have developed a drug and alcohol prevention programme based on industry best practices.

Health Monitoring

We maintain an internal commission on accident prevention in all our units, formed by employee representatives selected by a direct vote and by appointed representatives of the employers. The internal commissions meet regularly and promote specific events at our facilities.

Environment

Excellence in environmental management is part of our strategic objectives. In this context, excellence means using resources rationally and efficiently, managing environmental risks and liabilities, understanding and engaging with the environmental interests of stakeholders with integrity, as well as planning and achieving financial performance targets aligned with environmental commitments.

In order to improve the understanding of the environmental aspects and impacts of our activities, we have developed an Environmental Management Index ("EMI") based on current best practices. The EMI's key themes (solid waste, water resources, environmental damage, licensing, stakeholders and atmospheric emissions) use established criteria to promote continuous improvement in environmental management and achieve excellence.

Through an online system, we manage all legal requirements for our division to ensure the identification of applicable legal obligations and address possible flaws in management routines. In 2019, we have not identified significant fines and non-monetary sanctions for non-compliance with environmental laws and/or regulations. There were non-significant administrative notifications regarding alleged non-compliance with environmental rules that are being treated with the usual rigor applied in our management processes and legal compliance verification.

Atmospheric Emissions and Climate Change

We continue to improve our carbon emissions management by identifying opportunities for decarbonisation of our energy matrix.

In line with this attitude, we maintain our commitment to proactively publish our Corporate Greenhouse Gas Emissions Inventory in the public emissions registry, a platform managed by the Brazilian GHG Protocol Programme. Since 2014 our inventory has been certified with a silver seal in recognition of the completeness of the data. The continuous practice of quantifying GHG emissions encourages a growing culture of reporting and transparency.

We continue to adopt increasingly advanced technologies, which contribute to reducing GHG emissions. Some examples of these measures include: updating conventional diesel-powered tugboats to more efficient diesel-electric systems; using RTG (Rubber-Tyred Gantry) electric yard cranes with lower environmental impact in our container terminals; and expanding our Towage Operations Centre (COR), enabling the reduction of fuel consumption by optimising vessel operations.

Greenhouse Gas Emissions	Unit	2019*	2018	2017
Emissions Scope 1	tonnes of CO2e	53,603	51,540	58,779
Emissions Scope 2	tonnes of CO2e	2,589	2,688	3,317
Emissions Intensity	tonnes of CO2e/Net Revenue (US$ million)	121	105	109

**2019 reported data is preliminary and may suffer change.*

Energy

We understand that effective energy management comprises the use of clean energy and efficient consumption in our operations. Since 2017 we have improved our energy management model to plan and establish new energy acquisition and consumption strategies. The model also seeks to identify, promote and replicate projects that allow operational efficiency gains from the use of avoided energy.

Health, Safety,
and Environment

Renewable Energy Consumption	Unit	2019*	2018	2017
Total Consumption	GJ	127,428	135,070	126,342
Energy Intensity	GJ/Net Revenue (US$ million)	273	260	222

**2019 reported data is preliminary and may suffer change.*

Non-renewable Energy Consumption	Unit	2019*	2018	2017
Total Consumption	GJ	756,139	711,493	818,202
Energy Intensity	GJ/Net Revenue (US$ million)	1,622	1,372	1,437

**2019 reported data is preliminary and may suffer change.*

Aquatic Environmental Impacts

Since 2002 we have donated deactivated tugboats to the Pernambuco Artificial Reefs Project to create artificial reefs and help in the recovery of marine ecosystems, and also serving as a living laboratory for studies on marine biology. In 2014 the initiative was awarded the prize for the Top Environmental and Human Resources Award by the Pernambuco Association of Sales and Marketing Directors ("ADVBPE"). In 2017 the project was included in the World Social Responsibility Project Initiative ("WSRPI"), an online platform launched by the World Petroleum Council ("WPC") to permanently exhibit social responsibility projects from a range of countries. The objective is to foster the exchange of successful experiences that can be replicated around the world.

