

(A free translation of the original in Portuguese)

MLog S.A.
Quarterly Information (ITR) at
September 30, 2022
and report on review of
quarterly information



(A free translation of the original in Portuguese)

Report on review of quarterly information

To the Board of Directors and Shareholders
MLog S.A.

Introduction

We have reviewed the accompanying parent company and consolidated interim accounting information of MLog S.A. ("MLog" or "Company"), included in the Quarterly Information Form (ITR) for the quarter ended September 30, 2022, comprising the balance sheet at that date and the statements of profit (loss) and comprehensive income for the quarter and nine-month period then ended, and the statements of changes in equity and cash flows for the nine-month period then ended, and explanatory notes.

Management is responsible for the preparation of the parent company and consolidated interim accounting information in accordance with the accounting standard CPC 21 - "Interim Financial Reporting", of the Brazilian Accounting Pronouncements Committee (CPC) and International Accounting Standard (IAS) 34 - "Interim Financial Reporting" issued by the International Accounting Standards Board (IASB), as well as the presentation of this information in accordance with the standards issued by the Brazilian Securities Commission (CVM), applicable to the preparation of the Quarterly Information (ITR). Our responsibility is to express a conclusion on this interim accounting information based on our review.

Scope of review

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

Basis for Qualified Conclusion

As mentioned in Note 1 to the parent company and consolidated interim financial information, on July 16, 2019, through the execution of a Private Termination Instrument, the Company canceled the obligations it had assumed on the acquisition of Mineração Marsil Eireli Ltda. ("Marsil") on April 25, 2018. As a result of the cancellation, (i) Bocaiuva Participações SA ("Bocaiuva"), former owner of Marsil, no longer holds an indirect equity interest in the Company, (ii) the Company transferred all of Marsil's quotas to Bocaiuva and (iii) Maverick Holding SA ("Maverick Holding"), controlling shareholder of MLog SA, assumed the obligation to pay the Company R\$ 50,000 thousand, corresponding to the transfer amount from Marsil, within 30 days, with interest. Following the cancellation, the Company initially recognized an asset for its right to receive the amount from its shareholder Maverick Holding, index-adjusted based on the General Price and Market Index (IGP-M)



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plus interest of 12% per annum, which is consistent with its bylaws for cases of late payment of capital subscriptions, since the Private Instrument of Termination does not specify the criteria for accruals. In July 2020, the Company filed a lawsuit to collect this amount from its controlling shareholder and awaits a final ruling. During the quarter ended March 31, 2022, the Company reviewed the status of the transaction and (i) reclassified the original amount receivable from its shareholder Maverick Holding to an account offsetting its shareholders' equity and (ii) recorded a provision for losses on realization of the indexation/interest accrual.

We have concluded that the recognition of an asset for the right to receive the R\$ 50,000 thousand from Maverick Holding does not adequately reflect the essence of the transaction. The claim against Maverick Holding should have been accounted for as a reduction in the Company's shareholders' equity being a return of capital to the owners. As to the indexation/interest accruals, which totaled R\$ 67,967 thousand on September 30, 2022, uncertainties arise because (i) the charges are not clearly defined in the Private Instrument of Termination and (ii) there is no final judicial ruling on the collection suit, indicating that an impairment provision should have been recorded for the entire balance in the accounting periods prior to 2021. Accordingly, the adjustments made by the Company in the quarter ended March 31, 2022 were not appropriate as these should have been carried out by restating the opening balances for the first period presented, without affecting the results for the quarters presented.

Consequently, the loss for the nine-month period ended September 30, 2022 (parent company and consolidated) is overstated by R\$ 48,359 thousand [three and nine months ended September 30, 2021 - net income overstated by R\$ 3,374 thousand and R\$ 20,795 thousand, respectively (parent company and consolidated)] and the comparative related party balances, in non-current assets, and shareholders' equity as of December 31, 2021 are overstated by R\$ 98,359 thousand (parent company and consolidated).

Conclusion on the interim information

Based on our review, except for the effects of the matter described in the section "Basis for Qualified Conclusion", nothing has come to our attention that causes us to believe that the accompanying parent company and consolidated interim accounting information included in the quarterly information referred to above has not been prepared, in all material respects, in accordance with CPC 21 and IAS 34 applicable to the preparation of the Quarterly Information, and presented in accordance with the standards issued by the CVM.

Significant uncertainty as to going concern

Note 2.3 to the individual and consolidated interim financial information discloses that the Company and its subsidiaries' current liabilities exceed its current assets at September 30, 2022 by R\$ 142,761 thousand in the parent company and R\$ 160,375 thousand in the consolidated. Additionally, both the parent company and consolidated present an accumulated deficit at that date of R\$ 432,440 thousand. This situation, among the matters described in Note 2.3, indicate the existence of a significant uncertainty as to the Company's and its subsidiaries' ability to operate as going concern in the foreseeable future. Our conclusion is not qualified with respect to this matter.

Other matters

Statements of value added

The quarterly information referred to above includes the parent company and consolidated statements of value added for the nine-month period ended September 30, 2022. These statements are the responsibility of the Company's management and are presented as supplementary information




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under IAS 34. These statements have been subjected to review procedures performed together with the review of the quarterly information for the purpose of concluding whether they are reconciled with the interim accounting information and accounting records, as applicable, and if their form and content are in accordance with the criteria defined in the accounting standard CPC 09 - "Statement of Value Added". Based on our review, nothing has come to our attention that causes us to believe that these statements of value added have not been properly prepared, in all material respects, in accordance with the criteria established in this accounting standard, and consistent with the parent company and consolidated interim accounting information taken as a whole.

Audit and review of comparative balances

The Quarterly Information (ITR) includes accounting information for the result of operations, changes in equity, cash flows and value added for the quarter ended September 30, 2021, which was extracted from the Quarterly Information (ITR) for that quarter as well as the balance sheets at December 31, 2021, which were derived from the annual financial statements to December 31, 2021, presented for comparison purposes. The review of the Quarterly Information (ITR) at September 30, 2021 and the audit of the December 31, 2021 annual financial statements were conducted by other independent auditors, who issued an unmodified review report dated November 12, 2021 and a qualified audit opinion on June 7, 2022 addressing the shareholder receivable matter addressed in the "Basis for Qualified Conclusion" section above.

Rio de Janeiro, December 15, 2022


PricewaterhouseCoopers
Auditores Independentes Ltda.
CRC 2SP000160/O-5

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Anibal Manoel Gonçalves de Oliveira
Signed By: ANIBAL MANOEL GONCALVES DE OLIVEIRA-85193950744
CPF: 85193950744
Signing Time: 25 de março de 2023 | 17:39 BRT


Anibal Manoel Gonçalves de Oliveira
Contador CRC 1RJ056588/O-4

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Balance sheets

(In thousands of Brazilian Reals – R\$)

(A free translation of the original in Portuguese)

	Note	Parent company		Consolidated	
		2022	2021	2022	2021
Assets					
Current assets					
Cash and cash equivalents	4	47	18	11,426	1,410
AFRMM deposits in escrow account	5	-	-	1	-
Trade accounts receivable	6	3,168	6,287	31,780	20,326
Advances to suppliers		783	832	4,193	3,481
AFRMM to be released	5	-	-	12,200	9,726
Inventories		-	-	546	368
Recoverable income tax and social contribution	7	936	1,313	11,134	3,529
Other recoverable taxes	7	-	-	1,665	1,036
Prepaid expenses		126	277	742	986
Other receivables		32	30	1,330	3,015
Total current assets		5,092	8,757	75,007	43,877
Non-current assets					
Advances for future capital increase	8	3,179	401	-	-
Judicial deposits		25	25	260	89
Related parties	13	2,155	99,271	1,481	99,671
Judicial blocks		1	1	1	103
Customer contractual retentions		-	-	3,066	-
Other recoverable taxes	7	-	-	5,651	5,512
Other accounts receivable		-	-	165	-
Deferred taxes		-	-	169	170
Rights in the business transaction	16	6,516	-	78	933
Investments	8	916,026	918,180	-	-
Property, plant and equipment	9	119,126	127,320	284,458	298,837
Right of use leased assets	10	-	-	20,646	25,511
Intangible assets	11	147	-	812,161	810,306
Total non-current assets		1,047,175	1,145,198	1,128,146	1,241,132
Total assets		1,052,267	1,153,955	1,203,153	1,285,009

The explanatory notes are an integral part of the financial information.

MLog S.A.

Balance sheets

(In thousands of Brazilian Reais – R\$)

(A free translation of the original in Portuguese)

	Note	Parent company		Consolidated	
		2022	2021	2022	2021
Liabilities					
Current liabilities					
Trade accounts payable	14	362	436	40,550	16,874
Loans and financing	15	54,014	42,175	67,721	47,434
Salaries and related taxes		545	320	11,725	5,415
Leases payable	10	-	-	14,759	10,662
Advances from customers		-	-	39	-
Related parties	13	41,563	39,579	41,563	39,579
Income tax and social contribution payable		728	319	7,505	2,081
Other taxes payable		2,081	1,599	10,660	5,552
Deferred taxes		468	888	468	888
Provisions	19	1,033	1,033	2,766	2,675
Payables for acquisition of investments	16	14,339	11,627	14,339	11,627
Payables for court settlements	19	19,034	-	19,034	-
Other		13,686	6,616	4,253	3,378
Total current liabilities		147,853	104,592	235,382	146,165
Non-current liabilities					
Trade accounts payable	14	-	-	163	-
Loans and financing	15	-	23,780	9,292	32,194
Leases payable	10	-	-	9,728	15,354
Related parties	13	161,505	133,561	241	11,253
Other taxes payable		1,695	-	10,663	-
Miscellaneous advances		-	-	538	-
Deferred taxes		4,931	4,864	4,931	4,864
Provision for negative equity	8	1,646	1,643	-	-
Unearned government subsidies - AFRMM	5	-	-	187,766	181,411
Payables for acquisition of investments	16	46,377	58,885	46,377	58,885
Provisions	19	3,360	3,239	6,092	5,611
Other non-current liabilities		-	-	5,875	5,875
Total non-current liabilities		219,514	225,972	281,666	315,447
Equity	20				
Capital		1,161,678	1,161,678	1,161,678	1,161,678
Other comprehensive income		5,662	-	5,662	-
Shareholder obligation		(50,000)	-	(50,000)	-
Accumulated deficit		(432,440)	(338,287)	(432,440)	(338,287)
Equity attributable to controlling shareholders		684,900	823,391	684,900	823,391
Non-controlling interests		-	-	1,205	6
Total equity		684,900	823,391	686,105	823,397
Total liabilities and equity		1,052,267	1,153,955	1,203,153	1,285,009

The explanatory notes are an integral part of the financial information.

MLog S.A.**Statements of profit and loss****Nine-month periods ended September 30****(In thousands of Brazilian Reals – R\$, except per share)** (A free translation of the original in Portuguese)

	Note	Parent company		Consolidated	
		2022	2021	2022	2021
Net service revenue	21	21,973	20,364	174,821	71,333
Cost of services	21	(23,100)	(6,225)	(175,716)	(69,064)
Gross profit		(1,127)	14,139	(895)	2,269
Operating expenses					
Personnel	27	(5,251)	(4,859)	(14,309)	(12,653)
Services rendered		(2,539)	(2,690)	(3,361)	(3,249)
General and administrative		(1,198)	(913)	(4,921)	(3,769)
Depreciation and amortization		(107)	(73)	(309)	(298)
Taxes		(68)	(1,252)	(1,393)	(1,778)
Other operating income (expenses)					
Share of loss of subsidiaries	8	(9,777)	(16,675)	-	-
Government subsidies - AFRMM	5	-	-	10,517	8,999
Other operating income (expenses)	28	(63,813)	25,236	(65,054)	22,883
		(82,753)	(1,226)	(78,830)	10,135
Operating profit (loss) before financial income (expenses)		(83,880)	12,913	(79,725)	12,404
Financial income (expenses)					
Financial income	22	4,368	20,954	5,461	21,150
Financial expenses	23	(14,994)	(16,353)	(22,756)	(17,342)
		(10,626)	4,601	(17,295)	3,808
Profit (loss) before income tax and social contribution		(94,506)	17,514	(97,020)	16,212
Income tax and social contribution					
Current		-	(2,016)	(3,163)	(2,041)
Deferred		353	(5,677)	353	(4,350)
Profit (loss) for nine-month period		(94,153)	9,821	(99,830)	9,821
Profit (loss) attributable to:					
Controlling shareholders				(94,153)	9,821
Non-controlling shareholders				(5,677)	-
				(99,830)	9,821
Profit (loss) per share (basic and diluted)	20	(32.47)	3.39		

The explanatory notes are an integral part of the financial information.

MLog S.A.**Statements of profit and loss****Three-month periods ended September 30****(In thousands of Brazilian Reals – R\$, except per share)****(A free translation of the original in Portuguese)**

	Parent company		Consolidated	
	2022	2021	2022	2021
	Note			
Net service revenue	7,598	7,367	63,597	23,029
Cost of services	(4,539)	(2,087)	(61,168)	(25,890)
Gross profit	3,059	5,280	2,429	(2,861)
Operating expenses				
Personnel	(1,933)	(1,902)	(5,051)	(4,693)
Services rendered	(787)	(810)	(1,182)	(917)
General and administrative	(435)	(210)	(1,900)	(1,199)
Depreciation and amortization	(54)	(25)	(103)	(102)
Taxes	(21)	(407)	(191)	(700)
Other operating income (expenses)				
Share of loss of subsidiaries	(3,698)	(11,353)	-	-
Government subsidies - AFRMM	-	-	3,475	2,957
Other operating income (expenses)	1,816	23,320	805	21,995
	(5,112)	8,613	(4,147)	17,341
Operating profit (loss) before financial income (expenses)	(2,053)	13,893	(1,718)	14,480
Financial income (expenses)				
Financial income	182	518	134	373
Financial expenses	(8,242)	(8,655)	(11,185)	(9,171)
	(8,060)	(8,137)	(11,051)	(8,798)
Profit (loss) before income tax and social contribution	(10,113)	5,756	(12,769)	5,682
Income tax and social contribution				
Current	-	1,645	(424)	1,645
Deferred	(21)	(6,425)	(21)	(6,351)
Profit (loss) for the three-month period	(10,134)	976	(13,214)	976
Profit (loss) attributable to:				
Controlling shareholders			(10,134)	976
Non-controlling shareholders			(3,080)	-
			(13,214)	976
Profit (loss) per share (basic and diluted)	20	(3.49)	0.34	

The explanatory notes are an integral part of the financial information.

MLog S.A.**Statements of comprehensive income****Nine-month periods ended September, 30 2022 and 2021***(In thousands of Brazilian Reais)**(A free translation of the original in Portuguese)*

	Parent company		Consolidated	
	2022	2021	2022	2021
Profit (loss) for the nine-month period	(94,153)	9,821	(99,830)	9,821
Other comprehensive income	5,662	-	5,662	-
Comprehensive income (loss) for the nine-month period	(88,491)	9,821	(94,168)	9,821
Comprehensive income (loss) attributable to:			(88,491)	9,821
Controlling shareholders			(5,677)	-
Non-controlling shareholders			(94,168)	9,821

Three-month periods ended September, 30*(In thousands of Brazilian Reais – R\$, unless otherwise stated)*

	Parent company		Consolidated	
	2022	2021	2022	2021
Profit (loss) for the three-month period	(10,134)	976	(13,214)	976
Comprehensive income (loss) for the three-month period	(10,134)	976	(13,214)	976
Comprehensive income (loss) attributable to:			(10,134)	976
Controlling shareholders			(3,080)	-
Non-controlling shareholders			(13,214)	976

The explanatory notes are an integral part of the financial information.

MLog S.A.

Statements of changes in equity Nine-month periods ended September 30, 2022 and 2021 (In thousands of Brazilian Reais – R\$)

(A free translation of the original in Portuguese)

	Capital				Other comprehensive income	Shareholder obligation	Accumulated deficit	Non controlling interests	Total
	Subscribed	Unpaid	Capital reserve	(-) Borrowing costs					
Note	20	20	20	20	20	20			
At December 31, 2020	1,276,193	(85,262)	7,211	(36,464)	-	-	(335,808)	6	825,876
Profit for the nine-month period	-	-	-	-	-	-	9,821	-	9,821
At September 30, 2021	<u>1,276,193</u>	<u>(85,262)</u>	<u>7,211</u>	<u>(36,464)</u>	<u>-</u>	<u>-</u>	<u>(325,987)</u>	<u>6</u>	<u>835,697</u>
At December 31, 2021	1,276,193	(85,262)	7,211	(36,464)	-	-	(338,287)	6	823,397
Comprehensive results	-	-	-	-	5,662	-	-	-	5,662
Loss for the nine-month period	-	-	-	-	-	-	(94,153)	(5,677)	(99,830)
Return of capital	-	-	-	-	-	-	-	6,876	6,876
Controlling shareholder obligation ¹	-	-	-	-	-	(50,000)	-	-	(50,000)
At September 30, 2022	<u>1,276,193</u>	<u>(85,262)</u>	<u>7,211</u>	<u>(36,464)</u>	<u>5,662</u>	<u>(50,000)</u>	<u>(432,440)</u>	<u>1,205</u>	<u>686,105</u>

¹ - Reclassification (Note 1)

The explanatory notes are an integral part of the financial information.

