## LUPATECH

## Financial and <br> Economic Performance 2Q15



## Judicial Recovery

On May 25, 2015, as disclosed in the Relevant Fact, the Company filed, together with the other companies in the Lupatech Group, the request for court-supervised reorganization. The request has been approved by the Courts on June 23, 2015 and all information relating to the process are available on the website of Brazilian Securities Exchange Comission and of Investor Relations of Lupatech S/A - In Judicial Recovery.

Management has been making efforts in negotiating with creditors, in the demobilization of non-core assets and the search for potential investors. However, the scenario was aggravated by the adverse situation in the oil and gas sector created from the drastic reduction of the oil barrel price in the international market and the significant increase in risk perception in the chain of products and services for the segment in Brazil. These factors have brought negative effects on the whole industry supply chain, contributing to frustrate some expectations and cause us to submit the request for court-supervised reorganization

The decision to judge the request for court-supervised reorganization aims to preserve the Company's value, its social function and the stimulation of economic activity, serving in an organized manner to the interests of its creditors and shareholders and managing responsibly the Company's assets.

## Financial and Economic Performance

## Net Revenue

| Net Revenue (R\$ thd) | 2 Q 14 | 2Q15 | Chg. \% | $1 \mathrm{Q15}$ | 2 Q 15 | Chg. \% | 1S14 | 1S15 | Chg. \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Products | 32,570 | 9,684 | -70.3\% | 13,700 | 9,684 | -29.3\% | 67,054 | 23,384 | -65.1\% |
| Oil\&Gas Valves | 13,818 | 3,184 | -77.0\% | 3,072 | 3,184 | 3.6\% | 24,348 | 6,256 | -74.3\% |
| Industrial Valves | 4,119 | 2,797 | -32.1\% | 3,261 | 2,797 | -14.2\% | 10,312 | 6,058 | -41.3\% |
| Anchoring Ropes | 12,928 | 3,221 | -75.1\% | 6,724 | 3,221 | -52.1\% | 28,922 | 9,945 | -65.6\% |
| Others Products | 1,705 | 482 | -71.7\% | 643 | 482 | -25.0\% | 3,472 | 1,125 | -67.6\% |
| Services | 65,755 | 56,250 | -14.5\% | 69,513 | 56,250 | -19.1\% | 132,555 | 125,763 | -5.1\% |
| Oilfield Services Brazil | 38,565 | 32,356 | -16.1\% | 39,804 | 32,356 | -18.7\% | 80,792 | 72,160 | -10.7\% |
| Oilfield Services Colombia | 21,339 | 19,979 | -6.4\% | 21,666 | 19,979 | -7.8\% | 40,579 | 41,645 | 2.6\% |
| Tubular Services \& Coating | 5,851 | 3,915 | -33.1\% | 8,043 | 3,915 | -51.3\% | 11,184 | 11,958 | 6.9\% |
| Total | 98,325 | 65,934 | -32.9\% | 83,213 | 65,934 | -20.8\% | 199,609 | 149,147 | -25.3\% |

The Consolidated Net Revenue in the 2Q15 reached R\$ 65.9 million, versus R\$ 98.3 million in the 2 Q 14 and R\$ 83.2 million in the $1 Q 15$, a reduction of $32.9 \%$ and $20.8 \%$, respectively. In the first semester of the year, the Consolidated Net Revenue reached R\$ 149.1 million versus R\$ 199.6 million in the 1 S 14 , a decrease of 25.3\%.

The Products Segment performance was the main responsible for reduction of Consolidated Net Revenue in the three comparative periods mentioned above. The Oil\&Gas Valves and Anchoring Ropes divisions were the most affected by cash constraints, staying well below their real potential and having part of their operations paralyzed by lack of resources to purchase raw materials. Thus, the Net Revenue of Products Segment presented reduction in the 2 Q 15 of $70.3 \%$ and $29.3 \%$ compared to 2 Q 14 and 1 Q 15 , respectively, and decreased $65.1 \%$ comparing the cumulative position of the first half 2015 to 2014.

The Services Segment presented reduction of $14.5 \%$ and $19.1 \%$ in Net Revenue of 2Q15 compared to 2Q14 and 1 Q 15 , respectively, from $\mathrm{R} \$ 65.8$ million in the 2 Q 14 and from $\mathrm{R} \$ 69.5$ million in the 1 Q 15 to $\mathrm{R} \$ 56.2$ million in the 2Q15. The Oilfield Services Brazil division was the main responsible for the nominal Net Revenue reduction in the Services Segment, R\$ 32.4 million in the 2Q15 versus R\$ 38.6 million in the 2Q14 and $\mathrm{R} \$ 39.8$ million in the 1 Q 15 , primarily due to the standstill of some operations by cash constraints, as well as by the delay in Slickline operations. In addition, cash constraints also affected the Tubular Services \& Coating division, that presented a reduction of $33.1 \%$ and $51.3 \%$ in Net Revenue of the 2 Q 15 compared to the 2Q14 and to the 1Q15, respectively.

In the first semester of the year, the Net Revenue of Services Segment decreased 5.1\%, from R\$132.6 million in the 1 S 14 to R $\$ 125.8$ million in 1S15, due to the factors mentioned above.

Net Operating Revenue (R\$ thad)


Revenue Distribution - 2Q15

Products
Services


By Region



By Industrial Sector


The difficulty in obtaining greater availability of resources for implementation in investments and acquisition of inputs significantly limited the potential for utilization of the plant's capacity and services provision, which generated longer delivery Backlog, with negative impacts on the generation of the Group Net Revenue.

As a result, our backlog of firm orders on June 30 amounted to R $\$ 0.5$ billion. The conversion of this backlog is concentrated in the long term (over 1 year) and it depends of the realization of investments in Services Segment. This amount represents the balance provided in signed contracts, even without warranty of consumption, discounting the amounts already billed.