Artificial reefs mimic the characteristics of natural reefs, facilitating the development of marine biodiversity in previously uninhabited environments. Artificial reefs help promote activities related to the ocean, such as sport fishing and underwater ecotourism. Authorised by the Brazilian Navy, the Brazilian Federal Environment Agency ("IBAMA") and the Pernambuco State Environment Agency ("CPRH"), the project is supported by guidance from the Federal Rural University of Pernambuco ("UFRPE") and the Pernambuco Scuba Diving Company Association ("AEMPE").

Wilson Sons employees

Stakeholders

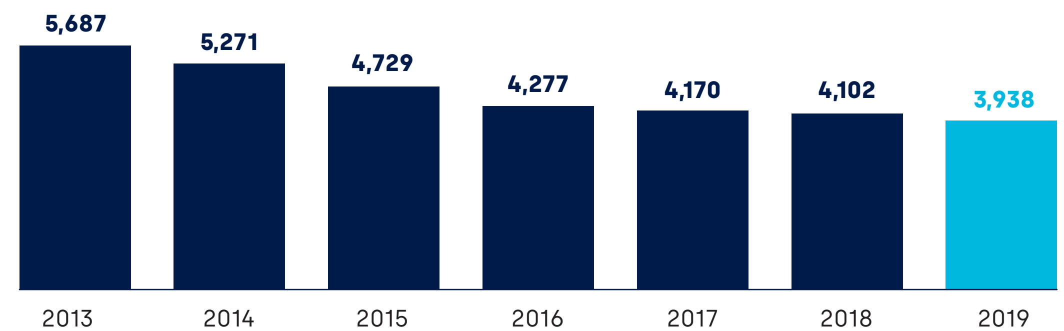
Our stakeholder matrix is a tool based on the interests, desires and influences of our internal and external stakeholders. The main stakeholders were defined according to a specific methodology that considers the following pillars:

- **Identify:** stakeholders related to our strategic map;
- **Analyse:** which strategic objective is naturally responsible for the stakeholder;
- **Map:** actions already undertaken for each identified stakeholder;
- **Prioritise:** rank stakeholders by relevance.

Employees

Our goal is to be the first choice for our employees. We define and implement strategies aligned with our organisational culture.

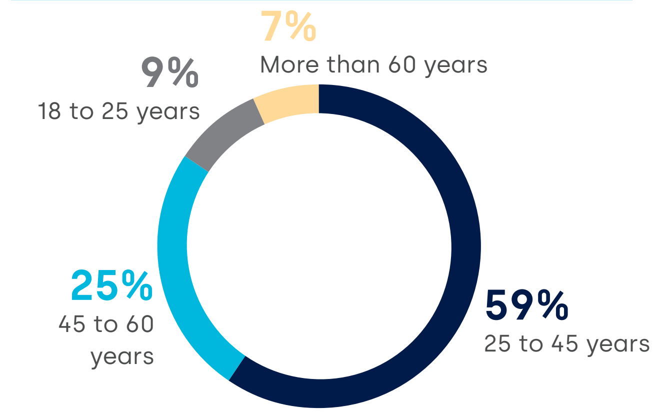
HEADCOUNT*



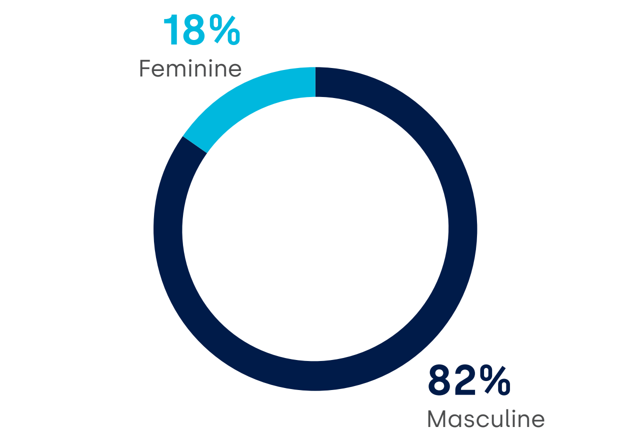
**Considers our active employees and those on long-term sick leave (excluding the Offshore Support Vessel joint venture, but including Allink and the tugboat consortium).*

All our employees are covered by collective bargaining agreements.