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Statements of cash flows

Nine-month periods ended September 30, 2022 and 2021

(In thousands of Brazilian Reais – R\$)

(A free translation of the original in Portuguese)

	Note	Parent company		Consolidated	
		2022	2021	2022	2021
Cash flows from operating activities					
Profit (loss) for the nine-month period		(94,153)	9,821	(99,830)	9,821
Adjustments to reconcile profit (loss) for the period to cash from operating activities					
Depreciation and amortization	21	9,594	6,298	19,079	16,972
Amortization of chartered ships		-	-	7,248	-
Write-off of property, plant and equipment and intangible assets	9	-	4	295	1,598
Government subsidies - AFRMM	5	-	-	(10,517)	(8,999)
Interest on chartered vessels		-	-	2,428	-
Interest payable		8,261	10,389	8,781	11,781
Interest receivable		-	(20,795)	-	(20,795)
Constitution (reversal) of provisions	28	48,359	-	48,359	-
Interest - related parties		4,203	1,220	2,909	9
Interest paid on bank loans		-	-	-	(1,392)
Contingent consideration adjustment		-	(869)	-	(869)
Provision for AFRMM receivable		-	-	1,676	-
Reversal of provision		(1,154)	-	(1,154)	-
Foreign exchange accruals		(3,209)	3,400	(3,904)	3,476
Share of loss of subsidiaries	8	9,777	16,675	-	-
Debt relief		(2,104)	(26,997)	(2,104)	(26,997)
Deferred taxes		(353)	5,677	(353)	4,350
Changes in assets and liabilities					
Income tax and social contribution paid		-	(1,296)	-	(1,296)
Recoverable income tax, contributions and other taxes		1,154	-	1,139	-
Inventories		377	-	(11,421)	(15)
Prepaid expenses		-	-	(178)	(6)
Other receivables		151	(99)	244	(337)
Trade accounts receivable		(2)	(11)	1,544	2,504
Judicial deposits		3,119	(3,482)	(9,905)	(3,965)
Judicial blocks		-	458	(171)	440
Advances to suppliers		-	2	102	22
AFRMM		49	1,039	(713)	(587)
Trade accounts payable		-	-	-	13,886
Salaries and related taxes		(74)	385	1,355	3,129
Income tax, contributions and other taxes payable		225	306	6,312	3,389
Advances from customers		2,588	2,787	21,229	1,129
Accounts receivable from related parties		-	-	39	-
Other payables		20,904	(189)	32,016	(421)
Provisions		121	2,285	19,916	4,386
Cash and cash equivalent, net generated by (used in) operating activities		7,833	7,008	34,421	11,213
Cash flows from investing activities					
Advances for future capital increase		(2,958)	(3,291)	-	-
Acquisition of property, plant and equipment		(1,155)	(5,093)	(4,956)	(15,469)
Additions to intangible assets		-	-	(2,123)	(2,624)
Cash and cash equivalent, net used in investing activities		(4,113)	(8,384)	(7,079)	(18,093)
Cash flows from financing activities					
Payment of bank loans		(13,856)	(13,295)	(27,735)	(19,212)
Debt amortization from acquisition of investments		(11,873)	(750)	(11,873)	(1,500)
Proceeds from new loans		-	-	22,685	-
Capital increase		-	-	1	-
Loans to related parties		(8,049)	(31,208)	(6,640)	(27,044)
Loans from related parties		30,087	48,551	6,236	43,584
Cash and cash equivalent, net generated by (used in) financing activities		(3,691)	3,298	(17,326)	(4,172)
Increase (decrease) in cash and cash equivalents		29	1,922	10,016	(11,052)
Cash and cash equivalents at the beginning of the period		18	12	1,410	14,848
Cash and cash equivalents at the end of the period		47	1,934	11,426	3,796

The explanatory notes are an integral part of the financial information.

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Statements of value added

Nine-month periods ended September 30, 2022 and 2021

(In thousands of Brazilian Reals – R\$)

(A free translation of the original in Portuguese)

	Note	Parent company		Consolidated	
		2022	2021	2022	2021
Operating income					
Services	21	24,213	22,440	198,470	82,644
Inputs acquired from third parties					
Cost of services		(23,100)	(6,225)	(105,855)	(47,111)
General and administrative expenses		(3,463)	(3,336)	(7,622)	(6,406)
Other income (expenses)					
Government subsidies - AFRMM	5	-	-	10,517	8,999
Other income (expenses)		(63,813)	25,236	(65,054)	22,883
Depreciation and amortization		(107)	(73)	(309)	(298)
Value added received in transfer					
Financial income	22	4,368	20,954	5,461	21,150
Equity Income	8	(9,777)	(16,675)	-	-
Total added value for distribution		(71,679)	42,321	35,608	81,861
Distribution of value added					
Salaries and wages		1,057	952	35,068	15,939
Management fees		2,686	2,455	3,215	2,636
Benefits		615	581	26,991	9,202
Severance Pay Indemnity Fund (FGTS)		74	133	4,171	1,757
		4,432	4,121	69,445	29,534
Taxes					
Federal		2,759	11,752	38,327	19,987
State		-	-	3,802	4,154
Municipal		15	9	404	336
		2,774	11,761	42,533	24,477
Lenders and lessors					
Fees	23	14,994	16,353	22,756	17,342
Leases		274	265	704	687
		15,268	16,618	23,460	18,029
Comprehensive income attributable to:					
Controlling shareholders		(94,153)	9,821	(94,153)	9,821
Non-controlling shareholders		-	-	(5,677)	-
		(71,679)	42,321	35,608	81,861

The explanatory notes are an integral part of the financial information.

(A free translation of the original in Portuguese)

*MLog S.A.
Individual and consolidated financial information
on September 30, 2022*

1 General Information

MLog S.A.'s ("Company") wholly-owned subsidiaries include Morro do Pilar Minerais S.A. ("MOPI"), Companhia de Desenvolvimento do Norte Capixaba ("CDNC"), Dutovias do Brasil S.A. ("Dutovias"), Asgaard Navegação S.A. ("Asgaard"). MLOG also has an indirect interest in Companhia de Navegação da Amazônia - CNA ("CNA") through its subsidiary Asgaard and indirect interest (20%) in Bourbon Offshore Marítima S.A. ("BOM) through CNA.

The subsidiary CDNC is dormant and owns land in the municipality of Linhares, in Espírito Santo State. The subsidiaries MOPI and Dutovias operate in the mining segments. Asgaard and CNA operate in the shipping segment by chartering and operating offshore support vessels for the oil and gas industry, in the case of Asgaard, while CNA operates in the inland transport of liquid bulk (crude oil, its derivatives and biofuels).

Shipping

According to the Material Fact notice issued on February 19, 2020, the Company entered into a binding commitment with BOM and its parent company for: (i) the increase in Asgaard's current fleet through the acquisition of three Brazilian AHTS vessels owned by BOM, (ii) the use of credits from the Freight Additional Freight for the Renewal of the Merchant Fleet ("AFRMM") and (iii) a partnership for the operation of Brazilian and foreign offshore support vessels of the Bourbon group and the MLog group in Brazil, through Asgaard's conversion in the operating platform of the groups, which became jointly controlled.

The completion of this operation includes the steps taken up to December 31, 2020, such as the acquisition of the 20% stake in BOM by CNA, the use and conversion into cash of AFRMM, the acquisition and assumption of debt with the BNDES of these three AHTSs vessels by MLog on December 30, 2020 (Note 8).

Certain incomplete future steps are already contemplated in a contract, such as the inclusion of Bourbon in Asgaard's capital and the completion of the transfer of employees from Bourbon to Asgaard. However, from December 30, 2020 those steps no longer require third party approval or are free from conditions, (Note 8). On January 1, 2022 the transfer of BOM to Asgaard, of the AHTS Haroldo Ramos contract was completed.

On February 21, 2022, the last step of the operation between Bourbon and MLog was concluded, with Bourbon owning a 50% interest in Asgaard. The operation closing steps were:

- 1) Capital reduction of Asgaard, through acceptance of creditors and shareholders, as permitted by law, in the amount of R\$ 131,682;
- 2) Capital increase by Bourbon of R\$ 14,506.

Asgaard is the operator of the OSRV (Oil Spill Recovery Vessel) vessel Asgaard Sophia ("Sophia"), chartered to Petrobras since 2016. Sophia's current contract, signed in 2017, expired in June 2021, after extension. On April 30, 2021, Asgaard signed a new contract with Petrobras to operate the Sophia for three years, which term is renewable and started in third quarter of 2021.

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Also in 2021, Asgaard signed contracts for the operation of the AHTS (Anchor Handling Tug Supply Vessel) vessels Geonísio Barroso and Yvan Barreto, purchased by MLog from BOM in 2020. The operating contract of Geonísio Barroso became effective in the third quarter of 2021, whereas the contract of Yvan Barreto starts in the fourth quarter of 2021. These contracts have an approximate term of 3.5 years each, which term is renewable.

The contract of AHTS vessel Haroldo Ramos, transferred from BOM to Asgaard on January 1, 2022 have a remaining term of 14 months, renewable.

On December 16, 2021 chartered WSSV (Well Stimulation Supply Vessel) Stim Star Arabian Gulf began operating for Petrobras, jointly between Asgaard and Halliburton (which will be responsible for operating the vessel stimulation plant).

Below a table of all vessels on September 30, 2022:

Vessels	Lessor/owner	Tenant
Asgard Sophia	Companhia de Navegação da Amazônia	Asgard Navegação S.A.
Stim Star Arabian Gulf	Haliburton Energy Services, Inc	Asgard Navegação S.A.
Yvan Barreto	MLog S.A.	Asgard Navegação S.A.
Geonísio Barroso	MLog S.A.	Asgard Navegação S.A.
Haroldo Ramos	MLog S.A.	Asgard Navegação S.A.

CNA operates in the inland transport of oil, fuels and oil derivatives in the northern region of Brazil. Acquired in 2016, CNA is seeking growth opportunities and complementary activities, especially in the North and Northeast regions of the country. On January 10, 2022, Law 14.301/22 was enacted establishing the Coastal Transportation Development Program which, among other measures, ensures the maintenance of AFRMM rates for CNA for another six years.

For the iron ore extraction "Morro do Pilar" project, the Company carried out studies, complying with the conditions in the Preliminary License necessary to file an application for the Operating License. The Operating License application was filed with government agencies in the third quarter of 2019 (Note 18). Management has been endeavoring to raise the necessary funds for the development of the project.

Capital reduction in CNA

At the March 1, 2021 Extraordinary General Meeting, the shareholders approved a capital reduction by delivering five vessels with their respective AFRMM balances, plus cash, to a new entity Newco Participações Ltda, The net book value based on an appraisal report issued by an independent valuer was R\$ 1. This capital reduction is a component of the transaction described in Note 16.

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	Transaction base date 12/31/2020	Asset and liability changes	Effective date of the transaction 03/01/2021
ASSETS			
Cash	1	-	1
PP&E	3,235	(91)	3,144
TOTAL	3,236	(91)	3,145
LIABILITIES			
Non-current liabilities (AFRMM)	3,235	(91)	3,144
TOTAL NET ASSETS	1	-	1

Acquisition of Marsil / Debt assumption / Judicial foreclosure

In April 2018, the Company acquired all the quotas of Mineração Marsil Eireli Ltda. ("Marsil") from the Bocaiuva Group. As part of this business combination, Bocaiuva subscribed shares in Maverick Empreendimentos e Participações S.A. ("MEP"), a member company of the group with indirect control over MLog.

In the acquisition of Marsil, the Bocaiuva Group contractually assumed from MLog the responsibility not only for the payment of all the bank loans of the acquiree, but also various other Marsil liabilities existing at the date of its acquisition. The purchase consideration, at fair value, including a contingent consideration installment, of R\$50,000 was paid in cash.

In the Private Instrument of Assignment and Definitive Transfer of Shares signed between MLog and Bocaiuva, all Marsil's debts were assumed, as well as all contingencies, recorded as provisions or not, prior to the date of acquisition.

On 06/19/2019 following contractual breaches by Bocaiuva, MLog filed a request to initiate arbitration proceedings against Bocaiuva with the Market Arbitration Chamber to terminate the Marsil Acquisition Agreement.

On 07/16/2019, the Company's Management signed the Private Instrument of Termination with Bocaiuva, which terminates the obligations assumed in the Marsil Acquisition Agreement. This instrument assigns all of Marsil's shares to Bocaiuva for R\$50,000. Upon termination, the Company ceased to consolidate Marsil and, consequently, the balances related to the Business Combination - acquisition of Marsil, were fully written off, which includes the amounts of Rights from the business transaction and Bank loans.

The Private Instrument of Termination also includes, among other clauses, (i) assumption of the obligation to pay Bocaiuva's R\$50,000 to MLog by shareholder Maverick Holding S.A. ("Maverick Holding") and (ii) the withdrawal of Bocaiuva Group from the shareholding structure and MLog's indirect control group.

The liability assumed by Maverick Holding should be liquidated within 30 days. As the private agreement between parties does not define an index to adjust the amount due, the Company used the IGP-M index plus annual interest of 12%, consistent with the Company bylaws in cases of payments of capital outstanding from shareholders. As the liability had not been liquidated, on July 2020 the Company filed a lawsuit against Maverick Holding for collection of the debt. A definitive ruling on the lawsuit is pending.

In the first quarter of 2022, Management reviewed the transaction, with focus on the receivable from Maverick Holding and concluded:

1. The balance should have been settled within 30 days of the signature of the private agreement. This is unlikely to happen as a liquidity event to provide funds to Maverick Holding did not take place and is not expected to take place;
2. The lawsuit filed against Maverick Holding has not progressed; and
3. Despite the Company's attempts to resolve the issue with Maverick Holding, no progress was made.

Accordingly, management concluded that the most appropriate accounting treatment should be to deduct the balance owed by Maverick Holding directly from the equity balance of the shareholder. This assumes that the debt has become an equity instrument due to the passage of time without prejudice to the initial classification as an accounts receivable (debt instrument).

The change in accounting treatment was triggered by the events which occurred in 2022 and therefore was adjusted prospectively.

As this is an equity instrument, no remuneration is recorded on the amounts due, though a full provision was recorded.

2 Basis of preparation and presentation of the financial statements

The Company's consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board ("IASB"), and also in accordance with Brazilian accounting standards, which comprise (i) the corporate law, (ii) the standards, guidelines and interpretations, issued by the Accounting Pronouncements Committee (CPC), and (iii) the rules and regulations issued by the Brazilian Securities Commission (CVM).

These individual parent company and consolidated financial statements have been prepared based on historical cost, except for certain financial assets and liabilities measured at fair value through profit or loss and measured under the equity method.

The individual and consolidated financial statements are presented in Brazilian Real/Reais (R\$ or BRL), which is currency of the economic and environment in which the Company operates (functional currency).

All information of significance to the individual and consolidated financial statements, is disclosed which is consistent with that used by management in the performance of its duties.

Management authorized the issuance of these individual and consolidated financial statements on December 15, 2022.

2.1 Basis of consolidation and corporate investments

a. Business combination

Business combinations are accounted for using the acquisition method when the set of activities and assets acquired meet the definition of business and control is transferred to the Company. When determining whether a set of activities and assets is a business, the Company assesses whether the set of assets and activities acquired includes, at least, an input and substantive process which together significantly contribute to the capacity of generating output.

The Company has the option of applying a "concentration test" which allows a simplified assessment of whether a set of assets and activities acquired is not a business. The optional concentration test is met if substantially the total fair value of the gross assets acquired is concentrated on a single identifiable asset or group of similar identifiable assets.

b. Consolidation

The consolidated financial statements, which include the information of the Company, its subsidiaries and its joint venture, have been prepared using the same reporting periods closing on at December 31 and consistent accounting practices. When necessary, adjustments are made to the financial statements of these investees to ensure consistency with the accounting policies adopted by the Company.

All intragroup transactions, balances, income and expenses are fully eliminated in the consolidated financial statements.

The equity interests included in the consolidation process are:

Investments	Interest 09/30/2022	Interest 12/31/2021
Cia de Desenvolvimento do Norte Capixaba	100%	100%
Morro do Pilar Minerais S.A.	100%	100%
Dutovias do Brasil S.A.	100%	100%
Cia de Navegação do Amazonas *	100%	100%
Nova Sociedade de Navegação S.A.	100%	-
Asgaard Bourbon Navegação S.A.	50%	100%

*on 12/31/2021 CNA was consolidated indirectly through Asgaard 100% interest. On 05/01/2022 all CNA shares were held directly by MLog.