Costs on Goods Sold - COGS

| CNPJ/MF n ${ }^{\circ}$ 89.463.822/0001-12 |  |  |  | $\longrightarrow$ |  |  | 蘋 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| COGS (R\$ thd) | 2 Q 14 | 2Q15 | Chg. \% | 1Q15 | 2 Q 15 | Chg. \% | 1S14 | 1S15 | Chg. \% |
| Products | 29,653 | 6,876 | -76.8\% | 11,533 | 6,876 | -40.4\% | 58,926 | 18,409 | -68.8\% |
| Services | 60,778 | 54,878 | -9.7\% | 64,753 | 54,878 | -15.3\% | 119,287 | 119,631 | 0.3\% |
| Total | 90,431 | 61,754 | -31.7\% | 76,286 | 61,754 | -19.0\% | 178,213 | 138,040 | -22.5\% |

The Consolidated Costs on Goods Sold (COGS) presented reduction in the three comparative periods: $31.7 \%$ in the 2Q15 compared to the 2Q14 ( $\mathrm{R} \$ 61.7$ million in the 2 Q 15 versus $\mathrm{R} \$ 90.4$ million in the 2 Q 14 ), $19.0 \%$ in the 2Q15 compared to the 1Q15 (R\$ 61.7 million in the 2Q15 versus R\$76.3 million in the 1Q15) and $22.5 \%$ in the first semester of the year compared to the same period in 2014 (R\$ 138.0 million in the 1 S 15 versus R\$ 178.2 million in the 1 S 14 ).

The reduction in the Consolidated COGS in total amounts and in percentage terms remained in line with the reduction of Consolidated Net Revenue in the three comparative periods. In the Products Segment, the COGS reduction was higher than the Net Revenue reduction especially due to the decrease in personnel costs recorded in the 2Q15.

In the Services Segment, the COGS reduction was lower than the Net Revenue reduction especially due to the increase on import costs in the system of temporary admission, impacted by the valuation of $16.8 \%$ of U.S. dollar against Brazilian Real in the 1S15 vs. 1 S 14 (in the amount of R\$ 3.0 million), and by the impact of dismissal costs (in the amount of R\$ 4.7 million in the 1 S 15 versus $\mathrm{R} \$ \mathrm{R} \$ 1.4$ million in the 1 S 14 ).

## COGS (R\$ thd)




Due to reduction in Consolidated Net Revenue by cash restrictions and dismissals recorded in the first semester of 2015, the Total Gross Profit presented a reduction in the 2 Q 15 both compared to the 2 Q 14 and with the 1Q15 ( $47.0 \%$ and $39.7 \%$ respectively), and reduction of $48.1 \%$ comparing the first semester of 2015 with the same period of the previous year. In the Products Segment, in the 2 Q 15 compared to the 1 Q 15 , however, there was an increase in the Gross Profit in the amount of $\mathrm{R} \$ 0.6$ million (29.6\%) primarily due to the Oil\&Gas Valves performance.

The Gross Margin of the Products Segment increased 20.0 percentage points in the 2Q15 compared to the 2Q14 and 13.2 percentage points compared to the 1Q15 primarily due to the costs reduction process in the Industrial Valves and Oil\&Gas Valves divisions. Due to this performance, the Gross Margin of Products Segment in the first semester of the year increased 9.2 percentage points, from $12.1 \%$ in the 1 S 14 to $21.3 \%$ in the 1 S 15 .

Gross Profit (R\$ thd) and Gross Margin (\%)


The Gross Margin of the Services Segment, on the other hand, reduced 5.2 percentage points in the 2Q15 compared to the 2 Q 14 , and 4.4 percentage points when compared to the 1 Q 15 , especially due to the impact of dismissals in the personnel costs in the amount of $\mathrm{R} \$ 4.1$ million, largely occurred in the Oilfield Services Brazil division in the 2Q15, as well as by the revenue reductions, especially in the Oilfiel Services Brazil and Tubular Services \& Coating divisions, so that the Gross Margin of Services Segment reduced 5.1 percentage points in the 1 S 15 compared to the 1 S 14 , from $10.0 \%$ in the 1 S 14 to $4.9 \%$ in the 1 S 15 .

## Expenses

| Expenses (R\$ thd) | 2 Q 14 | 2 Q 15 | Chg. \% | 1015 | $2 \mathrm{Q15}$ | Chg. \% | 1S14 | 1S15 | Chg. \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Total Sales Expenses | 8,115 | 3,161 | -61.0\% | 4,458 | 3,161 | -29.1\% | 13,720 | 7,619 | -44.5\% |
| Total Administrative Expenses | 15,052 | 11,668 | -22.5\% | 12,746 | 11,668 | -8.5\% | 29,105 | 24,414 | -16.1\% |
| Products | 9,579 | 5,099 | -46.8\% | 6,711 | 5,099 | -24.0\% | 17,456 | 11,810 | -32.3\% |
| Total Sales Expenses - Products | 4,808 | 1,491 | -69.0\% | 2,864 | 1,491 | -47.9\% | 8,267 | 4,355 | -47.3\% |
| Total Administrative Expenses - Products | 4,771 | 3,608 | -24.4\% | 3,847 | 3,608 | -6.2\% | 9,189 | 7,455 | -18.9\% |
| Services | 13,588 | 9,730 | -28.4\% | 10,493 | 9,730 | -7.3\% | 25,369 | 20,223 | -20.3\% |
| Total Sales Expenses - Services | 3,307 | 1,670 | -49.5\% | 1,594 | 1,670 | 4.8\% | 5,453 | 3,264 | -40.1\% |
| Total Administrative Expenses - Services | 10,281 | 8,060 | -21.6\% | 8,899 | 8,060 | -9.4\% | 19,916 | 16,959 | -14.8\% |
| Total Sales and Administratives | 23,167 | 14,829 | -36.0\% | 17,204 | 14,829 | -13.8\% | 42,825 | 32,033 | -25.2\% |
| Management Compensation | 1,469 | 2,848 | 93.9\% | 1,293 | 2,848 | 120.3\% | 2,990 | 4,141 | 38.5\% |
| Total Sales, Administratives and Management Compensation | 24,636 | 17,677 | -28.2\% | 18,497 | 17,677 | -4.4\% | 45,815 | 36,174 | -21.0\% |

The Consolidated Sales and Administrative Expenses and the Management Salary presented reduction in the three comparative periods: $28.2 \%$ in the 2Q15 compared to the 2Q14 (R\$ 17.7 million in the 2Q15 versus R\$ 24.6 million in the 2Q14); $4.4 \%$ in the 2Q15 compared to the 1Q15 (R\$ 17.7 million in the 2 Q 15 versus R\$ 18.5 million in the 1 Q 15 ) and $21.0 \%$ compared to the first semester of 2015 that reached $\mathrm{R} \$ 36.2$ million versus $\mathrm{R} \$ 45.8$ million in the 1 S 14 .