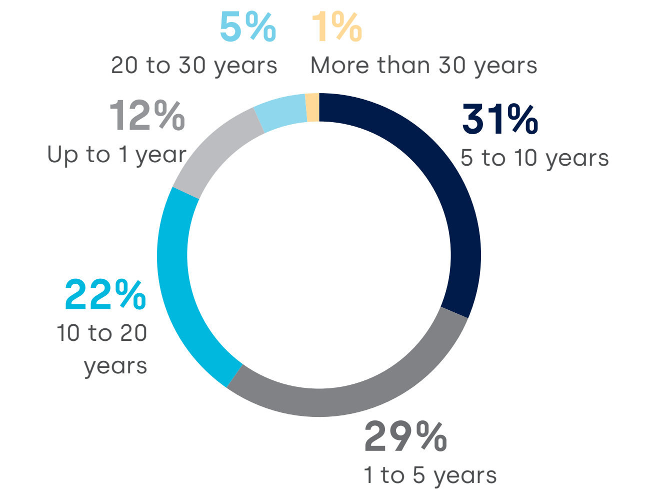
AGE GROUPS



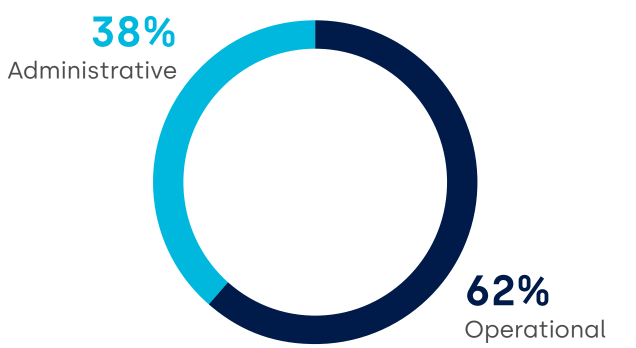
GENDER



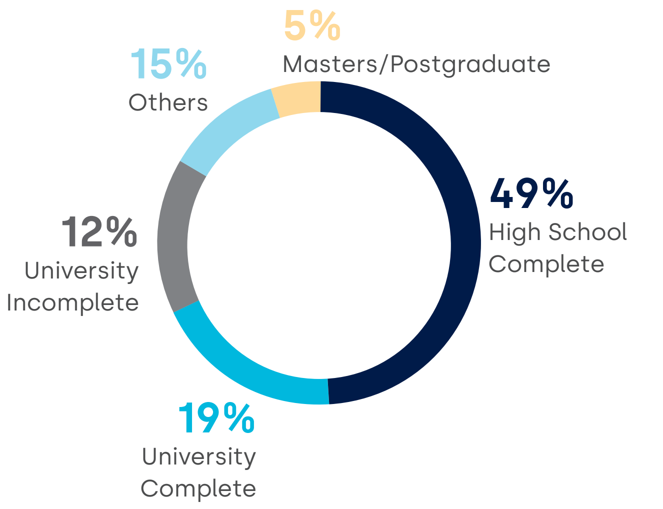
TIME IN COMPANY



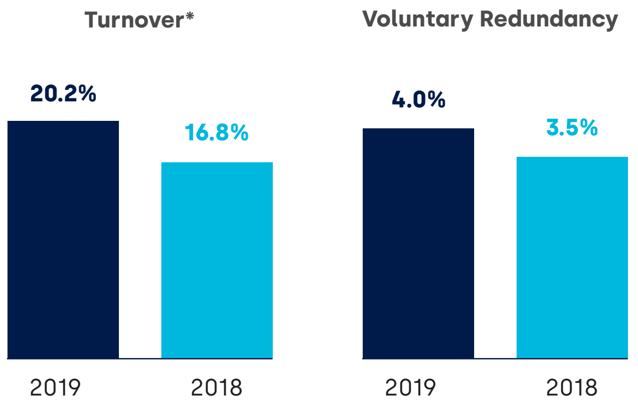
DEPARTMENT



EDUCATION



TURNOVER



**Turnover represents the average rate during the year.*

Attracting Talent

To select and recruit people who share our values, we evaluate the ideal types of professionals required to contribute to the achievement of our goals. Candidates applying for job openings are evaluated according to the degree of alignment between personal values and corporate culture together with the skills and experience required for the position.

Qualification

We have a defined and well-structured policy to encourage qualification. Any employee who wants to improve their education can apply for a postgraduate scholarship (diploma, MBA or master's degree) or language courses, which will be granted according to the employee's position and the Company's requirements.

In addition, our divisions have their own training plans that provide all technical training and knowledge required to perform each role. Every year our leadership attends a management development programme to develop skills and prepare them for current and future challenges.

Once a year, all employees undergo a performance evaluation. For more senior positions of supervisors and above, the result is validated by a performance committee. After the assessments, individual development plans are created to identify the skills to be developed based on the aspirations of the employee and the Company.

The processes of succession, reward and development for leadership are based on the strategic staff management platform, which makes it possible to:

- Connect all staff management processes in a single, integrated structure.
- Get to know employees better, identifying opportunities for development.
- Apply consistent career management policies based on merit.
- Expand the perception of a sense of justice, giving employees a greater awareness of the process.

Succession

All key positions of senior leadership in Wilson Sons are mapped, and all Company managers are encouraged to develop their teams and prepare their own successors.

Retention

Every year our leadership holds individual conversations with their managers, in order to understand the motivations to remain in the Company and develop employee retention initiatives.

Guarujá II shipyard