The Company holds the following indirect interests through indirect subsidiary CNA:

Investments	Interest 09/30/2022	Interest 12/31/2021
Bourbon Offshore Maritima S.A.	20%	20%

The reduction of capital was as below:

Participation	ASSETS					
	Investments	Immobilized	Intangible	Business transaction	Related parts	Comprehensive income
Asgaard	(129,301)	227	165	6,516	1,048	-
CNA	126,740	-	-	-	-	-
	(2,561)	227	165	6,516	1,048	-
	LIABILITIES					
Asgaard	-	-	-	-	267	-
	EQUITY					
Asgaard	-	-	-	-	-	(5,662) *
	(2,561)	227	165	6,516	1,315	(5,662)

¹ Changes in equity of the controlling shareholder Asgaard.

c. Subsidiaries

Subsidiaries are consolidated from the date control is obtained until the date on which control ceases to exist.

The Company controls the investee when it is exposed or is entitled to variable returns arising from its interest in the investee and has the ability to affect these returns through its power over the investee.

In the Parent Company individual financial statements, the results of subsidiaries is recognized under the equity method of accounting.

d. Associate

An associate is an entity over which the Company has significant influence, defined as the power to participate in the decisions on the financial and operating policies of an investee, but without individual or joint control over these policies. In the individual and consolidated financial statements, investments in associates are accounted for under the equity method of accounting.

2.2 COVID-19 effects

Results for the period ended September 30, 2022 were consistent with Management's expectations, with no permanent and material adverse impacts directly related to the pandemic that would require adjustments or disclosures in these financial statements.

Management continues to monitor developments from the pandemic, both globally and locally, and possible effects on the Company's operations.

From March 2020, the Company adopted a series of measures aimed at reducing operational risk and ensuring the wellbeing of its employees, such as:

- Social distancing and testing of operational employees;
- Work from home for administrative and operational activities (where possible);
- Suspension of non-essential trips.

As the effects of the pandemic affected the Company's operating regions it experienced cost increases and some operational challenges mainly related to the workforce. Management adopted contingency and preventive measures, without the need to suspend operations.

The Company identified the main economic events to which it is exposed, and which could impact the financial statements. The summary of these events is presented below:

- **Impairment.** The Company assessed the circumstances that could indicate the impairment of its nonfinancial assets and concluded that there were no changes in circumstances that would indicate an impairment loss for the Parent or direct investees. There is an allowance for impairment at CNA, the Company's indirect subsidiary. As the pandemic is still ongoing, the financial impact resulting from COVID-19 on the Company's cash-generating units ("CGUs") were estimated at approximately R\$289 in revenue losses. These arose from resilience measures ("daily rate adjustments") agreed with Petrobras and downtime for suspected cases of COVID-19. Approximately R\$232 of losses occurred due the increase in certain costs and expenses to contain COVID-19 (amounts not reviewed by the independent auditor). Overall, the Company benefited

from the appreciation of the US dollar, offsetting effects on revenues in the year ended December 31, 2021. Therefore, the main long-term assumptions applied in the preparation of the cash flow model remain unchanged for purposes of testing noncurrent assets for impairment.

- Liquidity - In 2022 the Company reduced its cash position, maintaining a balance to meet its current operational obligations. As noted below, the Company presented a negative working capital balance.
- Fair value of other assets and liabilities - Currently, the effects of the pandemic have not had a significant impact on the fair value of assets and liabilities.

The provisions matrix used to recognize expected credit losses on trade accounts receivable was reviewed by Management, taking into account the potential default risk of customers. No significant effects were identified in the current quarter.

The Company has been negotiating with its suppliers, in order to adjust the prices of equipment and services contracts to the current situation. These negotiations, once concluded, may have an impact on contracts with suppliers.

Since the beginning of the pandemic there has been a high level of uncertainty as to the effects on the Brazilian economy and on the Company's business. Although new cases COVID-19 continue high, the death rate has fallen. The economy is past the worst effects and has been showing gradual improvement. Management has been adopting all measures necessary to protect its workforce and continue to operate as a going concern. Management will disclose to its shareholders a Material Fact notices should new events arise.

2.3 Basis of preparation as a going concern

The financial statements have been prepared based on the going concern principle, which assumes that the Company will be able to meet its payment obligations arising from bank loans and payables for the acquisition of investments (Notes 15 and 16).

The financial statements of the parent company and consolidated balance sheets September 30, 2022 present negative working capital with current liabilities in excess of current assets by R\$142,761 and 160,735 respectively (R\$95,835 and 102,288 in December, 31 2021). Additionally, the parent company and consolidated financial statements present an accumulated deficit of R\$432,440 at September 30, 2022 (R\$338,287 as at December 31, 2021).

This liquidity profile and accumulated deficit reflects the fact that a significant part of the Company's assets are in a pre-operational stage, especially those related to the Morro do Pilar Project. It also reflects the short-term commitments related to the amounts payable for the acquisition of CNA (Payables for the Acquisition of Investments) (Note 16), class dockage for assets to support offshore shipping, and the costs attributable to COVID measures, in higher volume than expected, in addition to the short-term portion of its bank debt.

In the third quarter of 2021, the Company negotiated with its main creditors the amounts to be paid for the acquisition of CNA, resulting in a rescheduling of the liabilities at September 30, 2022 for a significant part of this debt with more favorable conditions (Note 16). This financial strategy, the execution of its business plan with a focus on cash generation from its shipping activities (after BOM operation) combined with the freeing up of AFRMM cash flows, and alternatives being evaluated by Management to raise additional capital are fundamental measures to assure its operating and pre-operating activities are not compromised.

These events and conditions do, however, to cast significant doubt as to the Company's ability to continue operating as a going concern. If the Company is not successful in the measures described above and, consequently, it is not able to continue operating in the normal course of its business, adjustments may be required for (i) the realization of its assets, including, but not limited to, goodwill on expected future earnings and other intangible assets, and (ii) to assure compliance with certain financial agreements.

3 Summary of significant accounting practices

The quarterly information should be analyzed in conjunction with the annual financial information as at and for the year ended December 31, 2021, they only provide an update of activities, events and circumstances related to those financial information.

Following standards updated were adopted for the first time on January 1, 2022:

International Accounting Standards No. 16 / CPC No. 27	Property, plant and equipment
International Accounting Standards No. 37 / CPC No. 25	Provisions, contingent liabilities and contingent assets
International Financial Reporting Standards No. 3 / CPC No. 15 (R1)	Business combinations
International Financial Reporting Standards No. 9 / CPC No. 48	Financial instruments
International Financial Reporting Standards No. 16 / CPC No. 6 (R2)	Leases
International Financial Reporting Standards No. 1 / CPC No. 37 (R1)	First-time adoption of International Financial Reporting Standards
International Financial Reporting Standards No. 41 / CPC No. 29	Agriculture
International Accounting Standards No. 1	Presentation of Financial Statements
International Accounting Standards No. 1 and International Financial Reporting Standards Practice Statement 2	Disclosure of Accounting Policies
International Accounting Standards No. 8	Accounting Policies, Change in Estimate and Error Rectification
International Accounting Standards No. 12	Income Taxes

Management has assessed the impact on the financial statements of the new accounting policies and interpretation and concluded that there are no significant effects.

Accounting judgments, estimates and assumptions

The preparation of financial statements requires the use of estimates and the exercise of judgment by Management in applying the Company's accounting policies. These estimates are based on Management's experience and knowledge from the available information at the balance sheet date and other factors, including expectation of future events that are believed to be reasonable under normal circumstances. Changes in facts and circumstances can result in the revision of these estimates. Actual result may differ from those estimated.

Significant estimates and judgments applied by the Company in the preparation of these quarterly financial statements were the same adopted as those at December 31, 2021 as disclosed in Note 3 to the annual financial statements.

In the quarter ended June 30, 2022 management applied critical judgement when analyzing its control over Asgaard following the capital reduction. The Company now owns 50% of Asgaard's shares, the remaining 50% of which are owned by BOM. The assessment took account of the following:

- Economic aspects: Based on the shareholders agreement the financial result (EBITDA) of four out of five vessels operated by Asgaard (OSRV Sophia and AHTS vessels) pertain to MLog. The results from the remaining vessel (WSSV) are shared in the proportion of 50% between MLog and BOM;
- Technical aspects: the fleet's investment decisions and operational routines, in case of litigation, are determined by MLog management. Effectively, 80% of the fleet is owned by MLog.

For the reasons shown above, Company management concluded that MLog continues to control Asgaard consistent with CPC 36. Note that MLog has an indirect participation of 20% in BOM through CNA. The Company still consolidates, attributing 50% for BOM through non controlling shareholders.

4 Cash and cash equivalents

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>09/30/2022</u>	<u>12/31/2021</u>	<u>09/30/2022</u>	<u>12/31/2021</u>
Cash	11	12	7,222	12
Cash equivalents	36	6	4,204	1,398
	<u>47</u>	<u>18</u>	<u>11,426</u>	<u>1,410</u>

Cash and cash equivalents are held for the purpose of meeting short-term operating commitments and not for investment or other purposes. The balance as at September 30, 2022 of cash equivalents refers mostly to available funds held in cash or credit against financial institutions.

5 Additional Freight for the Renewal of the Merchant Fleet (“AFRMM”)

The AFRMM balances in the consolidated balance sheet and changes in the periods were:

	Asset accounts			Liabilities account
	Current		Non-current	Non-current
	AFRMM deposits in escrow account	AFRMM to be released	AFRMM to be released	Unearned government subsidies – AFRMM (1)
Balance as of 12/31/2021	-	9,726	-	181,411
AFRMM generated	-	-	16,854	16,854
Deposits in escrow account	12,704	(12,704)	-	-
Linked account income	17	-	-	17
Receipt parent company ²	(12,648)	-	-	-
BNDES Commission and Income Tax	(72)	-	-	-
Recognition in profit or loss	-	-	-	(10,517)
PCLD - AFRMM receivable	-	(1,676)	-	-
Others (breakdown - reversal)	-	16,854	(16,854)	1
Balance as of 09/30/2022	1	12,200	-	187,766

¹ Although classified in non-current liabilities, the AFRMM balance when applied for its legal purpose does not result in a cash liability or obligation of the Company, which may at any time cease to operate the asset and / or sell it.

² Payment BNDES - parent company

As September 30, 2021

	Asset accounts			Liabilities account
	Current		Non-current	Non-current
	AFRMM deposits in escrow account	AFRMM to be released	AFRMM to be released	Unearned government subsidies – AFRMM (1)
Balance as of 12/31/2020	2,476	8,075	-	178,067
AFRMM generated	-	-	13,454	13,454
Deposits in escrow account	11,700	(11,700)	-	-
Linked account income	40	-	-	40
Receipt parent company (ii)	(13,851)	-	-	-
Reimbursement Repairs	(35)	-	-	(35)
BNDES Commission and Income Tax	(114)	-	-	-
Recognition in profit or loss	-	-	-	(8,964)
PCLD - AFRMM receivable	-	-	-	(3,144)
Others (breakdown - reversal)	-	13,454	(13,454)	-
Balance as of 09/30/2021	216	9,829	-	179,418

¹ Although classified in non-current liabilities, the AFRMM balance when applied for its legal purpose does not result in a cash liability or obligation of the Company, which may at any time cease to operate the asset and / or sell it.

² Payment BNDES - parent company

6 Trade accounts receivable

On September 30, 2022, R\$6,800 and R\$21,812 (R\$ 3,247 and R\$10,792 as at December 31, 2021) refer to the regular businesses of the subsidiaries CNA and Asgaard respectively. Note that at December 31, 2021 Asgaard was only operating OSRV Sophia, and on September 30, 2022 Asgaard operates a further four vessels, totaling five vessels in the fleet under contract; and R\$3,168 related to MLog (R\$ 6,287 on December 31, 2021).

	Parent company		Consolidated	
	<u>09/30/2022</u>	<u>12/31/2021</u>	<u>09/30/2022</u>	<u>12/31/2021</u>
Trade accounts receivable	3,168	6,287	31,976	20,499
Allowance for expected losses		-	(196)	(173)
	<u>3,168</u>	<u>6,287</u>	<u>31,780</u>	<u>20,326</u>

The allowance covers the full amounts being collected through the courts from former customers before adoption of the policy of only transacting with customers meeting credit scores and with collaterals to mitigate credit risk.

The amounts of trade accounts receivable mature as follows:

	Parent company		Consolidated	
	<u>09/30/2022</u>	<u>12/31/2021</u>	<u>09/30/2022</u>	<u>12/31/2021</u>
Current	3,168	6,287	29,241	19,761
Past due:				
Up to 30 days	-	-	2,455	565
31 to 90 days	-	-	84	-
91 to 180 days	-	-	-	-
181 to 360 days	-	-	24	-
Over 360 days	-	-	172	173
	<u>3,168</u>	<u>6,287</u>	<u>31,976</u>	<u>20,499</u>

7 Recoverable income tax, contributions and other taxes

Recoverable income tax (IR) and social contribution (CSLL)

	Parent company		Consolidated	
	<u>09/30/2022</u>	<u>12/31/2021</u>	<u>09/30/2022</u>	<u>12/31/2021</u>
Current				
Withheld at source				
Income tax on short-term investments	-	17	15	20
Income tax on services rendered	-	-	7,620	1,537
Social contribution (CSLL) on services rendered	-	-	1,607	247
Credits				
Recoverable IRPJ and CSLL	936	1,296	1,892	1,725
	<u>936</u>	<u>1,313</u>	<u>11,134</u>	<u>3,529</u>

Other recoverable taxes

	Consolidated	
	09/30/2022	12/31/2021
Current		
Withheld at source		
PIS and COFINS on services rendered	763	554
Refund request		
Taxes on revenue (PIS and COFINS)	284	178
Credits		
Others	618	304
	1,665	1,036
Non-current		
Refund request		
PIS and COFINS	5,108	3,714
Credits		
PIS and COFINS on inputs	543	1,798
	5,651	5,512

The amounts recorded in non-current assets refer to the refund of overpaid taxes on imports under the temporary customs clearance regime for foreign vessels, which, when received, must be transferred to the service taker. The obligation to the customer is recorded under "Other non-current liabilities".

8 Investments in subsidiaries – Parent company

The changes in the parent company investments were as follows:

Investments	12/31/2021	Acquisition (write-off) of investments	Equity equivalence 100%	Equity equivalence 50%	Capital increase	09/30/2022
Cia de Desenvolvimento do Norte Capixaba	21,078	-	(107)	-	10,180	31,151
Morro do Pilar Minerais S.A.	751,268	-	(1,553)	-	-	749,715
Nova Sociedade de Navegação S.A.	-	1	-	-	-	1
Companhia de Navegação da Amazônia	-	126,740	631	-	-	127,371
Asgaard Navegação S.A.	145,834	(129,301)	(3,068)	(5,677)	-	7,788
Investment Balance	918,180	(2,560)	(4,097)	(5,677)	10,180	916,026
Dutovias do Brasil S.A.	(1,643)	-	(3)	-	-	(1,646)
Balance of the provision for negative equity ¹	(1,643)	-	(3)	-	-	(1,646)
	916,537	(2,560)	(4,100)	(5,677)	10,180	914,380

(1) ¹ The liability reflects the Company's joint liability for the debts of Dutovias.

From May 5, 2022 both Asgaard and CNA are consolidated based on equity interests (50% Asgaard and 100% CNA) (Notes 1 and 2). The amount of R\$ 129,301 refers to the investment write off, including R\$ 5,662 in the Parent Company comprehensive results.

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The changes in advances for future capital increases in the year ended September 30, 2022 are shown below:

	Morro do Pilar Minerais S.A.	Cia de Desenvolvimento do Norte Capixaba	Dutovias do Brasil S.A.	Total
Balances as of 12/31/20201	332	69	-	401
Funds contributed*	2,840	114	4	2,958
Capitalizations	-	(180)	-	(180)
Balances as of 09/30/2022	3,172	3	4	3,179

*These balances are capitalized annually at the time of the Annual General Meetings of the subsidiaries.

The changes in investments in the prior period to September 30, 2021 were:

Investments	12/31/2020	Equity 100%	09/30/2021
Cia de Desenvolvimento do Norte Capixaba	21,107	(39)	21,068
Morro do Pilar Minerais S.A.	748,864	(864)	748,000
Asgaard Navegação S.A. ²	174,926	(15,770)	159,156
Investment Balance	944,897	(16,673)	928,224
Dutovias do Brasil S.A.	(1,644)	(2)	(1,646)
Balance of the provision for negative equity (1)	(1,644)	(2)	(1,646)
	943,253	(16,675)	926,578

- (2) The liability reflects the Company's joint liability for the debts of Dutovias.
- (3) Includes indirect investment in CNA and BOM.