The Sales Expenses decreased $61.0 \%$ in the 2 Q 15 compared to the 2 Q 14 , from $\mathrm{R} \$ 8.1$ million in the 2 Q 14 to $\mathrm{R} \$ 3.2$ million in the 2Q15 especially due to the reduction of variable commercial expenses such as freight and commissions due to lower Net Revenue in the period, as well as due to reduction of fines with customers, primarily in the Services Segment in the 2 Q 15 in the amount of R\$ 2.3 million.

Compared to the 1 Q 15 , the Sales Expenses in the Products Segment decreased $47.9 \%$ in the 2 Q 15 (from R\$ 2.9 million in the 1 Q 15 to $\mathrm{R} \$ 1.5$ million in the 2 Q 15 ) especially due to decrease in commissions expenses and fines with customers in the amount of $\mathrm{R} \$ 1.2$ million. In the Services Segment, the Sales Expenses increased $4.8 \%$ in the 2Q15 compared to the 1Q15 primarily due to the increase in fines with customers recorded in the period, in the amount of $\mathrm{R} \$ 0.5$ million. Thereby, in the first semester of the year, the Sales Expenses reduced $44.5 \%$, from $\mathrm{R} \$ 13.7$ million in the 1 S 14 to $\mathrm{R} \$ 7.6$ million in the 1 S 15 .

The Administrative Expenses decreased $22.5 \%$ in the 2 Q 15 compared to the 2 Q 14 and $8.5 \%$ to the 1 Q 15 , from $\mathrm{R} \$ 15.1$ million in the 2 Q 14 and from $\mathrm{R} \$ 12.7$ million in the 1 Q 15 to $\mathrm{R} \$ 11.7$ million in the 2 Q 15 , having as main reduction factors the decrease in payroll expenses and consulting and advisory services as part of Company's restructuring process. Thus, in the first semester of the year, the Administrative Expenses reduced in the amount of $\mathrm{R} \$ 5.0$ million, it means, $16.1 \%$, from $\mathrm{R} \$ 29.1$ million in the 1 S 14 to $\mathrm{R} \$ 24.4$ million in the 1 S 15 .


Other Operating (Revenues) and Expenses

| Other Expenses (Income) (R\$ thd) | 2 Q 14 | 2 Q 15 | Chg. \% | $1 \mathrm{Q15}$ | 2Q15 | Chg. \% | 1S14 | 1S15 | Chg. \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Products | 4,149 | 71,002 | 1611.3\% | 6,806 | 71,002 | 943.2\% | 3,697 | 77,808 | 2004.6\% |
| Services | 12,491 | 18,950 | 51.7\% | 1,190 | 18,950 | 1492.4\% | 73,508 | 20,140 | -72.6\% |
| Total | 16,640 | 89,952 | 440.6\% | 7,996 | 89,952 | 1025.0\% | 77,205 | 97,948 | 26.9\% |

The Other Operating Expenses increased from R\$ 16.6 million in the 2Q14 to R\$ 89.9 million in the 2Q15 especially due to the record of $\mathrm{R} \$ 60.0$ million of loss by the non-recoverability of goodwill of Cordoaria São Leopoldo unit, as well as the increase of $\mathrm{R} \$ 20.5$ million in provision for loss of lawsuit, $\mathrm{R} \$ 1.4$ million in provision for losses on inventory obsolescence and $\mathrm{R} \$ 8.0$ million in cost of idle production, reduced by non-occurrence in the 2 Q 15 of expenses for contractual fines $(\mathrm{R} \$ 10.6$ million in the 2 Q 14 ) and losses on disposal of fixed assets ( $\mathrm{R} \$ 2.9$ million in the 2Q14).

Comparing the 2 Q 15 with the 1 Q 15 , the Other Operating Expenses increased $\mathrm{R} \$ 82.0$ million that are primarily related to the record of $\mathrm{R} \$ 60.0$ million of loss by non-recoverability of goodwill in the 2 Q 15 , the increase in provision for loss of lawsuit in the amount of $\mathrm{R} \$ 17.4$ million, provision for losses on inventory obsolescence of $\mathrm{R} \$ 2.1$ million and cost of idle production in the amount of $\mathrm{R} \$ 2.4$ million.

In the first semester of 2015, the Other Operating Expenses presented an increase of $26.9 \%$ and are especially related to the following factors: (i) loss by the non-recoverability of goodwill of R $\$ 60.0$ million; (ii) provision for loss of lawsuit of R\$ 19.3 million; (iii) provision for losses on inventory obsolescence of R\$ 2.1 million; and (iv) cost of idle production of $\mathrm{R} \$ 17.1$ million.


Financial Result

| Financial Result (R\$ thd) | 2Q14 | 2 Q 5 | Chg. \% | 1Q15 | 2 Q 15 | Chg. \% | 1S14 | 1S15 | Chg. \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Interest Income | 179 | 207 | 15.6\% | 199 | 207 | 4.0\% | 371 | 406 | 9.4\% |
| Monetary Variation | 282 | 62 | -78.0\% | 172 | 62 | -64.0\% | 600 | 234 | -61.0\% |
| Interest on Receivables | 294 | 564 | 91.8\% | 304 | 564 | 85.5\% | 592 | 868 | 46.6\% |
| Others | 256 | 459 | 79.3\% | 103 | 459 | 345.6\% | 1,146 | 562 | -51.0\% |
| Financial Revenue* | 1,011 | 1,292 | $\mathbf{2 7 . 8 \%}$ | 778 | 1,292 | $\mathbf{6 6 . 1 \%}$ | 2,709 | 2,070 | -23.6\% |
| Interest Expense | -97,205 | -9,265 | -90.5\% | -6,797 | -9,265 | 36.3\% | -141,102 | -16,062 | -88.6\% |
| Embedded Derivatives - Debentures | -5,321 | - | $\mathrm{n} / \mathrm{a}$ | - | - | $\mathrm{n} / \mathrm{a}$ | 8,624 | - | n/a |
| Provision for Interest on Suppliers | - | -944 | $\mathrm{n} / \mathrm{a}$ | -567 | -944 | 66.5\% | - | -1,511 | n/a |
| Expenses Securities Brokerage (Shares and Bonus) | -853 | - | $\mathrm{n} / \mathrm{a}$ | - | - | $\mathrm{n} / \mathrm{a}$ | 853 | - | $\mathrm{n} / \mathrm{a}$ |
| Banking Expenses, Taxes and Others | -3,623 | -2,132 | -41.2\% | -3,356 | -2,132 | -36.5\% | -8,600 | -5,488 | -36.2\% |
| Financial Expense* | -107,002 | -12,341 | -88.5\% | -10,720 | -12,341 | 15.1\% | -159,179 | -23,061 | -85.5\% |
| Net Financial Result* | -105,991 | -11,049 | -89.6\% | -9,942 | -11,049 | 11.1\% | -156,470 | -20,991 | -86.6\% |
| Exchange Variance Revenue | 18,839 | 173,318 | 820.0\% | 151,904 | 173,318 | 14.1\% | 66,551 | 325,222 | 388.7\% |
| Exchange Variance Expense | -341 | -177,531 | 51961.9\% | -179,194 | -177,531 | -0.9\% | -23,957 | -356,725 | 1389.0\% |
| Net Exchange Variance | 18,498 | -4,213 | n/a | -27,290 | -4,213 | -84.6\% | 42,594 | -31,503 | n/a |
| Net Financial Result - Total | -87,493 | -15,262 | -82.6\% | -37,232 | -15,262 | -59.0\% | -113,876 | -52,494 | -53.9\% |