We manage positions and salaries using a methodology widely known in the market. The objective is to maintain an internal balance regarding remuneration across positions and an external balance with market averages.

In the case of variable salaries, we offer managers, administrative and operational professionals access to a profit-sharing plan, which takes profits, targets and individual results into account.

We also have other ways of encouraging our staff engagement, including a Stock Option Plan for senior managers and an employee recognition programme, which has received an award from the Brazilian Association of Human Resources (ABRH-RJ).

External Relations

We rely on various methods of stakeholder communication, with transparency being the first and foremost guideline in our relationships. Therefore, in addition to complying with the mandatory routines for publicly listed companies, we pay special attention to communication with these strategic audiences, investing continuously to improve service channels.

Investors

We disclose results quarterly, holding a teleconference open to the market, which promotes direct contact between investors and our top executives.

Another communication channel is the Wilson Sons Investor Day, held annually. The event gives investors an opportunity to meet our top executives and is attended by representatives from banks and investment funds, as well as individual investors.

Customers

We hold events, business meetings and networking opportunities to improve commercial relations. In our greatest effort to relate to clients, every year we attend Intermodal South America, the largest logistics and transportation exhibition in Latin America.

Society

Opinion formers are also strategic for us, and we provide open channels to communicate with the overall society.

PRESS AND PUBLIC RELATIONS

We are transparent when communicating with the market, focusing on reporting our business achievements, opportunities, risks and actions with a direct impact on society, as well as internal initiatives that illustrate a healthy work environment.

SOCIAL MEDIA IN NUMBERS

73% increase in overall engagement.	Followers	Increase over 2018
facebook	16,698	9%
LinkedIn	99,200	49%
Instagram	8,392	96%
twitter	986	15%
YouTube	1,144	60%

Suppliers

We maintain constructive relations with our suppliers. In 2019 we enhanced our supplier and third-party management processes with new compliance procedures, reinforcement of our supply chain database and by facilitating enrollment and certification through a dedicated portal.