The shareholder acquisition agreement signed between Bourbon Marine & Logistics ("BML") - holder of 80% of BOM shares - CNA and BOM, stipulates that CNA and its controlling shareholders are not liable for any damage, contingency, obligation or responsibility of BML and/or affiliates prior or after January 6, 2020 (signature date of shareholder's acquisition agreement), regardless of BML being aware or not.

On September 30, 2022, BOM presents negative equity and a loss for the year ended December 31, 2021, therefore, CNA does not record those losses in its balance sheet as it has not incurred legal or constructive obligations on these losses, neither have any obligations in past losses, prior to transaction, incurred by BOM. Therefore as the Company will offset past losses, upon achieving equity positive, CNA will not record those gains.

Upon the signature on February 21, 2022 of the shareholders agreement between MLog and BOM, allowing for the entry of BOM into Asgaard equity, for legal purposes the transaction resulted in an equity reduction of MLog on Asgaard (for subsequent equity increase made by BOM), which was subject to consultation to creditors and shareholders allowing them to contest the transaction. On March 31, 2022 this consultation period was still open, and Asgaard was fully consolidated by MLog, as at September 30, 2022, through the shareholders agreement, MLog legally holds the Asgaard equity.

The changes in advances for future capital increases to September 30, 2021 are shown below:

	Morro do Pilar Minerais S.A.	Cia de Desenvolvimento do Norte Capixaba	Dutovias do Brasil S.A.	Total
Balances as of 12/31/2020	44	38	2	84
Funds contributed	3,250	39	2	3,291
Balances as of 09/30/2021	3,294	77	4	3,375

9 Property, plant and equipment

Management performed impairment tests of its non-current assets (including property, plant and equipment) and concluded that there were no changes in circumstances that would indicate an impairment loss in the Parent or direct subsidiaries (Note 2).

Parent company

Cost			Acquisitions in the business		
	12/31/2021	Addition	Transfers	transaction	09/30/2022
Construction in progress	18,154	1,155	(19,302)	-	7
Vessels	117,357	-	19,302	-	136,659
Furniture and fixtures	842	-	-	50	892
IT equipment	541	-	-	72	613
Communication equipment	144	-	-	8	152
Artworks	-	-	-	97	97
Leasehold improvements	115	-	-	-	115
	137,153	1,155	-	227	138,535
Depreciation	Rate				
Vessels	7%	(8,345)	(9,489)	-	(17,834)
Furniture and fixtures	10%	(688)	(75)	-	(763)
IT equipment	20%	(541)	(8)	-	(549)
Communication equipment	20%	(144)	(4)	-	(148)
Leasehold improvements	22%	(115)	-	-	(115)
		(9,833)	(9,576)	-	(19,409)
		127,320	(8,421)	-	119,126

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The addition of R\$1,155 to construction in progress refers to the docking cost of the vessel Yvan Barreto. The amount of R\$19,302 transferred to vessels in use refers to concluded docking on the vessel Geonisio Barroso.

The additions refer to return of capital transaction with Asgaard (Note1).

Cost		12/31/2020	Additions	Write-offs	09/30/2021
Construction in progress		-	6,040	-	6,040
Vessels		115,848	1,508	-	117,356
Buildings		4	-	(4)	-
Furniture and fixtures		842	-	-	842
IT equipment		541	-	-	541
Communication equipment		144	-	-	144
Leasehold improvements		115	-	-	115
		117,494	7,548	(4)	125,038
Depreciation	Rate				
Vessels	7%	(23)	(6,225)	-	(6,248)
Furniture and fixtures	10%	(601)	(63)	-	(664)
IT equipment	20%	(516)	(9)	-	(525)
Communication equipment	20%	(143)	(1)	-	(144)
Leasehold improvements	22%	(115)	-	-	(115)
		(1,398)	(6,298)	-	(7,696)
		116,096	1,250	(4)	117,342

Consolidated

The allowance for impairment in CNA, the Company's indirect subsidiary, of R\$8,142 at December 31, 2021, was charged to "Impairment of assets". For 2022, the Company plans new impairment tests for December 31, 2022.

Cost		12/31/2021	Additions	Transfers	Write-offs	09/30/2022
Construction in progress		18,192	1,309	(19,340)	-	161
Vessel in construction		3,678	3,529	-	-	7,207
Artworks		97	-	-	-	97
Land		30,480	-	-	-	30,480
Properties		1,645	-	-	-	1,645
Buildings		318	-	-	-	318
Machinery and equipment		5,228	54	-	-	5,282
Furniture and fixtures		1,570	39	-	(5)	1,604
IT equipment		1,021	3	38	(15)	1,047
Communication equipment		904	25	-	(3)	926
Vessels		353,835	-	19,302	(2,370)	370,767
Vehicles		678	-	-	(59)	619
Leasehold improvements		4,259	-	-	-	4,259
		421,905	4,959	-	(2,452)	424,412
Depreciation	Rate					
Buildings	4%	(122)	(10)	-	-	(132)
Machinery and equipment	10%	(3,936)	(224)	-	-	(4,160)
Furniture and fixtures	10%	(1,252)	(101)	-	3	(1,350)
IT equipment	20%	(896)	(32)	-	-	(928)
Communication equipment	20%	(605)	(45)	-	5	(645)
Vessels	5% a 7%	(112,489)	(17,465)	-	2,093	(127,861)
Vehicles	20%	(674)	(1)	-	56	(619)
Leasehold improvements	22%	(3,094)	(1,165)	-	-	(4,259)
		(123,068)	(19,043)	-	2,157	(139,954)
		298,837	(14,084)	-	(295)	284,458

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Cost	<u>12/31/2020</u>	<u>Additions</u>	<u>Transfers</u>	<u>Write-offs</u>	<u>30/06/2021</u>
Construction in progress	2,529	13,890	(2,828)	(19)	13,572
Vessel in construction	5,688	-	(5,162)	(526)	-
Artworks	97	-	-	-	97
Land	30,480	-	-	-	30,480
Properties	1,645	-	-	-	1,645
Buildings	322	-	-	(4)	318
Machinery and equipment	4,745	17	-	-	4,762
Furniture and fixtures	1,244	10	-	(103)	1,151
IT equipment	831	48	-	-	879
Communication equipment	710	2	-	(26)	686
Vessels	319,942	1,508	5,162	(12,047)	314,565
Vehicles	426	-	-	(26)	400
Leasehold improvements	1,431	-	2,828	-	4,259
	370,090	15,475	-	(12,751)	372,814
Depreciation	Rate				
Buildings	4%	(112)	(9)	-	(121)
Machinery and equipment	10%	(3,264)	(202)	-	(3,466)
Furniture and fixtures	10%	(814)	(96)	99	(811)
IT equipment	20%	(702)	(54)	24	(732)
Communication equipment	20%	(351)	(46)	-	(397)
Vessels	5% a 7%	(53,643)	(15,370)	7,858	(61,155)
Vehicles	20%	(410)	(9)	26	(393)
Leasehold improvements	22%	(1,431)	(1,164)	-	(2,595)
		(60,727)	(16,950)	-	(8,007)
		309,363	(1,475)	-	303,144

Assets in guarantee:

- Asgaard Sophia vessel sold under fiduciary collateral with obligations assumed under the CNA acquisition contract.
- CNA property located at Rua Professor Nelson Ribeiro, no. 307, Telegrafo, Belém, registered as # 441 and # 442: pledge in Tax execution No. 0000284-58.2004.8.14.0301 (former No. 200410009995) and Tax execution No. 0020201-92.2004.8.14.0301, and in the latter case there was a final and unappealable decision favorable to CNA and clearance of the property is being arranged.
- Pledge on Mining Rights registered with the ANM (National Mining Agency) under No. 832.240/2009.
- Vessels Geonísio Barroso, Yvan Barreto and Haroldo Ramos with mortgage in favor of BNDES as collateral for the contract.

10 Rights of use leased assets

Right of use refers to charter, paid by Asgaard, of WSSV Stim Star Arabian Gulf, as below:

	<u>Balances as of</u> <u>12/31/2021</u>	<u>Additions</u>	<u>Balances as of</u> <u>09/30/2022</u>
Right of use	26,240	2,383	28,623
Accumulated amortization	(729)	(7,248)	(7,977)
	<u>25,511</u>	<u>(4,865)</u>	<u>20,646</u>

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The Company applied discount rates based on contracted debt interest rates, aligned with market debt transactions, excluding subsidized debt rates.

	Leases payable
Balances as of 12/31/2021	26,016
Additions	2,375
Fees	2,428
Exchange variation	(670)
Payments	(5,662)
Balances as of 09/30/2022	24,487
Current	14,759
Non-current	9,728

Estimated future minimum payments for lease contract:

	09/30/2022		
	Up to one year	From one to three Years	Total
Lease agreements	18,245	14,336	32,581
Adjust to present value	(3,486)	(4,608)	(8,094)
	14,759	9,728	24,487

Estimated potential right to PIS/COFINS credits, included in the lease consideration, according to expected payment periods are as follows:

	09/30/2022	
	Nominal	Adjusted to present value
Cash flow		
Lease consideration	29,876	24,487
PIS/Cofins potential (9.25%)	2,785	2,265

11 Intangible assets

The Company assessed the conditions that could indicate potential impairment of its non-current assets (including intangible assets) and concluded that there were no changes in circumstances that would indicate an impairment loss in the quarter ended September 30, 2022. The Company will carry out an impairment tests for assets on December 31, 2022.

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Cost	12/31/2021	Additions	09/30/2022
Expenditures related to exploration and evaluation of mineral resources and prospecting rights (i)	265,158	1,891	267,049
Expenditures related to licensing phase	6,404	-	6,404
Management system (ERP)	1,393	-	1,393
Software	930	-	930
Intangible assets acquired in business combination (ii)	472,791	-	472,791
Goodwill on acquisition (iii)	65,768	-	65,768
	812,444	1,891	814,335
Amortization	Rate		
Management system (ERP)	20%	(1,208)	(36)
Software	20%	(930)	(930)
		(2,138)	(36)
		810,306	812,161

Cost	12/31/2020	Additions	09/30/2021
Expenditures related to exploration and evaluation of mineral resources and prospecting rights (i)	261,273	3,074	264,347
Expenditures related to licensing phase	6,404	-	6,404
Management system (ERP)	1,268	47	1,315
Software	930	-	930
Intangible assets acquired in business combination (ii)	472,791	-	472,791
Goodwill on acquisition (iii)	65,768	-	65,768
	808,434	3,121	811,555
Amortization	Rate		
Management system (ERP)	20%	(1,174)	(22)
Software	20%	(930)	-
		(2,104)	(22)
		806,330	809,429

- (i) Consistent with IFRS 6 - Exploration For and Evaluation of Mineral Rights, refer to expenses incurred by the Company for activities of its Morro do Pilar iron ore project.

- (ii) The balance of intangible assets acquired in a business combination and goodwill on acquisition refer to excess purchase price over fair value paid to acquire MOPI, which was allocated to intangible assets acquired, net of impairment.
- (iii) Goodwill on acquisition refers to expected future earnings upon the acquisition of CNA.

12 Income tax and social contribution

As at September 30, 2022, the available tax loss carryforwards of the Parent company total approximately R\$510 million (R\$424 million as at December 31, 2021), and R\$853 million (R\$ 744 million as at December 31, 2021) in the Consolidated. Management, in view of the lack of a history of profitability and projected taxable profits, did not record deferred income tax and social contribution assets for these amounts.

The reconciliation between the nominal statutory and effective rate is shown below:

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</u>
Profit (loss) before income tax and social contribution	(94,506)	17,514	(97,020)	16,212
Income tax and social contribution calculated at the rate of 34%	32,132	(5,955)	32,987	(5,512)
Effects of additions and deductions				
Share of loss of subsidiaries	(3,324)	(5,670)	-	-
Other differences (i)	-	7,841	-	6,897
Permanent differences (ii)	(344)	896	(727)	283
	<u>28,464</u>	<u>(2,888)</u>	<u>32,260</u>	<u>1,668</u>
Deferred income tax and social contribution liabilities	353	(5,677)	353	(4,929)
Use of tax loss carryforwards not previously recorded in assets	-	872	1,386	872
Deferred assets not recognized due to the lack of expected future earnings	(28,464)	-	(36,809)	(4,002)
Income tax and social contribution in profit or loss	<u>353</u>	<u>(7,693)</u>	<u>(2,810)</u>	<u>(6,391)</u>
Effective rate	0.4%	43.9%	2.9%	39.4%

- (i) Other tax differences basically to operating provisions and provisions for contingencies.
- (ii) Tax differences refer basically comprise depreciation of deemed cost (ICPC 10), AFRMM taxed in another entity and AFRMM not taxed for social contribution purposes.

13 Related parties

Transactions among related parties

The balances of transactions with related parties on the date of these financial statements were as follows:

	Parent company		Consolidated	
	09/30/2022	12/31/2021	09/30/2022	12/31/2021
Assets				
Patrícia Tendrich Pires Coelho	465	296	465	411
Maverick Holding S.A. ¹	997	98,359	997	99,242
Morro do Pilar Minerais S.A.	693	616	-	-
Bourbon Offshore Marítima	-	-	19	18
Total non-current	2,155	99,271	1,481	99,671
Liabilities				
Fjords Limited	41,563	39,579	41,563	39,579
Total Current	41,563	39,579	41,563	39,579
Companhia de Navegação da Amazônia	132,341	96,118	-	-
Asgard Navegação S.A.	19,164	31,506	-	-
Companhia de Desenvolvimento do Norte Capixaba	10,000	-	-	-
Bourbon Offshore Marítima S.A.	-	5,937	241	11,253
Total non-current	161,505	133,561	241	11,253
Total Liabilities	203,068	173,140	41,804	50,832

¹ - interest on debt with shareholder classified on Equity (Note 1)

The loan between MLog and Patrícia Tendrich Pires Coelho (holder of indirect interest in the Company) in the amount of R\$465 accrues interest at the CDI rate plus 5% per year. As there is no defined maturity date, this balance is recorded as non-current.

The loan between Asgaard and Maverick Holding S.A. (shareholder of MLog) in the amount of R\$997 accrues interest at the CDI rate plus 5% per year. As there is no defined maturity date, this balance is recorded as non-current.

MLog's Board of Directors approved the execution of an intercompany foreign currency loan, in conformity with Law 4.131/62, with Fjords Limited (MLog's shareholder) for total principal of US\$6,950, accruing interest of 12% per year, which as at September 30, 2022 totals R\$41,563. The intercompany loan is collateralized by the fiduciary assignment related to the following receivables:

- RSV Bourbon Evolution 808: charter contract for defined term, entered into between Asgaard and Petrobras;
- OSRV Asgaard Sophia: bareboat charter contract entered into between CNA and Asgaard;
- AHTS Geonísio Barroso and Yvan Barreto: bareboat charter contracts entered into between MLog and Asgaard;
- AHTS Haroldo Ramos: bareboat charter contract entered into between MLog and BOM.

The following transactions with related parties did not involve intercompany loans and promissory notes:

- MLog's parent company, Maverick Holding, is the guarantor of the debt from the CNA acquisition. This guarantee was important in closing the transaction; Maverick Holding agreed not to charge the Company for this guarantee.
- Maverick Holding assumed the payment obligation of R\$106,697 to MLog for returning Marsil to Bocaiuva under the private termination instrument signed by both parties (Note 1). The Company filed a judicial recovery action against Maverick Holding for the non-current assets totaling R\$280,781. This includes the subscribed and unpaid capital.

Financial income (expenses)

	Parent company		Consolidated	
	09/30/2022	09/30/2021	09/30/2022	09/30/2021
Patrícia Tendrich Pires Coelho	48	17	54	14
Maverick Holding S.A.	71	20,795	114	17,452
Asgaard Navegação S.A.	(254)	(434)	-	-
Bourbon Offshore Marítima S.A.	(6)	(21)	(50)	(27)
Companhia de Navegação da Amazônia	(1,042)	(434)	-	-
Morro do Pilar Minerais S.A.	7	1	-	-
Fjords Limited	(3,027)	(39)	(3,027)	-
	(4,203)	19,885	(2,909)	17,439

Compensation of key management personnel

The Company considers all current officers and members of the board of directors to be key management personnel. In the period ended September 30, 2022, compensation of officers and members of the Board of Directors was R\$5,066 and R\$1,486, respectively (R\$5,332 and R\$1,102 as at December 31, 2021).

Total key management compensation for the period between 5/01/2022 and 4/30/2023 up to R\$ 11,400 was approved by the Annual General Meeting on July 18, 2022.

14 Trade accounts payable

The consolidated balance of R\$40,713 on September 30, 2022 (R\$16,874 on December 31, 2021) refers mostly to providers of services and suppliers of materials used by the group companies in their operations.