* Excluding Exchange Variance

The Total Financial Income (excluding Exchange Variance) in the 2Q15 reached R\$1.3 million versus $\mathrm{R} \$$ 1.0 million in the 2 Q 14 and $\mathrm{R} \$ 0.8$ million in the 1 Q 15 , an increase of $27.8 \%$ and $66.1 \%$, respectively, primarily due to the increase of interest on receivables. In the first semester of 2015, there was a reduction of $23.6 \%$ of Total Financial Income (excluding Exchange Variance) compared to the 1S14, from R $\$ 2.7$ million in the 1 S 14 to $\mathrm{R} \$ 2.1$ million in the 1 S 15 .

The Total Financial Expense (excluding Exchange Variance) decreased $88.5 \%$ in the 2Q15 compared to the 2 Q14 reaching $\mathrm{R} \$ 12.3$ million versus $\mathrm{R} \$ 107.0$ million in the 2 Q 14 primarily due to the reduction of expenses with interests on financial debts, bonds and debentures, as result of Company's debt decrease finalized in the third quarter 2014. However, compared to the 1Q15, the Total Financial Expense (excluding

Exchange Variance) increased $15.1 \%$, reaching R\$ 12.3 million in the 2Q15 versus $\mathrm{R} \$ 10.7$ million in the 1Q15, especially as result of increase in expenses with interests on debentures and of provision of interest on late payment of securities suppliers.

In the first semester of 2015, the Total Financial Expense (excluding Exchange Variance) reduced $85.5 \%$, reaching R\$ 23.1 million versus $\mathrm{R} \$ 159.2$ million in the 1 S 14 primarily due to the reduction of expenses with interests on financial debts, bonds and debentures, as result of Company's debt decrease finalized in the third quarter 2014 and by non-occurrence of expenses with embedded derivative of debentures in the 1S15.

The Net Exchange Variance in the 2Q15 resulted in expense of $\mathrm{R} \$ 4.2$ million versus expense of $\mathrm{R} \$ 27.3$ million in the 1Q15 and an income of R\$ 18.5 million in the 2Q14 affected by devaluation of $3.3 \%$ in U.S. dollar against Brazilian Real in the 2Q15 versus a valuation of $20.8 \%$ in U.S. dollar in the 1Q15 and a devaluation of $2.7 \%$ in the 2Q14. In the first semester of 2015, the Net Exchange Variance resulted in expense of $\mathrm{R} \$ 31.5$ million versus an income of $\mathrm{R} \$ 42.6$ million in the 1 S 14 affected by valuation of $16.8 \%$ in U.S. dollar against Brazilian Real in the 1S15 versus a devaluation of $6.0 \%$ in U.S. dollar in the 1S14.

The Total Net Financial Result in the 2Q15 resulted in expense and decreased $82.6 \%$ when compared to the 2Q14 due to reduction in expenses with interests and embedded derivative of debentures, and reduced $59.0 \%$ when compared to the 1 Q15 due to decrease in expense of Net Exchange Variance, totaling R $\$ 15.3$ million in the 2Q15 versus $\mathrm{R} \$ 87.5$ million in the 2 Q 14 and $\mathrm{R} \$ 37.2$ million in the 1 Q 15 . Similarly, due to reduction in expenses with interests and embedded derivative of debentures, the Total Net Financial Result in the 1S15 resulted in expense of $\mathrm{R} \$ 52.5$ million versus $\mathrm{R} \$ 113.9$ million in expense in the 1 S 14 , reduction of $53.9 \%$.

Financial Result Breakdown (R\$ thd)

| 778 1,292 |  |  |
| :---: | :---: | :---: |
| Financial Revenue* | Financial Expense* | Net Exchange Variance |
|  |  | -4,213 |
|  | $\begin{aligned} & -10,720-12,341 \end{aligned}$ |  |
| ■ 1Q15 - 2Q15 |  | -27,290 |

## Adjusted EBITDA from Continuing Operations ${ }^{1}$

The Consolidated Adjusted EBITDA from Continuing Operations was negative in R\$ 1.5 million in the 2Q15, versus negative result of $\mathrm{R} \$ 4.8$ million in the 2Q14 and negative of $\mathrm{R} \$ 4.1$ million in the 1Q15. The EBITDA Margin in the 2Q15 was negative of $2.2 \%$ with positive variance of 2.7 and 2.8 percentage points compared to the presented in 2Q14 and in 1Q15, negatives of $4.9 \%$ and of $5.0 \%$, respectively.