We demand that all contracts include specific clauses against child and slave-like labour. Suppliers are also audited annually by external consultants, and all purchase orders and communications to the market mention our Code of Ethical Conduct and Anti-corruption Guide. We also provide an ethical conduct channel that is extensive to all our suppliers, to ensure transparency in processes at all levels.

When developing critical suppliers, we have minimum financial, fiscal, labour and QSMS requirements to ensure selection takes place within criteria that allow for sustainable relations. We selected more than 200 new suppliers in this manner in 2019.

The majority of our suppliers are domestic companies, and 97% of the total amount spent on products and services were purchased locally this year.

Government and Authorities

Our actions are guided by impartiality and transparency in our relations with government agencies, class entities and associations. All interactions are mandatorily reported in a relationship management system, thereby enabling access to contents discussed in meetings. In 2019 we launched our Public Agent Relationship Policy and trained all managers. We believe the private sector must contribute to the design and implementation of public policies that can benefit the overall society. For such, we design an annual work plan, that together with the authorities, strategic partnerships and workgroups focuses on the development of short, medium and long-term agendas.

Corporate Volunteering Programme

Corporate Social Responsibility

We routinely provide several opportunities to interact with our stakeholders throughout the year such as volunteer actions and protection of corporate history, donations and sponsorships, and participation in social responsibility boards and/or topics related to the corporate sustainability of important industry institutions.

Our social practices are aligned with the principles established in the Universal Declaration of Human Rights, the United Nations Global Compact, and the Company's Code of Ethical Conduct, Corporate HSE Policy and Sponsorship and Donations Policy, which foresees the necessary diligence for all projects that receive social investment. Our goal is to promote projects, actions and social programmes related to respecting and valuing life and the intellectual and professional development of the beneficiaries, as well as preserving the corporate history and related industries, establishing an ethical and transparent dialogue with our stakeholders.

We maintain our commitment to the Global Compact by continuously enhancing our human rights actions, policies and procedures, aiming to fight child and forced or slave-like labour.

For such, all our businesses must abide by the Anti-corruption Guide and Code of Ethical Conduct. Also, our independent whistleblower channel (contatoseguro.com.br/wilsonsons) is publicly available to our employees and the overall society. Additionally, we commit to conducting dismissal interviews with 100% of the employees who leave the company voluntarily. We believe these mechanisms can identify the Human Rights-related impacts among the workforce.

In 2019 we trained 98.8% of our workforce and third-party employees.

Sponsorship and Donations

In 2019 we enhanced our sponsorship platform by promoting the exchange of knowledge between sponsored projects, whether through incentive laws or direct investments, and integrating corporate volunteering into social actions. We also implemented a new third-party due diligence platform that analysed 242 projects, of which 15 were sponsored throughout the year benefitting more than 55,000 people directly or indirectly. The total amount contributed through incentive laws was R$2.3 million.

Sponsored Projects	Number of Beneficiaries
BRAZILIAN SPORTS INCENTIVE LAW	
Salvador Esporte e Cidadania *depeitoaberto.com.br*	N/A*
Instituto Reação *nstitutoreacao.org.br*	1,633
Fundação Gol de Letra *goldeletra.org.br*	375
BRAZILIAN CULTURE INCENTIVE LAW ("ROUANET LAW")	
Estúdio Escola de Animação *estudioescola.com.br*	60
Brasil de Tuhu *brasildetuhu.com.br*	7,112
Museu Marítimo do Brasil *marinha.mil.br/dphdm/museus/muma*	N/A*
BRAZILIAN ADOLESCENCE AND CHILDHOOD FOUNDATION ("FIA")	
Neojiba - Núcleos Estaduais de Orquestras Juvenis da Bahia *neojiba.org*	N/A*
Tocando a Vida – Unibes *unibes.org.br*	N/A*
CULTURE INCENTIVE LAW - ISS RJ	
Casa do Saber *rj.casadosaber.com.br*	12,700
Teatro Acessível *escoladegente.org.br/teatro-acessivel*	15,092
DONATIONS	
Brigada Mirim da Ilha Grande *brigadamirim.org.br*	30
Escola de Gente *escoladegente.org.br*	13,970
Passaporte da Cidadania *pastoraldomenor.com.br*	2,400
Sonhar Acordado *sonharacordado.org.br*	1,890
Gabriella Kidd *instagram.com/kiddgabriella*	1