15 Loans and financing

CURRENT				Consolidated	
Company	Financial Institution	Type	Interest Rate (p.a.)	09/30/2022	12/31/2021
MLog	BNDES	Financing	Fixed	54,014	42,175
Asgaard	Sifra	Working capital	Fixed	7,752	-
CNA	Banco BASA	Working capital	Floating	1,039	1,123
CNA	Banco Itaú	Working capital	Fixed	-	985
CNA	Banco do Brasil	Working capital	Floating	2,088	651
CNA	Banco Sifra	Working capital	Fixed	541	735
CNA	Banco ABC	Working capital	Fixed	2,287	1,765
				67,721	47,434
NON-CURRENT				67,721	
Company	Financial Institution	Type	Interest Rate (p.a.)		
MLog	BNDES	Financing	Fixed	-	23,780
CNA	Banco BASA	Working capital	Floating	3,603	4,571
CNA	Banco do Brasil	Working capital	Fixed	3,132	-
CNA	Banco ABC	Working capital	Fixed	2,557	3,843
				9,292	32,194
				77,013	79,628

The parent company's loan and financing reflect the MLog balances in the table above.

Following the acquisition of the three AHTSs, the Company assumed the debt related to the financing of these vessels with the BNDES (Note 1). This financing is denominated in US dollar, bearing fixed interest of 5% per year, and will mature in July 2023.

The other loans are denominated in Reais, subject to interest at an average annual rate of 7.01%. These are floating rates indexed to the CDI.

Asgaard is the third guarantor of the loan raised by CNA with Banco ABC. This guarantee was provided through the collateral assignment of Asgaard receivables related to the contract for the provision of services to Petrobras.

The Company and its indirect subsidiary CNA have collateralized loans and financing that do not contain restrictive covenants, but only accessory obligations, all of which were in compliance at September 30, 2022.

16 Payables for acquisitions of investments

This line item refers to payment obligations assumed in connection with the acquisition of all shares of subsidiary CNA.

The Libra Group, which is in Court-Ordered Reorganization, is the creditor for the acquisition of investments and is also responsible for potential liabilities of CNA. The Libra Group's balance with MLog is included in its approved Court-Ordered Reorganization Plan.

On December 26, 2019, pursuant to the Court-Ordered Reorganization Plan, Libra Group entered into an Accord and Satisfaction Instrument with its original creditors for these Payables for the acquisition of Investments due by MLog. The Libra Group's Accord and Satisfaction Instrument with its creditors contained a suspensive clause for approval of MLog, which took place in January 2020. After this approval, the original creditors from the Libra Group became creditors of these Payables.

These comprise of Bradesco (29.3%) and Itaú (36.5%) totaling approximately 65% of total credits.

On 03/31/2020, the Fundo de Direitos Creditórios Atacado - Não Padronizado (FIDC Atacado), as assignee and procedural successor of Banco Santander, holder of 26.3% of the right to MLog's debt through the acquisition of CNA, assigned its total right to Geribá Participações SPE-2 Ltda. (Geribá) and the latter, on 10/30/2020, assigned the right to the credits to Rio Alva Participações S.A. (Rio Alva). On the same date, the Company and Asgaard and CNA entered into an agreement with this creditor which involved: (i) payment of R\$3,000 on the date of the Acknowledgment of Debt, (ii) payment of two additional installments, maturing on April 30, 2021 and October 30, 2021, totaling R\$3,000, in addition to the accord and satisfaction for five CNA operational vessels.

The ownership of these vessels was transferred to Rio Alva between March 3 and April 2, 2021, the book balance net of depreciation amounted to R\$4,187, with legal measures on the transfer of their effective ownerships still pending.

On September 22, 2021, the Company released a Relevant Fact notice advising that it had executed debt acknowledgment instruments with two banks (Itaú and Bradesco) for the renegotiation of the debt arising from CNA's acquisition. The renegotiation resulted in a payment of 64 and 44 installments, the last installment due on 02/28/2028 for both. The debts accrue interest at the Interbank Deposit (DI) rate plus 2% per year, and will be collateralized by:

- Second degree mortgage (as first degree mortgage is also provided on behalf of BNDES) of three AHTS vessels;
- Fiduciary assignment of receivables arising from service contracts between Asgaard and Petrobras related to the three AHTS vessels, after the settlement of the BNDES debt, currently collateralized by those receivables;
- Fiduciary assignment of certain receivables of CNA related to fluvial shipping services; and
- Balance of receivables after payment of debt services with Banco ABC S.A. (Note 15), arising from the service contract entered into between Asgaard and Petrobras, relating to the vessel Asgaard Sophia.

Following the agreement entered into with Itaú and Bradesco, the Company recorded a gain of R\$26,997 in "Other Operating Income / Expenses".

On February 15, 2022, the Company concluded the renegotiation terms with Mr. Guilherme James Bolina (Bolina), for payment in 43 installments, being the last on July 31, 2028. Following the renegotiation the Company recorded a gain of R\$ 1,341 in "Other Operating Income / Expenses" (Note 28).

On May 5, 2022, the Company concluded the renegotiation terms with Mr. Renan Maracaípe Rego (Maracaípe Rego), for payment in 43 installments, being the last on October 31, 2028. Following the renegotiation the Company recorded a gain of R\$ 97 in "Other Operating Income / Expenses" (Note 28).

On July 13, 2022, the Company concluded the renegotiation terms with BRAM – Bradesco Asset Management S.A. DTVM, for payment in 43 installments, being the last on October 31, 2028. Following the renegotiation the Company recorded a gain of R\$ 178 in "Other Operating Income / Expenses" (Note 28).

Upon the acquisition of CNA, the Libra Group contractually assumed from the Company the responsibility for the payment of liabilities of various nature of CNA up to the date of its acquisition, in the amount of R\$964 (R\$933 on 12/31/2021).

The table below shows the changes in the debt on the date of these financial statements:

Breakdown of Acquisition price	Balance on 12/31/202	Interest, fines and additions	Agreement with creditor or	Amortization	Balance on 09/30/2022	Current	Non - current
Original package	132,755	735	-	-	133,490	-	-
Agreement with creditor	(62,243)	3,446	(2,104)	(11,873)	(72,774)	14,339	46,377
	70,512	4,181	(2,104)	(11,873)	60,716	14,339	46,377

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For comparative purposes, the changes for the year ended December 31, 2021 are shown below.

Breakdown of Acquisition price	Balance on 12/31/2020	Interest, fines and additions	Contingent consideration	Agreement with creditor	Amortization	Balance on 12/31/2021	Current	Non-current
Initial installment	52,877	1,841	-	-	-	54,718	54,460	258
Additional installment	35,886	1,537	-	-	-	37,423	36,339	1,084
Earn out	38,971	1,601	42	-	-	40,614	30,186	10,428
Agreement with creditor	(28,142)	3,548	-	(26,997)	(10,652)	(62,243)	(109,358)	47,115
	99,592	8,527	42	(26,997)	(10,652)	70,512	11,627	58,885

17 Litigation

On September 30, 2022, the Company, together with its subsidiaries Asgaard and CNA, are party to certain lawsuits. Legal proceedings assessed as having a probable likelihood of loss are recorded in the books and refer to certain civil and labor lawsuits due by subsidiary CNA (Note 19). Management estimates, under the advice of its legal counsel, other contingencies for which the risk of loss is considered to be possible. These amounts, below, may not be directly related to the Company's risk, as per the individual explanation of the main lawsuits below.

Nature	Parent company		Consolidated	
	09/30/2022	12/31/2021	09/30/2022	12/31/2021
Labor	629	-	746	667
Tax	-	-	6	21
Environmental	-	-	15,772	14,406
Civil	-	18,402	40,031	37,627
Administrative	-	-	20,600	19,551
	629	18,402	77,155	72,272

The possible risk of loss lawsuits, for which no provisions are recorded, include:

Number	Type	Plaintiff	Nature	Value (R\$)	Likelihood of loss
10283,721485/2012-45	Administrative	Delegacia da Receita Federal do Brasil em Manaus – AM/DRF/AM	Federal	2,798	Possible
10283,720968/2013-11	Administrative	Delegacia da Receita Federal do Brasil em Manaus – AM/DRF/AM	Federal	13,121	Possible
0078416-72,2014,4,01,3800	Environmental	Ministério Público Federal	Civil Class Action	15,772	Possible
02044,010011/2016-92	Administrative	ICMBIO	Infraction No	682	Possible
0032202-20,2008,814,0301	Civil	Odete Cunha Lobato Benchimol E Elias Isaac Benchimol	Civil	19,225	Possible
0010630-80,2022,5,03,0020	Labor	JDP	Labor	629	Possible
0000790-63,2021,5,08,0013	Labor	JKMR	Labor	117	Possible
0000857-44,2021,5,11,0013	Labor	NBO	Labor	310	Possible

Administrative Proceeding No. 10283.720968/2013-11 refers to the infraction notice issued by the Federal Revenue Service in Manaus from CNA for having allegedly calculated a lower IRPJ and CSLL in 2010, as well as the underpayment of PIS and COFINS in 2009, 2010 and 2011. CNA filed an objection, which was accepted, on 08.07.2019, to cancel the infraction notice. The CARF's decision for the ex-officio appeal filed on 08.28.2019 is still pending. Under the CNA acquisition agreement, in the event of a definitive loss by MLog Group, the Libra Group will reimburse the amounts.

Lawsuit no. 0033303-20.2008.814.0301: Indemnity for moral and material losses for outgoing profits filed in 2008 by Ms. Odete Cunha against CNA for irregular occupation of the land licensed for CNA activities. Initial sentence was granted in favor of the plaintiff, what was appealed by CNA. The appeal was denied and the lawsuit awaits submission to a higher court. Under the CNA acquisition agreement, in the event of a definitive loss by MLog Group, the Libra Group will reimburse the amounts.

Lawsuit no. 0078416-72.2014.4.01.3800: Public action filed by the State of Minas Gerais against Morro do Pilar Minerai S.A. (MOPI) and IBAMA in 2014 challenging the licence under MOPI for clearing of Atlantic forest areas result for mineral exploration. The lawsuit waits for physical investigation.

18 Commitments assumed

As a result of the Preliminary License for the Morro do Pilar Project granted by the Regional Superintendence of Environmental Regularization (SUPRAM) on 11/6/2014, a series of conditions and other legal obligations are required to be satisfied by November 2019, for the formalization of the application for the granting of the Operating License (LI). These conditions and studies required for the LI Protocol were completed in 2019 and the Company formalized the LI application with government agencies.

Following the execution of the protocol and before the Operating License (LI) was effectively granted the Company incurred additional expenses and investments including for land purchase, environmental compensation and others, the final values of which will depend on negotiations between the Company and third parties.

The compensation referred to in article 36 of Law No. 9,985/2000 (National System of Environmental Conservation Units (SNUC)), for resources to be allocated by the business, is limited to 0.5% of the total estimated costs for the implementation of the project.

Thus, the final amount to be paid is linked to the total mine investments, depending on the project model for the estimated annual gross production. Once the compensation is defined, the amount is payable in four monthly installments, the first being 30 days after the granting of the LI, pursuant to State Decree No. 45.175/2009. Upon effecting a legal review, Management estimates the compensation to be approximately R\$30,000 (non audited).

On 02/07/2019, the Company signed an Instrument of Agreement with the Municipality of Morro do Pilar, specifying the performance expected of both parties for obligations established in the Instrument, in preparation for the implementation of the Company's mineral project. The total amount involved is R\$47,500, of which the Company disbursed R\$15,923 in 2020. The balance of approximately R\$32 million will be payable once the License is granted.

On 08/08/2019, the Company entered into an Instrument of Agreement with the Municipality of Santo Antônio do Rio Abaixo (SARA), specifying the performance expected of both parties for obligations established in the Instrument, in preparation for the implementation of the Company's mineral project. The total amount involved is R\$10,200, of which the Company disbursed R\$1,465 in 2020. The balance of approximately R\$9 million will be payable once the License is granted.

19 Provisions (consolidated)

The provision as at September 30, 2022 refers to: (i) second installment for the ore slurry pipeline easement agreements, in the amount of R\$1,642 (R\$1,642 on 12/31/2021), for regularization by the owners with notaries; (ii) recovery of town squares and accesses for geological survey in the region of the Morro do Pilar Project in the amount of R\$30 (R\$30 on 12/31/2021); (iii) provisions for labor contingencies of R\$1,003 (R\$1,836 on 12/31/2021), registered on Parent Company and R\$91 on controlled company CNA.

Of the total amount of R\$6,092 (R\$5,611 on 12/31/2021) recorded in non-current liabilities on December 31, 2021, R\$917 (R\$1,038 on 12/31/2021) refers to civil and labor lawsuits in subsidiary CNA, for which the likelihood of loss was assessed as probable R\$3,360 (R\$ 3.239 on 12/31/2021) recorded in MLog, R\$ 1,286 (R\$ 888 on 12/31/2022) recorded in Morro do Pilar and R\$529 (R\$ 446 on 12/31/2021) recorded in Asgaard, refer to Operational Provisions (Note 17).

A ruling was handed down on the Boa Sorte Ltda suit on 11/08/2020 annulling the execution as groundless the claim under clause of Arbitral Convention. This was appealed in 2021 and on 05/17/2021 the effects of lower court decision was suspended and the execution process reinstated. On 06/09/2021, the Supreme Court suspended the execution. On August 03, 2022 an agreement was signed between parties whereby MLog agreed to pay the amount, and terms are being negotiated. The amount is registered as accounts payable.

20 Equity

Capital

On September 30, 2022 and 2020, the Company's subscribed capital is represented by 2,899,712 common shares held as below:

Shareholders	09/30/2022		09/30/2021	
	Common shares	%	Common shares	%
Maverick Holding S.A.	1,539,186	53.08	1,539,186	53.08
Fjords Limited	781,646	26.96	781,646	26.96
Fábrica Holding S.A.	154,072	5.31	154,072	5.31
Outros	424,808	14.65	424,808	14.65
	2,899,712	100.00	2,899,712	100.00

Pursuant to the amendment to the Bylaws, approved at the Extraordinary General Meeting held on August 26, 2015, the Company's capital may be increased upon a resolution of the Board of Directors, regardless of amendment to the Bylaws, up to 6,000,000 common shares. The Board of Directors may determine the number of shares to be issued, the issue price and the conditions for subscription, payment, and issue.

In the third quarter of 2021, the shareholder Korea Investment Corporation sold its shares to Fjords Limited, an existing shareholder of MLog. The Fjords Limited interest in MLog increased from 18.51% to 26.96%.

Earnings (loss) per share

The table below shows the earnings and share data used to calculate the basic and diluted earnings (loss) per share in the periods ended September 30, 2021 and 2020:

	Nine month period	
	<u>09/30/2022</u>	<u>09/30/2021</u>
Profit (loss) attributable to the shareholders	(94,153)	9,821
Outstanding shares	<u>2,899,712</u>	<u>2,899,712</u>
Earnings (loss) per share - basic and diluted in Reais (*)	<u>(32.47)</u>	<u>3.39</u>
	Three month period	
	<u>09/30/2022</u>	<u>09/30/2021</u>
Profit (loss) attributable to the shareholders	(10,134)	976
Outstanding shares	<u>2,899,712</u>	<u>2,899,712</u>
Earnings (loss) per share - basic and diluted in Reais (*)	<u>(3.49)</u>	<u>0.34</u>

(*) The Company has no dilutive financial instruments and profit (loss) for the year does not generate a dilutive effect.

Unpaid capital

Refers to the subscribed, unpaid portions of the Company's capital, in amount of R\$85,262. As the date for settlement is past due, the balance is subject to judicial execution (Note 13).

Borrowing cost

Include legal fees, advisor fees, advertising, and other services cost and taxes (IOF - tax on financial transactions) paid by the Company and recognized as borrowing costs in equity.

Capital reserve

Capital reserve of R\$ 7,211 refers to unpaid capital owed by the controlling shareholder.

Comprehensive income (loss)

Comprehensive result is due to changes in equity in Asgaard upon the return of capital (Note 2).

Shareholder obligation due to Company

The balance of R\$ 50,000 refers to a reclassification made in the first quarter of 2022 of a receivable from a shareholder now presented as a reduction of shareholders' equity (Note 1).