| Adjusted EBITDA (R\$ thd) |  | 2Q14 |  | 2 Q 15 | Chg. R\$ | Chg. \% |  | 1Q15 |  | 2 Q 15 | Chg. R\$ | Chg. \% |  | 1S14 | 1S15 | Chg. R\$ | Chg. \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Products |  | 3,152 | - | 5,710 | - 2,558 | 81.2\% |  | 7,869 | - | 5,710 | 2,158 | -27.4\% | - | 3,787 | 13,579 | -9,792 | $\mathbf{2 5 8 . 6 \%}$ |
| Margin |  | -9.7\% |  | -59.0\% |  | -49.3 p.p. |  | -57.4\% |  | -59.0\% |  | -1.6 p.p. |  | -5.6\% | -58.1\% |  | -52.5 p.p. |
| Services | - | 1,693 |  | 4,260 | 5,953 | n/a |  | 3,749 |  | 4,260 | 510 | 13.6\% |  | 4,282 | 8,009 | 3,727 | $\mathbf{8 7 . 0 \%}$ |
| Margin |  | -2.6\% |  | 7.6\% |  | 10.2 p.p. |  | 5.4\% |  | 7.6\% |  | 2.2 p.p. |  | 3.2\% | 6.4\% |  | 3.2 p.p. |
| Total | - | 4,845 | - | 1,451 | 3,394 | -70.1\% | - | 4,119 | - | 1,451 | 2,669 | -64.8\% |  | 495 - | 5,570 | 6,065 | n/a |
| Margin |  | -4.9\% |  | -2.2\% |  | 2.7 p.p. |  | -5.0\% |  | -2.2\% |  | 2.8 p.p. |  | 0.2\% | -3.7\% |  | -3.9 p.p. |
| \% Products |  | 65\% |  | 394\% |  |  |  | 191\% |  | 394\% |  |  |  | -765\% | 244\% |  |  |
| \% Services |  | 35\% |  | -294\% |  |  |  | -91\% |  | -294\% |  |  |  | 865\% | -144\% |  |  |

The decrease of loss of Consolidated Adjusted EBITDA in the 2Q15 was primarily consequence of reduction in sales and administrative expenses resulting from continuous improvements implemented by operational restructuring in the comparative periods 2Q15 versus 2Q14.

| Adjusted Ebitda Reconciliation (R\$ thd) | $\mathbf{1 0 1 5}$ | $\mathbf{2 0 1 5}$ |
| :--- | ---: | ---: |
| Gross Profit | 6,927 | 4,180 |
| SG\&A | $-17,204$ | $-14,829$ |
| Management Compensation | $-1,293$ | $-2,848$ |
| Depreciation and Amortization | 12,392 | 12,581 |
| Operational Revenues/Expenses | $-7,996$ | $-89,952$ |
| Ebitda from Continuing Operations | $\mathbf{- 7 , 1 7 4}$ | $\mathbf{- 9 0 , 8 6 8}$ |
| Provision for Variable Compensation | -21 | 175 |
| Provision for Losses, Impairment and Net Profit/Loss on Disposal of Assets | 934 | 80,457 |
| Fines with Customers | 1,352 | 408 |
| Restructuring Process | $\mathbf{7 8 9}$ | 8,378 |
| Adjusted EBITDA from Continuing Operations | $\mathbf{- 4 , 1 1 9}$ | $\mathbf{- 1 , 4 5 1}$ |

The Consolidated Adjusted EBITDA from Continuing Operations in the 1 S 15 compared to the 1 S 14 decreased from positive $\mathrm{R} \$ 0.5$ million in the 1 S 14 to negative $\mathrm{R} \$ 5.6$ million in the 1 S 15 . The Consolidated Adjusted EBITDA Margin reduced 3.9 percentage points, from $0.2 \%$ in the 1 S 14 to $-3.7 \%$ in the 1 S 15 . This reduction was primarily result of costs of idle production that significantly burdening the first semester of 2015 ( $\mathrm{R} \$ 17.1$ million) compared to the 1S 14 ( $\mathrm{R} \$ 1.9$ million).

[^0]Adjusted EBITDA (R\$ thd)


The cash constraints continue impacting Company's EBITDA, as well as extraordinary expenses due to Company's restructuring process. Below, a reconciliation of Adjusted EBITDA from continuing operations of 2Q15, by Segment:

|  | $2 \mathrm{Q15}$ |  |  |
| :---: | :---: | :---: | :---: |
| Adjusted Ebitda Reconciliation (R\$ thd) | Products | Services | Total |
| Gross Profit | 2,808 | 1,372 | 4,180 |
| SG\&A | -5,099 | -9,730 | -14,829 |
| Management Compensation | -312 | -2,536 | -2,848 |
| Depreciation and Amortization | 2,096 | 10,485 | 12,581 |
| Operational Revenues/Expenses | -71,002 | -18,950 | -89,952 |
| Ebitda from Continuing Operations | -71,509 | -19,359 | -90,868 |
| Provision for Variable Compensation | 0 | 175 | 175 |
| Provision for Losses, Impairment and Net Profit/Loss on Disposal of Assets | 63,323 | 17,133 | 80,457 |
| Fines with Customers | 21 | 428 | 408 |
| Restructuring Process | 2,496 | 5,882 | 8,378 |
| Adjusted EBITDA from Continuing Operations | -5,710 | 4,260 | -1,451 |

Non-recurring expenses that totaled $\mathrm{R} \$ 80.5$ million refers to the record of loss by non-recoverability of goodwill in the amount of $\mathrm{R} \$ 60.0$ million, provision for loss on lawsuit in the amount of $\mathrm{R} \$ 18.4$ million and provision for losses on inventory obsolescence in the amount of $\mathrm{R} \$ 2.1$ million.

## Net Result



The Net Result in the 2Q15 was a loss of R\$ 119.0 million, compared to a loss of $\mathrm{R} \$ 121.8$ million in the 2Q14 and loss of R\$78.8 million in the 1Q15. The main extraordinary events that contributed for that performance in the 2Q15 were: (i) R\$ 60.0 million of loss by non-recoverability of goodwill; (ii) R\$ 26.8 million of provision for loss on lawsuit and restructuring expenses; (iii) $\mathrm{R} \$ 9.7$ million of costs of idle production; (iv) R\$ 2.1 million of provision for losses on inventory obsolescence and (v) R\$ 0.4 million of expenses with provision for fines with customers. Were it not for these extraordinary events, the accumulated result in the 2Q15 would be a loss of $\mathrm{R} \$ 20.0$ million.

The 2Q14 was primarily impacted by recognition of interest and late charges on debentures, perpetual bonds and other financial debts in the amount of R\$ 97.2 million and contractual fines with customers in the amount of R\$ 10.6 million.

In the first semester of 2015, the Consolidated Net Result presented a reduction of $8.8 \%$ in the loss, from $\mathrm{R} \$$ 216.8 million in the 1 S 14 to $\mathrm{R} \$ 197.8$ million in the 1 S 15.

The result of 1S14 was mainly influenced by the recognition of $\mathrm{R} \$ 58.3$ million of fines with customers and of R\$ 141.1 million of interest and late charges on debentures, perpetual bonds and other financial debts, while the result of 1 S 15 was especially impacted by the recognition of $\mathrm{R} \$ 60.0$ million of loss by nonrecoverability of goodwill, $\mathrm{R} \$ 22.0$ million of expenses with the loss of investment in Jefferson's units, $\mathrm{R} \$$ 19.3 million of expenses with litigation and $\mathrm{R} \$ 17.1$ million of costs of idle production.