**N/A = The Company made a financial contribution but the project was not implemented.*

Corporate Volunteering Programme

One of the opportunities used to engage with stakeholders is through our corporate volunteering programme, which allows our employees to do voluntary work in communities close to our operations and facilities. In 2019, these initiatives mobilised 305 employees in actions targeting children, young people and the elderly. About 1,050 people benefited from the volunteer initiatives this year.

Participation in Boards and Workgroups

We value the importance of participating in boards, commissions, conferences, and workgroups as a way to foster discussions on social responsibility in a collaborative way in the business environment. We take an active part in relevant entities or topics of interest to articulate, attain information, and participate in important decisions for the market and the overall society.

A few institutions in which we participate are presented below:

- Brazilian Corporate Volunteer Council (cbve.org.br);
- IBP Social Responsibility Commission (ibp.org.br/comissoes/responsabilidade-social);
- Ethos Human Rights Workgroup (www3.ethos.org.br/cedoc/gt-de-direitos-humanos).

Corporate History

Another way to demonstrate our responsibility to society is by preserving our corporate and the industry's history. For this reason, we maintain a Corporate History Centre, with documents and records related to our more than 180 years of history. Our History Centre has supported numerous publications preserving the history of international maritime trade. The iconographic and documentary collection comprises more than 6,000 cataloged items that offer a source of information for employees, students and researchers in general.

In 2019 we built a new database for our History Centre collection, which is publicly available to the overall society at memoria.wilsonsons.com.br.

Global Compact

Our social commitment is in line with the awareness of our role as an inducer of best practice and the sustainable development of our businesses and the communities in which we operate. We were the first company in our segment to become a signatory of the Global Compact, a United Nations initiative for the adoption of social responsibility policies. Admittedly in tune with the legitimate interests of society, the Global Compact establishes ten principles in the areas of human rights, labour rights, environmental protection, and the fight against corruption.

For more information, access pactoglobal.org.br.

Students from the Rogerio Steinberg Institute

GRI Content Index

This report has been prepared in accordance with the GRI Standards: Core Option.

GRI Standard	GRI Disclosure	Global Compact Disclosure	SDG Disclosure	Report Reference	Additional information and reasons for omission
GRI 102 - General Disclosures					
1. Organizational Profile					
Name of the organization	|GRI 102-1|	-	-	Business Profile	-
Activities, brands, products, and services	|GRI 102-2|	-	-	Business Profile	-
Location of headquarters	|GRI 102-3|	-	-	Business Profile	-
Location of operations	|GRI 102-4|	-	-	Business Profile	-
Ownership and legal form	|GRI 102-5|	-	-	Corporate Governance	-
Markets served	|GRI 102-6|	-	-	Business Profile	-
Scale of the organization	|GRI 102-7|	-	-	Business Profile	-
Information on employees and other workers	|GRI 102-8|	-	-	Stakeholders	-
Supply chain	|GRI 102-9|	-	-	Stakeholders	-
Significant changes to the organization and its supply chain	|GRI 102-10|	-	SDG 16	-	None.
Precautionary principle or approach	|GRI 102-11|	Principle 7	-	Sustainability	-
External initiatives	|GRI 102-12|	-	-	Corporate Social Responsability	-
Membership of association	|GRI 102-13|	-	-	Corporate Social Responsability	-
2. Strategy					
Statement from senior decision-maker	|GRI 102-14|	-	-	Message from Administration	-
3. Ethics and Integrity					
Values, principles, standards, and norms of behavior	|GRI 102-16|	Principle 10	SDG 16	Corporate Governance	-
4. Governance					
Governance structure	|GRI 102-18|	-	-	Corporate Governance	-
5. Stakeholder engagement					
List of stakeholder group	|GRI 102-40|	-	-	Stakeholders	-
Collective bargaining agreements	|GRI 102-41|	Principle 3	SDG 8	Stakeholders	-
Identifying and selecting stakeholders	|GRI 102-42|	-	-	Stakeholders	-
Approach to stakeholder engagement	|GRI 102-43|	-	-	Stakeholders	-
Key topics and concerns raised	|GRI 102-44|	-	-	Stakeholders	-