21 Net revenue and cost of services

Revenue and corresponding costs incurred by Asgaard referring to the vessel Asgaard Sophia, by CNA and by the Company for charters of the three AHTS acquired on December 30, 2020 are shown below:

	Parent company		Consolidated	
	09/30/2022	09/30/2021	09/30/2022	09/30/2021
Revenue				
Chartering of vessels	24,213	22,440	147,451	39,639
Cargo transport	-	-	51,019	43,005
Gross revenue	24,213	22,440	198,470	82,644
Deductions				
Taxes on revenue (PIS and COFINS)	(2,240)	(2,076)	(19,580)	(6,673)
State VAT (ICMS)	-	-	(3,790)	(4,148)
Other	-	-	(279)	(490)
Net revenue	21,973	20,364	174,821	71,333
Cost of services				
Personnel	-	-	(70,673)	(21,795)
Chartering	-	-	(1,217)	(1,651)
Depreciation	(9,488)	(6,225)	(18,770)	(16,674)
Rentals	-	-	(1,178)	(324)
Materials	-	-	(59,595)	(19,263)
Insurance	-	-	(3,853)	(2,224)
Services	-	-	(8,194)	(4,982)
Economic result (i)	(13,612)	-	-	-
Amortization of lease	-	-	(7,174)	-
Other	-	-	(5,062)	(2,151)
	(23,100)	(6,225)	(175,716)	(69,064)
Gross profit	(1,127)	14,139	(895)	2,269

- (i) Counter-entry for the payments for charter amounts over and above the operational result of AHTS vessels operated by ABN and owned by MLog and controlled companies.

Expenses classified by their nature in the consolidated statements of profit and loss is presented below:

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	Parent company		Consolidated	
	09/30/2022	09/30/2021	09/30/2022	09/30/2021
Personnel	(5,251)	(4,859)	(84,982)	(34,448)
Chartering	-		(1,217)	(1,651)
Depreciation	(9,595)	(6,298)	(19,079)	(16,972)
Rentals	(274)	(265)	(1,882)	(1,011)
Materials	-	-	(59,595)	(19,263)
Insurance	-	-	(3,853)	(2,224)
Services	(2,539)	(2,690)	(11,558)	(8,234)
Debt forgiveness	(2,104)	26,997	(2,104)	26,997
Court lawsuits	(19,086)	-	(19,086)	-
Contingent consideration adjustment	-	869	-	869
Provision (ii)	(47,326)	(2,285)	(48,643)	(3,530)
Economic result (i)	(13,612)	-	-	-
Amortization of lease	-	-	(7,174)	-
Other	3,711	(2,245)	(5,890)	(8,461)
	(96,076)	9,224	(265,063)	(67,928)
Costs of services provided	(23,100)	(6,225)	(175,716)	(69,064)
Operating expenses	(9,163)	(9,787)	(24,293)	(21,747)
Other operating income	(63,813)	25,236	(65,054)	22,883
	(96,076)	9,224	(265,063)	(67,928)

(i) Counter-entry for the payments for charter amounts over and above the operational result of AHTS vessels operated by ABN and owned by MLog and controlled companies.

(i) Provision for interest of debt with shareholder (Note 1) among others.

During 2021, Asgaard, which was operating OSRV Asgaard Sophia, started to also operate the AHTS vessels Geonísio Barroso and Yvan Barreto, and also the WSSV Stim Star Arabian Gulf, which demand greater levels of operating materials when compared to 2020.

22 Financial Income

	Parent company		Consolidated	
	09/30/2022	09/30/2021	09/30/2022	09/30/2021
Income from financial investments	-	6	76	95
Interest accruals on recoverable taxes	81	112	186	133
Interest on loans ¹	562	20,813	627	20,853
Exchange rate changes	3,725	23	4,572	69
	4,368	20,954	5,461	21,150

¹- Amounts of interest of debt with shareholder, provisioned in 2022 (Note 1)

Interest on loans refers mostly to the remuneration of the shareholder obligation due from the parent company Maverick Holding with MLog (Notes 1 and 13).

23 Financial expenses

	Parent company		Consolidated	
	09/30/2022	09/30/2021	09/30/2022	09/30/2021
Interest on loans and financing	(8,409)	(3,013)	(10,652)	(4,405)
Interest on acquisition of investment	(4,617)	(7,376)	(4,617)	(7,376)
Exchange rate changes	(516)	(3,621)	(526)	(3,648)
Present value adjustment of leases	-	-	(2,428)	(247)
Bank charges	(32)	(26)	(611)	(1,102)
Fine and interest on arrears	(807)	(1,770)	(3,289)	-
Other	(613)	(547)	(633)	(564)
	(14,994)	(16,353)	(22,756)	(17,342)

24 Financial instruments

Classification per category - When measuring the fair value of its assets or a liabilities, the Company uses observable market inputs as far as possible. The fair values are classified at different Levels in a hierarchy based on the information (inputs) used in the valuation techniques as follows:

- **Level 1:** quoted prices (unadjusted) in active markets for identical assets and liabilities.
- **Level 2:** inputs, except for the quoted prices included in Level 1, which are observable for the asset or liability, directly (price) or indirectly (derived from price).
- **Level 3:** inputs, for assets or liabilities, that are not based on observable market data (unobservable inputs)

The main financial instruments of the Company as at September 30, 2022 and December 31, 2021 are listed below:

Financial assets and liabilities	09/30/2022		12/31/2021		Hierarchy
	Book Value	Category	Book Value	Category	
Assets					
Cash and cash equivalents	11,426	Amortized cost	1,410	Amortized cost	
	1	Amortized cost	-	Amortized cost	
AFRMM deposits in restricted account	31,780	Amortized cost	20,326	Amortized cost	
Trade accounts receivable	1,481	Amortized cost	99,671	Amortized cost	
Related parties	78	Amortized cost	933	Amortized cost	
Rights in the business transaction	1,330	Amortized cost	3,015	Amortized cost	
Other receivables					
	18,115	Amortized cost	16,874	Amortized cost	
Liabilities	77,013	Amortized cost	79,628	Amortized cost	
Trade accounts payable	41,804	Amortized cost	-		
		Amortized cost		Fair value	
Loans and financing	60,716		70,512	through profit or loss	Level 3

Management did not identify significant differences between the carrying amounts and the fair value of its financial assets and liabilities

Market risk and risk management

Market risks arise from changes in market variables such as exchange rates and interest rates, as well as from credit and liquidity risks. Market fluctuations will affect the results, liquidity and value of the Company's financial instruments.

Among its responsibilities, Management seeks to manage and control exposures to market risks, within acceptable parameters, while at the same time optimizing the return to its shareholders. The Company's financial transactions are carried out by the financial area based on a prudent strategy, aiming to achieve security, profitability and liquidity, consistent with the treasury and cash management policy. The policy establishes criteria for protection against financial risks arising from contracting obligations, whether in foreign or local currency, in order to manage the exposure to risks associated with exchange rate and interest rate fluctuations.

The main risk factors that could affect the business of the Company are summarized below:

Credit risk

Credit risk is the Company's risk of incurring financial losses if a customer or a counterparty to a financial instrument fails to comply with its contractual obligations. The financial instruments subject to credit risks are cash and cash equivalents (with financial institutions) and trade accounts receivable (commercial customers).

Trade accounts receivable

The Company's exposure to credit risk is mainly influenced by the individual characteristics of each customer. However, Management also considers factors that could influence the credit risk of its customer base, including the risk of default by the industry and country risk where the customer operates.

The Company limits its exposure to the credit risk of trade accounts receivable, by only transacting with customers with sufficient credit capacity.

The main customer, which on September 30, 2022 accounted for 85% of the receivables and 40% of net sales revenue (50% and 36% on December 31, 2021, respectively) has been operating with the Company for many years; there is no history of written off or recovery problems.

Additionally, there are no securitizations of receivables.

Cash and cash equivalents

At September 30, 2022, cash and cash equivalents mostly refers to available funds held as cash or credits against financial institutions presenting a national scale rating of between AA - and AA +, based on the S&P rating agency (Note 4).

The Company considers that its cash and cash equivalents present low credit risk based on the external credit ratings of the counterparties. There are no indications of impairment based on this risk exposure.

All transactions are carried out with institutions with acceptable liquidity scores and in line with the Company's treasury and cash management policy.

Interest rate risk

This risk arises from the effects of volatility incurring losses from fluctuations in interest rates that increase the financial expenses of financial obligations.

On September 30, 2022, some 92% of loans and financing accrue interest based on fixed rates (Note 15). Currently, the Company does not operate with hedge, swap or other transactions involving derivative financial instruments.

A fall in interest rate indexed to the CDI rate may negatively impact the Company's cash and cash equivalents position (Note 4), thus generating a reduction in the level of income from short-term investments.

Exchange risk

Represents the risk of financial losses due to foreign exchange volatilities increasing amounts payable for loans contracted in foreign currencies.

On September 30, 2022, 81.6% of loans (short and long term) are US dollar denominated. Sensitivity analyses are prepared to monitor exposure and measure risks.

Liquidity risk

Represents the risk of the Company not being able to honor its liabilities (mainly debts). The Company and its subsidiaries seek to align the maturity of their debts with the period of cash generation to avoid mismatches and to optimize financial leverage. However, the Company presents negative working capital at September 30, 2022 (Note 1) could affect its operations and treasury management.

The table below details the maturity of the main financial liabilities in the consolidated financial statements:

	Consolidated			Total
	Up to one year	From one to three years	Over three years	
Loans and financing	67,721	9,292	-	77,013
Trade accounts payable	17,952	163	-	18,115
Lease agreement	14,759	9,728	-	24,487
Payables for acquisition of investments	14,339	12,166	34,211	60,716
	114,771	31,349	34,211	180,331

For comparative purposes, the balances on December 31, 2021 were:

	Consolidated			Total
	Up to one year	From one to three years	Over three years	
Loans and financing	47,434	32,194	-	79,628
Trade accounts payable	16,874	-	-	16,874
Lease agreement	10,662	15,354	-	26,016
Payables for acquisition of investments	11,627	15,391	43,494	70,512
	86,597	62,939	43,494	193,030

Sensitivity analysis

A sensitivity analysis for exchange rate and interest rate risks, at September 30, 2022, is presented below. This analysis considers a probable base scenario as assessed by Management based on information available in the market, such as: US Dollar R\$5.20 (Focus report of 07/11/2022) and CDI 13.75% (BM&F).

		Effect on equity on	
		09/30/2022	30/09/2022
BNDES Financing	US\$	54,014	2,064
Payables for acquisition of investment	CDI	60,716	(2,924)
	US\$	5.4066	5,2000
	CDI	13.65%	13.75%

25 Non-cash transactions

The transactions below had no effect on of the Company or subsidiaries:

<u>Investment activities</u>	<u>Parent company</u>		<u>Consolidated</u>	
	<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</u>
Acquisition of fixed assets	-	(1,035)	(36)	-
Term intangible acquisition	-	-	(562)	(696)
	-	(1,035)	(598)	(696)
<u>Financing activities</u>				
Loans and financing paid with AFRMM	(13,851)	-	(13,851)	-
Related parts	(5,199)	-	6,374	-
	(19,050)	-	(7,477)	-
Total non-cash transactions	(19,050)	(1,035)	(8,075)	(696)

26 Insurance

The Company and its subsidiaries have several insurance policies in order to protect their operations and assets. For the Shipping activities, Asgaard and CNA contract insurance cover for their vessels (hull insurance), in addition to protection and indemnity coverage (P&I).

The main coverages as at September 30, 2022 are:

Hull Insurance:

- CNA: Total coverage of R\$101 million
- Asgaard: Total coverage of US\$32.6 million
- MLog: Total coverage of US\$24.9 million

Protection and Indemnity Insurance (P&I):

- CNA: Coverage limited to US\$ 8.2 billion per event and occurrence.
- Asgaard: Maximum Indemnity Limit. International P&I Group limit - greater than US\$8.2 billion.
- MLog: Maximum Indemnity Limit. International P&I Group limit - greater than US\$8.2 billion.

On 7/4/2022, the civil liability insurance for directors and officers (D&O) of the parent company and its subsidiaries was renewed, effective until 07/04/2023, at the insured amount of up to R\$50 million.

On 08/31/2022 Named Risks of Parent Company and Morro do Pilar subsidiary was renewed effective until 08/31/2023, at the insured amount of up to R\$ 250 million.

27 Personnel expenses

	Parent company		Consolidated	
	09/30/2022	09/30/2021	09/30/2022	09/30/2021
Compensation & charges	(3,743)	(3,407)	(8,958)	(7,993)
Social Security Charges	(893)	(871)	(2,890)	(2,582)
Benefits	(615)	(581)	(2,427)	(2,078)
Other	-		(34)	-
	<u>(5,251)</u>	<u>(4,859)</u>	<u>(14,309)</u>	<u>(12,653)</u>

28 Other operating income (expenses)

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>09/30/2022</u>	<u>09/30/2021</u>	<u>09/30/2022</u>	<u>09/30/2021</u>
Reversal (recognition) of provisions ¹	(47,326)	(2,285)	(48,643)	(3,530)
Judicial agreement	(19,086)	(491)	(19,086)	(491)
Debt forgiveness	2,104	26,997	2,104	26,997
Libra contingent consideration adjustment	-	869	-	869
Write-off of investment and property, plant and equipment	-	(4)	(100)	(1,000)
Insurance Reimbursements	499	150	499	159
Other	(4)	-	172	(121)
	<u>(63,813)</u>	<u>25,236</u>	<u>(65,054)</u>	<u>22,883</u>

¹ - 2022 includes provision of interest and indexation update of debt on shareholder Maverick Holding balances (Note 1).

² - Amount of R\$ 19,034 registered as Other accounts payable for agreement between MLog and Boa Sorte Ltda. (Note 19) among others agreements with third parties of R\$ 52

29 Information by business segment

Segment information is prepared in accordance with CPC 22 (Segment Information), equivalent to IFRS 8, and is presented to reflect the business of the Company and its subsidiaries, identified based on its management structure and internal managerial information.

MLog uses segments, as described below, that correspond to its strategic business units, which offer different services and products and are managed separately. The following summary describes the operations in each of the reportable segments.

- **Mining**

Covers pre-operating iron ore mining activities in Minas Gerais consolidating all operations related to the studies and research of the work necessary for the protocol of the Operating License ("LI") and implementation of the Morro do Pilar Project.

Dutovias do Brasil S.A and Companhia de Desenvolvimento do Norte Capixaba operate in the logistics segment, linked to mining, both being at the pre-operating stage.

- **Shipping**

The shipping segment consolidates the operations of Asgaard, CNA and the Company. Asgaard has been operating in the maritime support sector since March 2016, providing services through the OSRV Asgaard Sophia vessel to Petrobras. CNA transports oil and derivatives in the northern region of Brazil, operating its assets at close to full capacity given the current regional conditions, climate and warehousing infrastructure. The Company earns charter revenue from the three AHTS that operate in the offshore support sector, providing services to Petrobras through BOM (a CNA associate).