## Working Capital

| Working Capital (R\$ thd) | 1Q15 | 2Q15 | Chg. \% | Chg. R\$ |
| :--- | ---: | ---: | ---: | ---: |
| Accounts Receivable | 119,012 | 110,755 | $-6.9 \%$ | $-8,257$ |
| Inventories | 66,795 | 62,317 | $-6.7 \%$ | $-4,478$ |
| Accounts Payable | 97,822 | 114,612 | $17.2 \%$ | 16,790 |
| Advances from Clients | 2,267 | 2,727 | $20.3 \%$ | 460 |
| Employed Working Capital | $\mathbf{8 5 , 7 1 8}$ | $\mathbf{5 5 , 7 3 3}$ | $\mathbf{- 3 5 . 0 \%}$ | $\mathbf{- 2 9 , 9 8 5}$ |
| Employed Working Capital Variance | 1,863 | - | 29,985 |  |
| \% Working Capital/Net Revenues* | $23.4 \%$ | $16.7 \%$ |  |  |

*LTM: last 12 months

The rate of Working Capital Needs upon accumulated Net Revenue (12 months) in the 2Q15 reached 16.7\%, a reduction of 6.7 percentage points when compared to the rate of 1 Q15.

Working Capital (R\$ thd)


Net Revenue vs. Working Capital (R\$ thd)


The decrease of $\mathrm{R} \$ 30.0$ million in Employed Working Capital in the 2Q15 compared to the 1 Q 15 is primarily result of the increase in amounts payable in foreign currency that were impacted by the effect of exchange variance in the Oilfield Services Brazil division.

## Cash and Cash Equivalents

The consolidated position in Company's Cash and Cash Equivalents in the 2 Q 15 reached $\mathrm{R} \$ 8.1$ million, increase of R\$ 0.9 million, or $12.4 \%$, compared to the 1 Q 15 .

## Cash and Cash Equivalents Balances (R\$ thd)



The difficulty in obtaining resources for investments and raw material acquisition limits of an important way the capability of operating cash flow of Lupatech S/A - In Judicial Recovery, reflecting in a lower capacity of industrial units and lower capacity of provide services, having as consequence the higher delivery of Backlog.

## Debt

Company's Gross Debt ended the quarter in R\$ 432.4 million, $0.2 \%$ lower than reported in the 1 Q 15.

| Debt (R\$ thd) | 1015 | $\mathbf{2 Q 1 5}$ | Chg. \% | Chg. R\$ |
| :--- | ---: | ---: | ---: | ---: |
| Short Term | $\mathbf{1 2 7 , 2 1 9}$ | $\mathbf{3 7 4 , 8 3 4}$ | $\mathbf{1 9 4 . 6 \%}$ | $\mathbf{2 4 7 , 6 1 5}$ |
| Financing Lines | 127,219 | 148,682 | $16.9 \%$ | 21,463 |
| Debentures | - | 74,439 | $\mathrm{n} / \mathrm{a}$ | 74,439 |
| Bonds | - | 151,713 | $\mathrm{n} / \mathrm{a}$ | 151,713 |
| Long Term | $\mathbf{3 0 6 , 2 2 6}$ | $\mathbf{5 7 , 5 3 9}$ | $\mathbf{- 8 1 . 2 \%}$ | $\mathbf{2 4 8 , 6 8 7}$ |
| Financing Lines | 78,269 | 57,539 | $-26.5 \%-$ | 20,730 |
| Debentures | 72,254 | - | $\mathrm{n} / \mathrm{a}-$ | 72,254 |
| Bonds | 155,703 | - | $\mathrm{n} / \mathrm{a}$ | 155,703 |
| Total Debt | $\mathbf{4 3 3 , 4 4 5}$ | $\mathbf{4 3 2 , 3 7 3}$ | $\mathbf{- 0 . 2 \%}$ | $\mathbf{1 , 0 7 2}$ |
| Cash and Cash Equivalents | 7,225 | 8,124 | $\mathbf{1 2 . 4 \%}$ | 899 |
| Net Debt | $\mathbf{4 2 6 , 2 2 0}$ | $\mathbf{4 2 4 , 2 4 9}$ | $\mathbf{- 0 . 5 \%}$ | $\mathbf{1 , 9 7 1}$ |

This reduction is primarily consequence of Exchange Variance on the Bonds due to devaluation of $3.3 \%$ in U.S. dollar against Brazilian Real in the 2Q15.

Combined Cash and Cash Equivalents, the Company's Net Debt ended the quarter in R\$ 424.2 million, a decrease of $0.5 \%$ against the amount in the 1 Q 15 .

Debt Breakdown (R\$ million)


## Investment Balances

Company's Investment Balances in the quarter totaled R\$593.9 million, a decrease of $10.4 \%$ compared to the $\mathrm{R} \$ 663.2$ million presented in the 1 Q 15 .

| Investments (R\$ thd) | 1Q15 | 2Q15 | Chg. \% | Chg. R\$ |
| :--- | ---: | ---: | ---: | ---: |
| Investments in Affiliates and Others | 15,960 | 15,960 | $0.0 \%$ | 0 |
| Net Fixed Assets | 465,422 | 456,980 | $-1.8 \%$ | $-8,442$ |
| Intangible | 181,845 | 121,015 | $-33.5 \%$ | $-60,830$ |
| Total | $\mathbf{6 6 3 , 2 2 7}$ | $\mathbf{5 9 3 , 9 5 5}$ | $\mathbf{- 1 0 . 4 \%}$ | $\mathbf{- 6 9 , 2 7 2}$ |

The Intangible, with decrease of $\mathrm{R} \$ 60.8$ million, is the main responsible for $87.8 \%$ of total Investments reduction, especially due to the recognition of $\mathrm{R} \$ 60.0$ million of loss by non-recoverability of goodwill.

## Investment Balances (R\$ thd)



Capex was R\$ 2.0 million in the 2Q15 invested, in principal, in the Services Segment units. Capex has been applied in investments needed to improve production efficiency and execute Company's Backlog, however the amount applied is still significantly lower than that required.