GRI Standard	GRI Disclosure	Global Compact Disclosure	SDG Disclosure	Report Reference	Additional information and reasons for omission
6. Reporting Practice					
Entities included in the consolidated financial statements	|GRI 102-45|	-	-	2019 Results	-
Defining report content and topic boundaries	|GRI 102-46|	-	-	Sustainability	-
List of material topics	|GRI 102-47|	-	-	Sustainability	-
Restatements of information	|GRI 102-48|	-	-	Sustainability	-
Changes in reporting	|GRI 102-49|	-	-	Sustainability	-
Reporting period	|GRI 102-50|	-	-	Corporate Governance	-
Date of most recent report	|GRI 102-51|	-	-	Cover of the Report	-
Reporting cycle	|GRI 102-52|	-	-	Cover of the Report	-
Contact point for questions regarding the report	|GRI 102-53|	-	-	-	ri@wilsonsons.com.br
Claims of reporting in accordance with the GRI Standards	|GRI 102-54|	-	-	Index	-
GRI content index	|GRI 102-55|	-	-	Index	-
External assurance	|GRI 102-56|	-	-	-	The report is not submitted for external verification.
GRI 103 - Management Approach					
Explanation of the material topic and its boundary	|GRI 103-1|	-	-	Sustainability	-
GRI 201 - Economic Performance					
Direct economic value generated and distributed	|GRI 201-1|	-	SDG 8	2019 Results	-
Financial implications and other risks and opportunities due to climate change	|GRI 201-2|	-	-	-	Not currently measured.
Financial assistance received from government	|GRI 201-4|	-	-	2019 Results	-
GRI 203 - Indirect Economic Impacts					
Infrastructure investments and services supported	|GRI 203-1|	-	SDG 10	Corporate Social Responsability	-
GRI 204 - Procurement Practices					
Proportion of spending on local suppliers	|GRI 204-1|	-	SDG 12	Stakeholders	-
GRI 205 - Anti-corruption					
Operations assessed for risks related to corruption	|GRI 205-1|	Principle 10	SDG 16	-	Not currently measured.
Communication and training about anti-corruption policies and procedures	|GRI 205-2|	Principle 10	SDG 16	Stakeholders	Partially reported.
Confirmed incidents of corruption and actions taken	|GRI 205-3|	Principle 10	SDG 16	-	No incidents were registered.