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Statements of profit and loss - Segments
as of September 30, 2022
(In thousands of Brazilian reais – R\$)

	<u>Mining</u>	<u>Shipping</u>	<u>Consolidated</u>
Net service revenue	-	174,821	174,821
Cost of services	-	(175,716)	(175,716)
Gross profit	-	(895)	(895)
Operating expenses			
Personnel	(6,770)	(7,539)	(14,309)
Services rendered	(2,736)	(625)	(3,361)
General and administrative	(759)	(4,162)	(4,921)
Depreciation and amortization	(265)	(44)	(309)
Taxes	(159)	(1,234)	(1,393)
Other operating income (expenses)			
Government subsidies – AFRMM	-	10,517	10,517
Other operating income	(66,300)	1,246	(65,054)
	(76,989)	(1,841)	(78,830)
Operating profit (loss) before financial income (expenses)	(76,989)	(2,736)	(79,725)
Financial income and expenses			
Financial income	3,065	2,396	5,461
Financial expenses	(5,570)	(17,186)	(22,756)
	(2,505)	(14,790)	(17,295)
Loss before income tax and social contribution	(79,494)	(17,526)	(97,020)
Income tax and social contribution			
Current	-	(3,163)	(3,163)
Deferred	-	353	353
Loss for the period	(79,494)	(20,336)	(99,830)

MLog S.A.
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on September 30, 2022

**Statements of profit and loss - Segments
as of September 30, 2021
(In thousands of Brazilian reais – R\$)**

	<u>Mineração</u>	<u>Navegação</u>	<u>Consolidated</u>
Net service revenue	-	71,333	71,333
Cost of services	-	(69,064)	(69,064)
Gross profit	-	2,269	2,269
Operating expenses			
Personnel	(5,922)	(6,731)	(12,653)
Services rendered	(2,508)	(741)	(3,249)
General and administrative	(459)	(3,311)	(3,769)
Depreciation and amortization	(215)	(83)	(298)
Taxes	(1,296)	(482)	(1,778)
Other operating income (expenses)			
Government subsidies – AFRMM	-	8,999	8,999
Other operating income	(3,291)	26,174	22,883
	(13,691)	23,826	10,135
Operating profit (loss) before financial income (expenses)	(13,691)	26,095	12,404
Financial income and expenses			
Financial income	19,778	1,372	21,150
Financial expenses	(296)	(17,046)	(17,342)
	19,482	(15,674)	3,808
Profit before income tax and social contribution	5,792	10,421	16,212
Income tax and social contribution			
Current	-	(2,041)	(2,041)
Deferred	-	(4,350)	(4,350)
Profit for the period	5,792	4,030	9,821

Assets and Liabilities

Segment Information as of September 30, 2022

(In thousands of Brazilian reais – R\$)

	<u>Corporate</u>	<u>Mining</u>	<u>Shipping</u>	<u>Consolidated</u>
Assets				
AFRMM	-	-	12,201	12,201
Rights in the business transaction	-	-	78	78
Related parties	1,462	-	19	1,481
PP&E	-	30,710	274,394	305,104
Intangible assets	-	746,389	65,781	812,170
Other	1,120	817	70,182	72,119
	2,652	777,916	422,655	1,203,153
Liabilities				
Trade accounts payables	361	101	17,653	18,115
Loans and financing	-	-	77,013	77,013
Related parties	41,563	-	241	41,804
Provisions	-	7,321	1,537	8,858
Payables for acquisition of investments	-	-	60,716	60,716
AFRMM	-	-	187,766	187,766
Other	5,049	574	117,153	122,776
	46,973	7,996	462,079	517,048

MLog S.A.
Individual and consolidated financial information
on September 30, 2022

Assets and Liabilities

Segment Information as of December 30, 2022

(In thousands of Brazilian reais – R\$)

	Corporate	Mining	Shipping	Consolidated
Assets				
AFRMM	-	-	9,726	9,726
Rights in the business transaction	-	-	933	933
Related parties	99,271	-	400	99,671
PP&E	-	30,729	293,619	324,348
Intangible assets	-	744,352	65,954	810,306
Other	1,646	995	37,384	40,025
	100,917	776,076	408,016	1,285,009
Liabilities				
Trade accounts payables	448	233	16,193	16,874
Loans and financing	-	-	79,628	79,628
Related parties	39,579	-	11,253	50,832
Provisions	-	6,802	1,484	8,286
Payables for acquisition of investments	-	-	70,512	70,512
AFRMM	-	-	181,411	181,411
Other	760	593	52,716	54,069
	40,787	7,628	413,197	29,612

30 Subsequent events

On November 1, 2022 BNDES accepted the proposal for a loan renegotiation under the following terms:

- Fixed amount of R\$ 1,700 for the installments of October and November of 2022, and an approximately R\$ 1,700 for the remaining 29 installments, representing a reduction of some 50% compared to the original monthly debt installments;
- 120 days agreed to constitute a balance on an AFRMM granted account; and
- Lengthening payment terms for 24 months, until April, 2025.

Gustavo Barbeito de Vasconcellos Lantimant Lacerda

Chief Executive Officer

Antônio Frias Oliva Neto

Chief Financial Officer

Yury Gazen Dimas

Accountant – CRC RJ 131582/O-3

(A free translation of the original in Portuguese)

Management Report - 3Q 2022



Rio de Janeiro, December 01, 2022. The Management of MLog S.A. ("MLog" or "Company"), together with its direct or indirect subsidiaries Morro do Pilar (Iron Ore Project), North Capixaba Development Company (District Industrial Project and Porto Múltiplo in Linhares), Asgaard Bourbon Navegação (Offshore Shipping Company) and CNA – Amazon Shipping Company (Inland and Coastal Shipping Company), in compliance with the legal and statutory provisions, submits its Management Report and the Consolidated Quarterly Financial Information of the Company, accompanied by the Independent Auditors' Review Report, for the third quarter ended September 30, 2022. All amounts mentioned in this report, referring to the Company's Financial Statements, are presented in thousands of Reais, unless otherwise indicated.

3Q 22

◆ Shipping

◆ *Operations*

- Operability lightly below expectations
- Personnel costs due to COVID-19 still , but to a lesser extent than in previous quarters
- Higher volume and revenue from inland navigation business

◆ Mining

◆ *Licensing*

- Works and studies related to the environmental licensing of the MOPI Project

◆ *Strategic*

- Total or partial sale process of the MOPI Project

Management Report - 3Q 2022

Message from the Management



After studies carried out in the first two quarters of 2022, the Company decided form a new subsidiary to consolidate all its shipping businesses, including all assets and liabilities related to these activities: offshore, cabotage and inland.

This new subsidiary, NSN, is in the process of incorporation. Once formalized the Company will apply for category B registration with CVM (Brazilian Securities Commission). Once the registration is approved by the CVM, the Company will be able to issue debt securities in public offerings.

This consolidation of shipping assets and access to capital markets will enable the Company to better manage its capital structure, including for new financing.

The Management Reports the addresses the consolidated only for strategically relevant changes and activities directly related to the holding company. Further details are provided on the operations and results for Mining and Shipping in the relevant sections of this Report

The Company continues to seek to lengthen its debt tenures, since a significant portion falls due in the short-term, impacting cash flows and capacity for growth.

With most of its assets in the pre-operational stage, especially those related to the Morro do Pilar Project, MLog ended the third quarter of 2022 with a consolidated current assets lower than current liabilities.

The Company's ability to combine additional capital raising to adjust its cash flow and executing its business plan, with a focus on generating cash from its shipping activities (including the announced operation with Bourbon) and the conversion of AFRMM into free cash, are important to its consolidated operating and pre-operating activities.

Message from the Management - COVID 19



The management of MLog and its subsidiaries, following CVM guidance in OFÍCIO-CIRCULAR/CVM/SNC/SEP/n.º 02/2020, analyzed the potential risks of the COVID-19 pandemic to their businesses.

Since the week of March 17, 2020, MLog has implemented operational measures to reduce the risk of COVID-19 viral contamination among its employees, including: social distancing, working from home, suspension of in-person meetings, use of virtual meetings, communication of preventive measures to avoid contamination, risk questionnaires and joint actions with occupational physicians, testing laboratories when need and health insurance.

These measures have been modified as the COVID-19 pandemic changed. In March 2022, Management began returning staff to the office, adopting COVID-19 prevention policies consistent with the virus transmission indicators for each location.



Although the effects of the COVID-19 pandemic have reduced in recent months as mass vaccination programs have advanced in Brazil, Management prepared a list of the main risks by business line:

Shipping

MLog's shipping business is comprised of shipping support to the offshore oil industry, through Asgaard Bourbon, and logistics services to the oil and derivatives' industry, through CNA.

Asgard Bourbon currently operates with firm and longer-term contracts, of at least 12 months, with Petrobras, with guaranteed contractual demand and price.

Among the main risks associated with Asgaard Bourbon's operations, are:

- Interruption of services by Petrobras for reasons of Force Majeure;
- Temporary interruption of Asgaard's ability to provide services due to events related to the pandemic, such as sanitary quarantine, lack of properly qualified and authorized technical personnel and essential materials for the provision of services, such as fuel oil, food for the crew and parts for maintenance of the vessel;
- Increased operational risks caused by communication, control and management problems, all potentially impacted by the regulatory actions of the government

Message from the Management - COVID 19



CNA operates in the transportation of crude oil and derivatives with a diversified portfolio of customers, routes and products in the North region of Brazil. Its main customers are Raízen, FS and Petrobras and its main routes are Coari-Manaus and Manaus-Porto Velho, where crude oil, diesel, gasoline and other derivatives are transported.

Among the main possible risks associated with CNA, are:

- Reduction in demand for oil and oil product transportation services in its region of operation, which would negatively impact the company's transported volume, net revenue and operating result;
- Temporary interruption of the CNA's capacity to provide services due to events related to the pandemic, such as sanitary quarantine, lack of properly qualified and authorized technical personnel and essential materials for the provision of services, such as fuel oil, food for the crew and parts for maintenance of the vessel;
- Increased operational risks caused by communication, control and management problems, all potentially impacted by the regulatory actions of the government.

Both Asgaard and CNA have insurance contracts with protection for extreme cases, but some cases may be outside the scope, particularly for the results of MLog's Shipping (see Note 24 – insurance).

Mining

MLog's mining business, the main asset of which is the Morro do Pilar Project, is in a pre-operational stage. As a result, the operational COVID-19 associated risks for the asset are limited. The Company is making every effort to raise funds to implement the Project but volatility in the market and falling asset prices may impact the value of its assets and the Project implementation timeline.

Long Term Impact

MLog's Management believes that currently, no adjustment is necessary in its Financial Statements due to COVID-19 and its consequences, continues to monitor, both globally and locally, and will inform its shareholders as situations arise.

Offshore Shipping



Operational Highlights

The company currently has five operational vessels contracted to Petrobras.

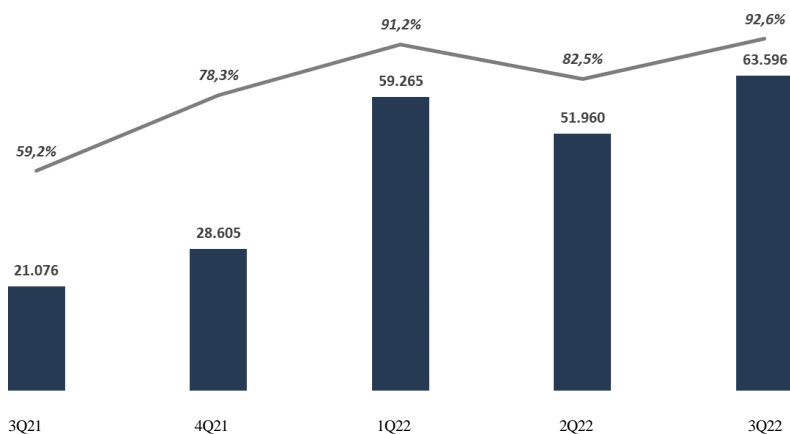


Fleet Operations

- The third quarter of 2022 was negatively impacted by slightly lower-than-expected operating expenses and by costs due to COVID-19, which are abating as vaccination programs and normalization of operations advance.
- At the end of the third quarter, Asgaard Bourbon was awarded another Petrobras contract, this time for the vessel Haroldo Ramos. The auction provides for a firm contract for four years and the final daily rate was higher than the values of the current contract, which will end in February 2023. To enter operation under this new contract, the vessel will undergo an update of its dynamic positioning (DP), in addition to intermediate docking. After formalization, we will include it in our *backlog* information reported in this Report.



Operationality and Net Revenue



Offshore Shipping



Current Contract Backlog

The backlog of firm contracts for our navigation activity is shown in the table below.



Current Contract Backlog



Vessel	Vessel Type	Beginning of Contract ¹	End of Firm Term ²	Backlog (R\$ 000) ³
Asgaard Sophia	OSRV	set-21	set-24	42.577
Geoniso Barroso	AHTS	jul-21	jan-25	83.355
Yvan Barreto	AHTS	nov-21	abr-25	94.050
Haroldo Ramos	AHTS	fev-19	fev-23	13.533
Stim Star Arabian Gulf	WSSV	dez-21	dez-24	165.863
			Total⁴	399.379



1- The effective date of contract inception, when already engaged, or estimated when in the future.

2- The firm period of the contract is equivalent to the minimum guaranteed period of the same. Our contracts renewal when mutually agreed between the parties, not considered in the Backlog.

3- The backlog value considers the closing exchange rate on September 30, 2022, of R\$5.406, for conversion of amounts in US\$ to R\$. On average, contract value are 60% in US\$ and 40% in R\$.

4- The BE808 vessel delivery was canceled by the Company after an agreement with Petrobras was not met

Offshore Shipping

Main types of Offshore vessels



- *Platform Supply Vessel (PSV)*, vessels capable of transporting liquid and solid cargo between the coast and the platforms and vice versa.
- *ROV Supply Vessel (RSV)*, specialized or prepared vessels for the operation of one or more ROV (Remote Operate Vehicle).
- *Multi-purpose Platform Supply Vessel (MPSV)*, multi-purpose vessels, capable of transporting both liquid and solid cargo, capacity to accommodate personnel above PSVs, in addition to the capacity of other operations, including ROVs.
- *Anchor Handling Tug Supply (AHTS)*, vessels capable of mooring and towing platforms, cranes and other vessels.
- *Oil Recovery Supply Vessel (OSRV)*, vessels that have at sea fire-fighting and oil recovery equipment/capacity.
- *Well Stimulation Supply Vessel (WSSV)*, vessels whose equipment is capable of intervening and stimulating oil wells, aiming at improving oil recovery.
- *Dive Support Vessel (DSV)*, vessel equipped for activities involving divers.
- *Construction Support Vessel (CSV)*, vessels equipped for subsea construction and installation activities, generally including use of ROVs and divers.

Regulatory Overview of the Brazilian Market

- *Empresa Brasileira de Navegação (EBN)* is an entity authorized by regulatory agencies (ANTAQ) to operate in one or several Shipping activities in Brazil. To be considered an EBN, a company resident in Brazil (even if its capital is held by nonresidents) and have at least one Brazilian flagged vessel operating regularly.
- *Registro Especial Brasileiro (REB)* is an exclusive regime for Brazilian-flagged vessels operated by Brazilian shipping companies. Vessels built in Brazil, imported (with payment of taxes) or foreign vessels, with temporary suspension of the original flag, can be registered under the REB regime. In the latter case, registration depends on the availability of tonnage of Brazilian vessels by the operating EBN (Article 10 of Law 9,432, of January 8, 1997)
- *Main types of charter*
 - i. **Bareboat charter:** charterer has possession, use and control of the vessel;
 - ii. **Time charter:** charterer receives the armed and manned vessel, or part of it, to operate it.

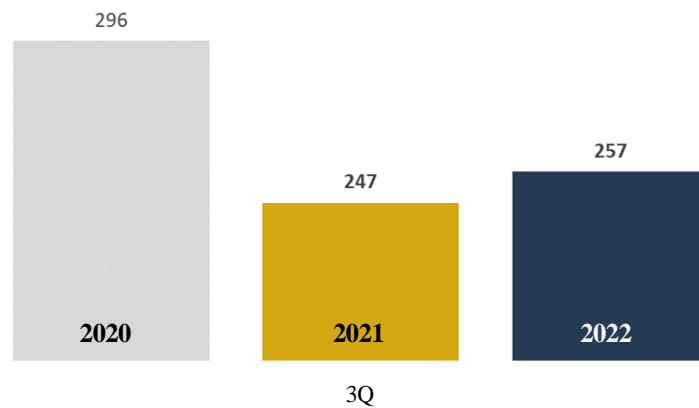
Inland and Coastal Shipping

Operational Highlights

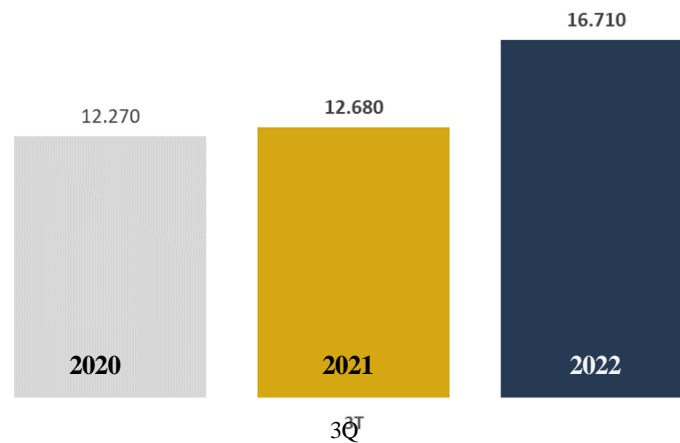
Volume and Net Revenue

- The third quarter of 2022 showed an increase in volume compared to the same period of 2021 and a decrease compared to 2020. Most of the oscillation is related to the change in the mix of routes and effects of the COVID-19 pandemic.
- Due to the price adjustment and the aforementioned changes in the mix of the company's routes, the company's net revenue increased by 32% compared to the same period in 2021 and 36% compared to the same period in 2020.

Transported Volume ('000)



Net Revenue (BRL '000)



Inland and Coastal Shipping



Additional Freight for Renewal of the Merchant Marine (“AFRMM”)

An important part of the CNA's result is the Additional Freight for Renewal of the Merchant Marine (“AFRMM”), regulated mainly by Law 10,893 of 2004. The AFRMM is a federal tax levied on maritime freight to support the development of the merchant marine and the Brazilian naval construction and repair industry, and is a basic source of Merchant Marine Fund (FMM).

AFRMM rates vary according to the type of product, transport and region of origin or destination. For river transport of liquid bulk in the North region, the AFRMM rate is 40% on the freight price. The freight surcharge generated by the services provided by CNA is subsequently credited to a linked account of the company with Banco do Brasil and can be used by CNA, its affiliates or its parent company, mainly for:

- (i) acquisition of new vessels, for own use, built in Brazilian shipyards;
- (ii) for intervention (jumborising, conversion, modernization, docking or repair) of own

vessel in a Brazilian shipyard; and

(iii) for the payment of the installment of the principal and financing charges granted with FMM resources.