As approved by the Board of Directors meeting held on March 31, 2015 and ratified at the Extraordinary General Meeting on May 15, 2015, it was performed the reverse split of all the Company's common shares at the ratio of $500: 1$. The reverse stock split became effective from the trading day of June 18,2015 , after the lapse of 30 days for shareholders to adjust their shareholding positions in multiple lots of 500 shares through trading on BM\&FBOVESPA, in order to remain integrating to the corporate structure of the Company with, at least, one share.

They were carried out successive auctions on the BM\&FBOVESPA in order to dispose of all the leftovers formed by the set of fractional shares resulting from the reverse split, represented by 1,361 common shares. The total sale of lots took place on August 10 and the net proceeds from the sale of shares was credited proportionately to the holders of the fractions on August 11, 2015, as detailed in the Notice to Shareholders published by the Company on August 10, 2015.

The reverse stock split did not result in modification of the total amount of capital or rights conferred by the Company's common shares to their holders.

## Attachment I - Consolidated Income Statement (R\$ thd)

|  |  |  |  |
| :--- | ---: | ---: | ---: |
|  | $\mathbf{1 Q 1 5}$ | $\mathbf{2 Q 1 5}$ | \% Change |
| Net Sales of Goods and Services |  |  |  |
| Cost of Goods and Services Sold | 83,213 | 65,934 | $-21 \%$ |
| Gross Profit | $(76,286)$ | $(61,754)$ | $-19 \%$ |
| Operating Revenues/Expenses | 6,927 | 4,180 | $-40 \%$ |
| Sales | $(26,493)$ | $(108,000)$ | $308 \%$ |
| General and Administrative | $(4,458)$ | $(3,161)$ | $-29 \%$ |
| Management Compensation | $(12,746)$ | $(11,668)$ | $-8 \%$ |
| Equity Pick-up | $(1,293)$ | $(2,848)$ | $120 \%$ |
| Other Operation Income (Expenses) | - | $(371)$ | $\mathrm{n} / \mathrm{a}$ |
| Net Financial Result | $(7,996)$ | $(89,952)$ | $1025 \%$ |
| Financial Income | $(37,232)$ | $(15,262)$ | $-59 \%$ |
| Financial Expenses | 778 | 1,292 | $66 \%$ |
| Net Exchange Variance | $(10,720)$ | $(12,341)$ | $15 \%$ |
| Earnings Before Income Tax and Social Contribution | $(27,290)$ | $(4,213)$ | $-85 \%$ |
| Income Tax and Social Contribution - Current | $(56,798)$ | $(119,082)$ | $110 \%$ |
| Income Tax and Social Contribution - Deferred | $(612)$ | $(612)$ | $0 \%$ |
| Loss from Discontinued Operations | 689 | 601 | $-13 \%$ |
| Net Loss for the Period | $(22,054)$ | 91 | $\mathrm{n} / \mathrm{a}$ |
|  | $(78,775)$ | $(119,002)$ | $51 \%$ |


|  |  |  |  |
| :--- | ---: | ---: | ---: |
|  | $\mathbf{1 Q 1 5}$ | $\mathbf{2 Q 1 5}$ | \% Change |
|  |  |  |  |
| Adjusted EBITDA from Continuing Operations | $(4,119)$ | $(1,451)$ | $-65 \%$ |
| Provision for Variable Remuneration | 21 | $(175)$ | $\mathrm{n} / \mathrm{a}$ |
| Reestructuring Process | $(789)$ | $(8,378)$ | $961 \%$ |
| Provision for Losses, Impairment and Net Result on Disposal of Assets | $(934)$ | $(80,457)$ | $8512 \%$ |
| Fines with Costumers | $(1,352)$ | $(408)$ | $-70 \%$ |
| EBITDA from Continuing Operations | $(7,174)$ | $(90,868)$ | $1167 \%$ |
| Depreciation and Amortization | $(12,392)$ | $(12,581)$ | $2 \%$ |
| Equity Pick-up Result | - | $(371)$ | $\mathrm{n} / \mathrm{a}$ |
| Net Financial Result | $(37,232)$ | $(15,262)$ | $-59 \%$ |
| Income Tax and Social Contribution - Current and Deferred | 77 | $(11)$ | $\mathrm{n} / \mathrm{a}$ |
| Result from Discontinued Operations | $(22,054)$ | 91 | $\mathrm{n} / \mathrm{a}$ |
| Net Loss from Continuing and Discontinued Operations | $(78,775)$ | $(119,002)$ | $51 \%$ |

## Attachment III - Consolidated Balance Sheet (R\$ thd)

|  | 1Q15 | $2 \mathrm{Q15}$ | \% Change |
| :---: | :---: | :---: | :---: |
| Total Asset | 1,025,222 | 938,013 | -9\% |
| Current Assets | 256,388 | 244,418 | -5\% |
| Cash and Cash Equivalents | 4,282 | 6,785 | 58\% |
| Securities-restricted | 2,943 | 1,339 | -55\% |
| Accounts Receivable | 119,012 | 110,755 | -7\% |
| Inventories | 66,795 | 62,317 | -7\% |
| Recoverable Taxes | 27,170 | 27,369 | 1\% |
| Other Accounts Receivable | 6,119 | 9,368 | 53\% |
| Antecipated Expenses | 7,784 | 5,976 | -23\% |
| Advances to Suppliers | 22,283 | 20,509 | -8\% |
| Non-Current Assets | 768,834 | 693,595 | -10\% |
| Securities | 4,500 | 5,596 | 24\% |
| Judicial Deposits | 25,204 | 22,123 | -12\% |
| Recoverable Taxes | 46,635 | 42,842 | -8\% |
| Deferred Income Tax and Social Contribution | 1,062 | 1,023 | -4\% |
| Other Accounts Receivable | 28,206 | 28,056 | -1\% |
| Investments | 15,960 | 15,960 | 0\% |
| Fixed Assets | 465,422 | 456,980 | -2\% |
| Intangible | 181,845 | 121,015 | -33\% |
| Total Liabilities and Shareholders 'Equity | 1,025,222 | 938,013 | -9\% |
| Current Liabilities | 370,280 | 647,065 | 75\% |
| Accounts Payable | 97,822 | 114,612 | 17\% |
| Loans and Financings | 127,219 | 148,682 | 17\% |
| Debentures | - | 74,439 | $\mathrm{n} / \mathrm{a}$ |
| Bonds | - | 151,713 | n/a |
| Salaries, Provisions and Social Contribution | 30,932 | 35,127 | 14\% |
| Commissions Payable | 3,319 | 3,568 | 8\% |
| Taxes Payable | 55,297 | 58,805 | 6\% |
| Advances from Clients | 2,267 | 2,727 | 20\% |
| Participations in the Result | - | 340 | n/a |
| Other Obligations | 25,490 | 27,801 | 9\% |
| Provision Contractual Fines | 27,934 | 29,251 | 5\% |
| Non-Current Liabilities | 582,939 | 346,958 | -40\% |
| Loans and Financings | 78,269 | 57,539 | -26\% |
| Debentures | 72,254 | - | n/a |
| Bonds | 155,703 | - | -100\% |
| Taxes Payable | 5,629 | 5,419 | -4\% |
| Deferred Income Tax and Social Contribution | 33,179 | 32,578 | -2\% |
| Povision for Taxes, Labor and Civil Risks | 109,223 | 126,742 | 16\% |
| Other Obligations | 7,570 | 7,222 | -5\% |
| Provision Contractual Fines | 101,320 | 96,446 | -5\% |
| Provision for Negative Equity in Subsidiaries | 19,792 | 21,012 | 6\% |
| Shareholders Equity | 72,003 | $(56,010)$ | -178\% |
| Capital Stock | 1,853,684 | 1,853,684 | 0\% |
| Capital Transaction Reserve | 136,183 | 136,183 | 0\% |
| Stock Options | 13,549 | 13,549 | 0\% |
| Equity Evaluation Adjustment | 47,301 | 38,290 | -19\% |
| Accrued Losses | $(1,978,714)$ | $(2,097,716)$ | 6\% |