GRI Standard	GRI Disclosure	Global Compact Disclosure	SDG Disclosure	Report Reference	Additional information and reasons for omission
GRI 302 - Energy					
Energy consumption within the organization	|GRI 302-1|	Principles 7, 8	SDG 13	Health, Safety and Environment	-
Energy intensity	|GRI 302-3|	Principles 7, 8	SDG 13	Health, Safety and Environment	-
Reduction of energy consumption	|GRI 302-4|	Principles 7, 8, 9	SDG 13	Health, Safety and Environment	-
Reductions in energy requirements of products and services	|GRI 302-5|	Principles 7, 8, 9	SDG 13	-	Not currently measured.
GRI 305 - Emissions					
Direct GHG emissions (Scope 1)	|GRI 305-1|	-	SDG 13	Health, Safety and Environment	-
Indirect GHG emissions (Scope 2)	|GRI 305-2|	Principles 7, 8	SDG 13	Health, Safety and Environment	-
Other indirect GHG emissions (Scope 3)	|GRI 305-3|	Principles 7, 8	SDG 13	-	Not currently measured.
GHG emissions intensity	|GRI 305-4|	Principles 7, 8	SDG 13	Health, Safety and Environment	-
Reduction of GHG emissions	|GRI 305-5|	Principles 7, 8	SDG 13	Health, Safety and Environment	-
GRI 306 - Waste and Effluents					
Waste by type and disposal method	|GRI 306-2|	-	-	-	Not currently measured.
Significant spills	|GRI 306-3|	-	SDG 14	Health, Safety and Environment	There were 23 significant oil spills registered, totalling 504 litres.
GRI 307 - Compliance					
Non-compliance with environmental laws and regulations	|GRI 307-1|	Principle 7	SDG 16	Health, Safety and Environment	No significant incidents were registered.
GRI 403 - Occupational Health and Safety					
Workers representation in formal joint management–worker health and safety committees	|GRI 403-1|	Principle 1	SDG 16	Health, Safety and Environment	-
Types of injury and rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities	|GRI 403-2|	Principle 1	SDG 16	Health, Safety and Environment	-
Workers with high incidence or high risk of diseases related to their occupation	|GRI 403-3|	Principle 1	SDG 16	-	Not currently measured.

GRI Standard	GRI Disclosure	Global Compact Disclosure	SDG Disclosure	Report Reference	Additional information and reasons for omission
GRI 403 - Occupational Health and Safety					
Health and safety topics covered in formal agreements with trade unions	|GRI 403-4|	Principle 1	SDG 16	Health, Safety and Environment	-
GRI 405 - Diversity and Equal Opportunity					
Diversity of governance bodies and employees	|GRI 405-1|	Principle 6	SDG 5	-	Not currently measured.
Ratio of basic salary and remuneration of women to men	|GRI 405-2|	Principle 6	SDG 5	-	Not currently measured.
GRI 406 - Non-discrimination					
Incidents of discrimination and corrective actions taken	|GRI 406-1|	Principle 6	SDG 16	-	Not currently measured.
GRI 407 - Freedom of Association and Collective Bargaining					
Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	|GRI 407-1|	Principle 3	SDG 8	-	The Company acknowledges its employees' rights to exercise freedom of association and collective bargaining, and no significant incidents were registered.
GRI 408 - Child Labour					
Operations and suppliers at significant risk for incidents of child labour	|GRI 408-1|	Principle 5	SDG 8	Stakeholders	-
GRI 409 - Forced or Compulsory Labour					
Operations and suppliers at significant risk for incidents of forced or compulsory labour	|GRI 409-1|	Principle 4	SDG 8	Stakeholders	-
GRI 412 - Human Rights Assessment					
Employee training on human rights policies or procedures	|GRI 412-2|	Principle 1	-	Stakeholders	-
Significant investment agreements and contracts that include human rights clauses or that underwent human rights screening	|GRI 412-3|	Principles 1; 2	SDG 16	Stakeholders	-
GRI 414 - Supplier social assessment					
New suppliers that were screened using social criteria	|GRI 414-1|	Principle 2	SDG 8	Stakeholders	-
Negative social impacts in the supply chain and actions taken	|GRI 414-2|	Principle 1	SDG 8	-	No incidents were registered.
GRI 419 - Socioeconomic Compliance					
Non-compliance with laws and regulations in the social and economic area	|GRI 419-1|	Principle 10	SDG 16	-	No significant incidents were registered.

WILSON SONS LIMITED
Claredon House, 2 Church Street
Hamilton, HM 11, Bermuda

INVESTOR RELATIONS
Rua Jardim Botânico, 518, 4th floor
Rio de Janeiro, RJ, Brazil

ri@wilsonsons.com.br
+55 21 2126-4271

/WilsonsonsBR
/company/WilsonSons
/WilsonSons
/WilsonSonsBR
/WilsonSonsIR

wilsonsons.com.br/ir