- (iv) for the payment of chartering of Brazilian vessels.

AFRMM accounting follows the rules of CPC 07 (IAS 20). When the freight service is completed, the amount receivable from AFRMM is recognized simultaneously in long-term assets and in non-current liabilities, as deferred revenue, not initially impacting CNA's results. Currently, within an average period of approximately 90 days, this AFRMM credit is deposited in CNA's restricted account with Banco do Brasil. At this time the AFRMM is available for use as permitted.

When the AFRMM is used, the non-current liabilities that were the counter entry to the revenue are affected as follows:

If the company uses R\$ 100 to purchase a vessel that will be depreciated over 20 years, its balance sheet will show the initial value of R\$100 in the property, plant and equipment assets and the liabilities will continue to show a value also of R\$100 as deferred revenue from AFRMM.

After the vessel's first year of use, property, plant and equipment will indicate R\$95 (R\$100 – R\$5 depreciation). The liability will also be reduced by the same amount as the depreciation, starting to mark R\$95. The counter entry for the reduction in liabilities, is R\$5 recorded in the income statement as Subsidy Income-AFRMM.

Although the cash effect of the use of AFRMM occurs in approximately 30 months and its use does not generate a financial liability for the company, the economic benefit to shareholders takes place, in accounting terms, over the useful life of the asset.

Shipping (Offshore + Inland/Coastal)



Income Statement - 3 Months (3Q 22)	Shipping	AHTS BOM ¹	Combined
Net Revenue	63.596	0	63.596
(-) Cost of Services and Products without Depreciation	-51.796	0	-51.796
(-) G&A	-4.832	0	-4.832
(+/-) Other Operating Income and Expenses	3.244		3.244
EBITDA	10.212	0	10.212
(+) New AFRMM Generated	6.159	0	6.159
(-) AFRMM Revenue (CPC07/IAS20)	-3.475	0	-3.475
(+/-) Non-recurring ²	-666	0	-666
Adjusted EBITDA³	12.230	0	12.230

1– On December 30, 2021, Asgaard Bourbon was awarded the contract for the vessel Haroldo Ramos, which had been contracted by Bourbon from Petrobras. Consequently, all vessels are now operated by Asgaard Bourbon and, will shortly be included in the consolidated financial information of MLog.

2– The following item was considered non-recurring: (i) the gain of R\$666 referring to the adjustment of the Obligations for Investment Acquisition.

3– The Adjusted EBITDA Metric not reviewed by independent auditors.

MOPI - Morro do Pilar Project



Operational Highlights

The MOPI Project is located in one of the least densely populated areas in the iron ore region of Minas Gerais and the natural characteristics of the tailings from our production process favor the adoption of safer technological solutions at competitive costs. We believe that regulatory changes, although requiring greater investment in studies, are positive for the MOPI Project.



After filing the application for the Installation License ("LI") of the MOPI Project, carried out in August 2019 and updated in 2021, and given the current iron ore price cycle, which is close to a historical peak, the Company changed its deployment alternative to one based on the phased development of the MOPI Project.

This will reduce the required initial investment volume, accelerating the project's entry into operation, as explained below.

Logistics for Phases 2 and 3 of the Morro do Pilar Project



On August 30, 2021, the Federal Government published Provisional Measure No. 1,065, changing the railway regulatory framework allowing for railways or railway sections to be laid upon authorization, without the need for a concession.

Taking advantage of this opportunity, MOPI requested an authorization for two railway sections related to Phases 2 and 3 of our project, the first connecting MOPI to Estrada de Ferro Vitória Minas - EFVM and another connecting EFVM to our land in Linhares (ES), serving as a potential port alternative.

In addition to the requests made by MOPI, (i) MRS Logística, one of the largest railway operators in Brazil, requested authorization for a section linking the current MRS network to the municipality of Conceição do Mato Dentro, adjacent to our project, and (ii) the Vale, the EFVM concessionaire, requested a section linking the EFVM to Serra da Serpentina, which is next to MOPI. The two requests above could meet the flow of MOPI's production.

Direct Shipping Ore Project - DSO (Phase 1 of the Morro do Pilar Project)

Environmental Licensing

As the DSO Project is located in the same Directly Affected Area (ADA) and its volume of resources was already part of the MOPI Project, the licensing process will proceed with the current application for the Installation License (LI) for the project as a whole. After the issuance of the LI and installation of the DSO plant, the Company will apply for a partial Operating License (LO) for the DSO. The implementation of the structures and processing plant for the following phases of the MOPI Project will already be authorized by this LI and will then be the target of future LO requests .

MOPI - Morro do Pilar Project

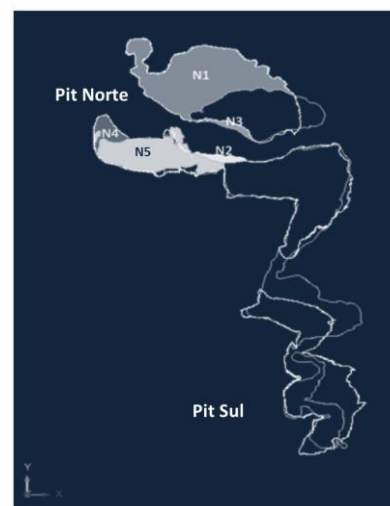
Direct Shipping Ore Project - DSO (Phase 1 of the Morro do Pilar Project)



Resources

The DSO project is based on the operation of mineral resources certified by SRK in 2014. This SRK report certified a total of 1.6 billion tons of resources from the Morro do Pilar Project, with 1.33 billion tons of measured and indicated resources and 0.31 billion tons of inferred resources following Canadian Institute of Mining, Metallurgy and Petroleum (CIM) standards of November 27, 2010 and Canadian National Instrument Form 43-101F (Form NI 43-101F).

Of this total, 20 million tons of resources are of formation characterized as hematite, with a natural iron (ROM) content of 63%, as shown in the table below. In addition to these resources, the area also contains approximately 10 million tons of canga, which can potentially be converted into a product with satisfactory quality.



Lito	Mass (Mt)	% Fe	% SiO ₂	% Al ₂ O ₃	% Lol
HEM	4.0	64.7	4.3	1.96	0.94
HEM	16.7	62.8	6.8	2.06	1.11
Total DSO	20.7	63.1	6.33	2.04	1.08

Production volume and product

The planned production volume for the DSO Project is up to 5 million tons per year of the final product, fine iron ore, with 63% Fe content.

Logistics

The outflow logistics for the sale of this product will be by road to Itabira (MG), Ipatinga or the MRS railway, where the product will be sold or transported for export.

Investment (Capex)

The Company's estimated Capex for the full implementation of the DSO Project is approximately US\$40 million, which may be reduced if the Company chooses to rent part of the structure.

Management Report - 3Q 2022



Financial Summary



Income Statement - 3Q 2022 (3 months)	Shipping	Mining	Consolidated
Net Revenue	63.596	0	63.596
(-) Cost of Services and Products before Depreciation	-51.796	0	-51.796
(-) G&A	-4.832	-3.491	-8.323
(+/-) Other Operating Income and Expenses	3.244	1.035	4.279
EBITDA	10.212	-2.456	7.756
(+) New AFRMM Generated	6.159	0	6.159
(-) AFRMM Revenue (CPC07/IAS20)	-3.475	0	-3.475
(+/-) Non-recurring	-666	2	-666
Adjusted EBITDA¹	12.230	-2.456	9.774
Depreciation/Amortization			-9.476
(-) New AFRMM Generated			-6.159
Financial Income			134
Financial Expenses			-7.945
Exchange Variation			-3.238
(+) AFRMM Revenue (CPC07/IAS20)			3.475
(+/-) Non-recurring			666
Taxes			262
Net Result			-14.360

The Shipping activity includes the Parent Company's shipping operations, in addition to the CNA and Asgaard investees, while Mining comprises the MOPI Project, Dutovias and CDNC.

1- Adjusted EBITDA metrics not reviewed by independent auditors.

Management Report - 3Q 2022



Financial Summary



Income Statement - 3Q 2022 (9 months)	Shipping	Mining	Consolidated
Net Revenue	174.821	0	174.821
(-) Cost of Services and Products before Depreciation	-150.874	0	-150.874
(-) G&A	-13.560	-10.424	-23.984
(+/-) Other Operating Income and Expenses	11.763	-66.300	-54.537
EBITDA	22.150	-76.724	-54.574
(+) New AFRMM Generated	16.854	0	16.854
(-) AFRMM Revenue (CPC07/IAS20)	-10.517	0	-10.517
(+/-) Non-recurring	-2.104	68.540	66.436
Adjusted EBITDA¹	26.383	-8.184	18.199
Depreciation/Amortization			-25.151
(-) New AFRMM Generated			-16.854
Financial Income			2.252
Financial Expenses			-22.756
Exchange Variation			3.209
(+) AFRMM Revenue (CPC07/IAS20)			10.517
(+/-) Non-recurring			-66.436
Taxes			-2.810
Net Result			-99.830

The Shipping activity includes the Parent Company's shipping operations, in addition to the CNA and Asgaard investees, while Mining comprises the MOPI Project, Dutovias and CDNC.

1- Adjusted EBITDA metrics not reviewed by independent auditors.

Consolidated Financial Information

Net Revenue



The Company presented Consolidated Net Revenue of R\$63.596 in the third quarter of 2022. The Shipping activity presented an increase in revenue compared to the same period in 2021, with the increase caused mainly by receipt of charter revenue from the AHTS vessels purchased from BOM and the start-up of the WSSV Stim Star Arabian Gulf. In December, the last contractual transfer from BOM to Asgaard Bourbon was carried out and, therefore, in 2022 all Net Revenue and results of AHTS vessels were accounted for by the Company and its subsidiaries.



The Company presented a consolidated loss of R\$14,360 in the third quarter of 2022. In addition to the consolidated operating result, financial expenses and exchange rate variations on the debt with BNDES influenced the Company's result.

Cash and cash equivalents



The Company ended the third quarter of 2022 with a consolidated cash position of R\$11.426.

Commitments assumed from the BOM Operation

The Company assumed the debt with BNDES for the AHTS vessels purchased from BOM on December 30, 2020. This loan totaled R\$54,014 in September 30, 2022.

Loans and Financing

The Company ended the quarter with total loans and financing of R\$77,013, including R\$54,014 for loans from BNDES, assumed as part of the acquisition of AHTS from BOM.

In addition to bank loans, the Company also has liabilities with related parties of R\$41,563 and Obligations for Acquisition of Investments of R\$60,716, as detailed below.

Chartered Vessels and Payable Leases

Following the accounting changes in CPC 06 (IFRS 16), the Company started to recognize certain charter and lease agreements as assets and liabilities. At the end of 3Q 2022, the Company had non-current assets of R\$20,646 related to Chartered Vessels, Current Liabilities of R\$14,759 and Non-Current Liabilities of R\$9,728 for Charters Payable.

Consolidated Financial Information

Obligations for Investment Acquisition



The amounts payable originally referring to the acquisition of CNA are accounted for as Investment Acquisition Obligations.

On December 26, 2019, under the approved Judicial Reorganization Plan, Grupo Libra paid its original creditors for these Obligations in the Acquisition of Investments owed by MLog. Hence, the original creditors of Grupo Libra became creditors of these Obligations.

O Fundo de Direitos Creditórios Atacado – Não Padronizado (FIDC Atacado), in the capacity of transferee and procedural successor of Banco Santander, held 26.3% of the total credits. In March 2020, FIDC Atacado assigned all of its rights to Geribá Participações SPE-2 Ltda. (Geribá) and the latter, on 10/30/2020, assigned these rights to Rio Alva Participações S.A. (Rio Alva).



On this last date, the Company and its subsidiaries Asgaard and CNA entered into an agreement to make: (i) the payment of R\$3,000 on the date of the Acknowledgment of Debt; (ii) the payment of two additional installments, maturing in 2021, already paid, totaling R\$3,000, in addition to the payment of five operational vessels belonging to CNA. The ownership of these vessels was transferred to Rio Alva in 2021, and legal motions are still pending for the transfer of their effective properties.

Banks Bradesco (29.3%) and Itaú (36.5%) account for approximately 65% of total credits, with the remaining approximately 8% to various creditors who were originally debenture holders of Grupo Libra.



As per the Material Fact notice disclosed on September 22, 2021, the Company entered into an agreement with Itaú and Bradesco that include the extension and reduction of these amounts.

These Investment Acquisition Liabilities totaled R\$60.716 as of September 30, 2022.

Current Assets and Liabilities

As most of its assets are in the pre-operational stage, especially those related to the Morro do Pilar Project, MLog ended the third quarter of 2022 with a consolidated volume of current assets (R\$75.007) lower than its current liabilities (R\$235.382).

This profile reflects the short-term portion of the debt assumed with BNDES, in addition to the short term amounts payable for the acquisition of CNA (Obligations in the Acquisition of Investments).

The Company's intention to seek additional capital and/or executing its business plan, focusing on generating cash from its shipping activities (including the announced transaction with BOM) and converting AFRMM into free cash, is an important factor to assure its operational and preoperational activities are not compromised.

These events and conditions indicate the existence of a material uncertainty that could raise significant doubts as to the Company's ability to continue operating as a going concern. If the Company is unable to continue operating in the normal course of its business, then it may seek to (i) sell assets, including, but not limited to, goodwill for expected future profitability and other intangible assets, and (ii) in complying with certain obligations for the amounts recognized in its financial statements.

Consolidated Financial Information

Capital Structure



Since 2016, when its assets were all in the pre-operational phase, the Company has been increasing its capacity to generate sustainable operating results through the acquisition of CNA and the BOM Operation.

Up to 2020 the Company did not have a consolidated recurring source of operating income or a significant cash position; these rely on the assumption of future payment commitments.

The Company currently has total liabilities of R\$517.048 which includes R\$187.766 of Government Grants to be appropriated – AFRMM; although recognized as liabilities, they do not represent a cash obligation of the Company. This reflects the accounting methodology for government subsidies, as determined by CPC 07.

The value of the Company's total liabilities, excluding the value of Government Grants to be appropriated - AFRMM, is R\$329.282, equivalent to 27.4% of its total assets and 48.1% of its Shareholders' Equity.



Capital Market and Corporate Governance



MLog is a publicly-held company, registered with the Brazilian Securities Commission (CVM). The Company's Board of Directors, elected at the Annual General Meeting held on June 30, 2021, is currently composed of four members, all with terms of office until the next Annual General Meeting, reelection being permitted. The current members of this Board are: Luiz Claudio Souza Alves, Chairman of the Board of Directors, Alvaro Piquet, Otavio Paiva e Elias Nigri.

In 2022, the Company's Board of Directors elected the Board of Executive Officers for a term to end after the Company's next Annual General Meeting.

The current Executive Board is composed of Gustavo Barbeito de Vasconcellos Lantimant Lacerda (CEO and IOR), Luiz Claudio Souza Alves (VP Director) and Antonio Frias Oliva Neto (CFO).

Arbitration Clause

The Company, its shareholders, managers and members of the Board of Directors undertake to resolve, through arbitration, any dispute or controversy that may arise between them, related to or arising, in particular, from the application, validity, effectiveness, interpretation, violation and its effects of the provisions contained in the Bylaws, in the shareholders' agreements filed at the Company's headquarters, in the Corporate Law, in the rules published by the National Monetary Council, the Central Bank of Brazil or CVM, in the regulations of CVM, in stock exchange regulations, in the other rules applicable to the functioning of the capital market in general, in the Arbitration Clauses and in the Arbitration Regulation of the Market Arbitration Chamber, conducted in accordance with the latter Regulation.

Capital Market and Corporate Governance



In compliance with CVM Instruction No. 381 of 2003, the Company informs beginning from the first quarter of 2022, PwC Brasil has been providing external audit services for the Company related to the examination of its financial statements.



Rio de Janeiro, December 1, 2022.

Management



Investors Relations

Gustavo Barbeito

CEO / IR Officer

Contact

ri@mlog.com.br

Phone: +55 21 3248 4800

www.ir.mlog.com.br

Certificado de Conclusão

Identificação de envelope: 9C6B2A68D43A4111AEB521A6324A21FA

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Viviane Sperendio Camacho

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viviane.camacho@pwc.com

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Rastreamento de registros

Status: Original

29 de março de 2023 | 12:30

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viviane.camacho@pwc.com

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29 de março de 2023 | 17:40

Portador: CEDOC Brasil

BR_Sao-Paulo-Arquivo-Atendimento-Team@pwc.com

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Eventos do signatário

Aníbal Manoel Gonçalves de Oliveira

anibal.oliveira@pwc.com

Sócio

PwC BR

Nível de segurança: E-mail, Autenticação da conta (Nenhuma), Certificado Digital

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Viviane Sperendio Camacho

Copiado

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viviane.camacho@pwc.com

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Manager

Assinado: 29 de março de 2023 | 17:40

PwC Brasil

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