## Attachment IV - Consolidated Cash Flow (R\$ thd)

|  | 1Q15 | 2 Q15 | \% Change |
| :---: | :---: | :---: | :---: |
| Cash Flow from Operating Activities |  |  |  |
| Net Result for the Period | $(78,775)$ | $(119,002)$ | 51\% |
| Adjustment: |  |  |  |
| Depreciation of Fixed Assets | 12,418 | 12,582 | 1\% |
| Provision for losses by non-recoverability of assets | - | 60,000 | $\mathrm{n} / \mathrm{a}$ |
| Equity Pick-Up Result | - | 371 | n/a |
| Result on Sale of Fixed Assets | (331) | (65) | -80\% |
| Loss (Gain) on Disposal of Investments | 21,879 | (91) | n/a |
| Financial Charges and Exchange Variation on Financing and Debentures | 33,584 | 12,707 | -62\% |
| Income Tax and Social Contribution - Deferred | (531) | 689 | n/a |
| Losses on Inventory Obsolescence | 2 | 2,105 | 105150\% |
| Provision of Contractual Fines | 1,352 | 408 | -70\% |
| Allowance for Doubtful Accounts | 733 | 852 | 16\% |
| Changes in Assets \& Liabilities |  |  |  |
| (Increase) Decrease in Accounts Receivable | 5,657 | 2,099 | n/a |
| (Increase) Decrease in Inventories | 3,532 | 2,175 | -38\% |
| (Increase) Decrease in Recoverable Taxes | (882) | 1,772 | n/a |
| (Increase) Decrease in Other Assets | $(4,914)$ | 8,952 | n/a |
| (Increase) Decrease in Accounts Payable | 1,574 | 10,346 | 557\% |
| (Increase) Decrease in Taxes Payable | (372) | 3,004 | n/a |
| (Increase) Decrease in Others Accounts Payable | (25) | 9,055 | n/a |
| Net Cash Generated (Invested) in Operating Activities | $(5,099)$ | 7,959 | n/a |
| Cash Flow from Investment Activities |  |  |  |
| Securities - Restricted Account | 27 | 715 | 2548\% |
| Disposal of Discontinued Operations | 11,922 | - | n/a |
| Proceeds from Sales of Fixed Assets | 1,703 | 68 | -96\% |
| Aquisition of Fixed Assets | $(2,257)$ | (812) | -64\% |
| Aquisition of Intangible | (635) | (573) | -10\% |
| Net Cash Generated (Invested) in Investment Activities | 10,760 | (602) | n/a |
| Cash Flow from Financing Activities |  |  |  |
| Loans and Financings Contracted | 54,094 | 46,322 | -14\% |
| Loans and Financings Paid | $(56,458)$ | $(49,761)$ | -12\% |
| Interests on Loans and Financings Paid | $(2,598)$ | $(1,414)$ | -46\% |
| Net Cash Generated (Invested) in Financing Activities | $(4,962)$ | $(4,853)$ | -2\% |
| Effects of Exchange Variation over Cash and Cash Equivalents of Subsidiaries Abroad | 2 | (1) | $\mathrm{n} / \mathrm{a}$ |
| Net Increase (Decrease) in Cash and Cash Equivalents | 701 | 2,503 | 257\% |
| At the Beginning of the Period | 3,581 | 4,282 | 20\% |
| At the End of the Period | 4,282 | 6,785 | 58\% |

Lupatech S/A - In Judicial Recovery is one of the main Brazilian suppliers of products and services with high value added with focus in the oil and gas sector. Our businesses are organized in two Segments: Products and Services. The Products Segment offers mainly to the oil and gas sector, anchoring ropes for production platforms, valves and equipment for well completion, and significant participation in company of compressors segment for natural vehicular gas. The Services Segment offers services as workover, well intervention, coating and inspection of pipes.


[^0]:    ${ }^{1}$ EBITDA from continuing operations is calculated as the net income (loss) before income tax and social contribution, financial income (expense), Equity Pick-up Result and depreciation and amortization. The Adjusted EBITDA from continuing operations reflects the EBITDA from continuing operations, adjusted to exclude the expenses with employees and management participation in the profits and results, provisions for inventory losses, net result on sold assets, provisions for lawsuits, provisions for fines with customers and expenses related to the Company's restructuring process. EBITDA is not a measure used in Brazilian accounting practices and does not represent cash flow for the periods under review. It should not be considered as an alternative for net income, as an indicator of operational performance or as an alternative for cash flow in the form of an indicator of liquidity. EBITDA does not have a standardized meaning and the Company's definition of EBITDA may not be comparable with the EBITDA or adjusted EBITDA of other companies. While in accordance with accounting practices used in Brazil EBITDA does not provide a measure of operational cash flow, management uses it to measure operational performance. In addition, the Company understands that certain investors and financial analysts use EBITDA as an indicator of the operational performance of a company and/or its cash flow. The EBITDA reconciliation as calculated by the Company can be found in Attachment II of this report.

