

TEGMA GESTÃO LOGÍSTICA S.A.

Publicly Traded Company

CNPJ/MF No. 02.351.144/0001-18

NIRE 35.300.340.931

CALL NOTICE

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The shareholders of **TEGMA GESTÃO LOGÍSTICA S.A.** ("**Tegma**" or "**Company**") are hereby invited to meet at the Ordinary and Extraordinary Shareholders' Meeting, to be held on April 30, 2020 at 10 a.m., exceptionally at the Company's branch, located at Avenida Miro Vetorazzo, nº 1,500, Auditorium 1, District of Demarchi, in the City of São Bernardo do Campo, State of São Paulo, CEP [Zip Code] 09820-135, in order to decide on the following agenda:

I. In Ordinary Shareholders' Meeting:

- (d) Take the management accounts, examine, discuss and vote the management report and the financial statements for the fiscal year ended December 31, 2019, accompanied by the opinions of the Independent Auditors and the Fiscal Council of the Company;
- (e) Deliberate on the Company's capital budget proposal for the fiscal year to end on December 31, 2020;
- (f) Deliberate on the allocation of the net income of the Company's fiscal year ended on December 31, 2019;
- (g) Deliberate on holding and definition of the number of seats on the Company's Fiscal Council and the composition and election of the members of the Company's Fiscal Council, pursuant to articles 31 and 32 of the Company's Bylaws; and
- (h) Establish the global remuneration of the Managers and Members of the Company's Fiscal Council, for the fiscal year to end on December 31, 2020, pursuant to article 15, item III, of the Company's Bylaws.

II. In Extraordinary Shareholders' Meeting:

- (i) Approve the increase in the Company's share capital, in the amount of BRL 174,054,767.57 (one hundred and seventy-four million, fifty-four thousand, seven hundred and sixty-seven reais and fifty-seven cents) without the issue of new shares, by converting the existing balance in the Capital Reserve account, consequently changing the caput of article 5 of the Company's Bylaws;
- (j) Ratify the overall compensation of the Company's management for the fiscal year ended December 31, 2019; and

(k) Ratify the Company's capital budget for the fiscal year ended December 31, 2019.

General Information:

- Shareholders holding nominative common shares, without par value, issued by the Company, by themselves, their legal representatives or attorneys-in-fact, provided that such shares are registered in their name with the depositary financial institution responsible for the service of the book-entry shares of the Company, Itaú Corretora de Valores may participate in the Meeting, herein called.

- The shareholders' participation may be: (a) personally or by a duly appointed attorney-in-fact; (b) via remote voting ballot ("**Ballot**"), wherein detailed guidance on the documentation required for remote voting can be found in the Ballot; and (c) exceptionally for this Meeting, considering the recent updates of COVID-19 (coronavirus) cases in Brazil, as widely reported in the media, the Company shall also provide shareholders or, in the case of power of attorney participation, its attorneys-in-fact, the possibility to participate of the Meeting by means of an electronic system, through the Microsoft Teams digital platform, pursuant to article 21-C, paragraph 1 of CVM Instruction 481, of December 17, 2009, as amended ("CVM Instruction 481/09").

Face-to-face participation:

- The Company, as a practice adopted and pursuant to article 13, paragraph 3, of the Bylaws, requests that shareholders present seventy-two (72) hours in advance of the date of the General Meetings, the following documents:

(i) Individual Shareholders: simple copy of the photo identification document (RG, RNE, CNH or, still, officially recognized professional-class identification cards); and proof of ownership of the shares issued by the Company, duly updated, issued by a bookkeeping financial institution and/or custodian;

(ii) Legal Entities Shareholders: simple copy of the latest consolidated bylaws or articles of association and corporate documentation granting powers of representation (minutes of election of directors and/or power of attorney); simple copy of the photo identification document of the legal representatives; and proof of ownership of the shares issued by the Company, duly updated, issued by a bookkeeping financial institution and/or custodian; ou

(iii) Investment Funds: simple copy of the last consolidated fund regulation and the bylaws or articles of association of its administrator, in addition to the corporate documentation granting powers of representation (minutes of election of the directors and/or power of attorney); simple copy of identification document with photo of the legal representatives; and proof of ownership of the shares issued by the Company, duly updated, issued by a bookkeeping financial institution and/or custodian.

The Company clarifies that, exceptionally for this Meeting, the Company shall exempt the need to send the hard copies of the Shareholders' representation documents to the Company's office, as well as sending certified copies, the signature of the grantor in the power of attorney to represent the Shareholder, the notarization, consularization, apostille and sworn translation of all documents representing the Shareholder, simply sending a simple copy of the original copies of such documents to the Company's e-mail, which is: ri@tegma.com.br.

In case the shareholder has not previously deposited the powers of attorney and representation within the prescribed period, he may attend the Meeting provided that, he submits, up to the date of its execution, the originals of the supporting and required documents attesting his powers to participate and vote, pursuant to article 5, paragraph 2 of CVM Instruction 481/09.

Participation via Ballot:

- The shareholder who chooses to exercise remotely his voting rights by directly sending the Absentee Ballot to the Company, must forward to Avenida Nicola Demarchi, 2.000, District of Demarchi, City of São Bernardo do Campo, State of São Paulo, CEP 09820-655, to the attention of the Investor Relations Department or to the e-mail (ri@tegma.com.br), the following documents:

- (i) absentee ballot concerning the general meeting, duly completed, initialed on all pages and signed, with signature allowed by digital certificate;
- (ii) statement indicating the shareholding position in the Company (unnecessary notarization and consularization in the case of foreign shareholders);
- (iii) simple copy of the following documents:
 - for individuals: photo identification document (RG, RNE, CNH, Passport or, even officially recognized professional-class identification cards) and shareholder's CPF (exempted if the CPF number is in the identification document to be sent);
 - for legal entities: latest consolidated bylaws or articles of association and corporate documentation granting powers of representation (minutes of election of the Board of Directors (if any), minutes of election of the Executive Board and/or power of attorney) as well as the identification document with photo of the legal representatives; and
 - for investment funds: last consolidated regulation of the fund and the bylaws or articles of association of its administrator, in addition to corporate documentation granting powers of representation (minutes of election of directors and/or power of attorney) and identification document with photo of legal representatives.

The Ballots, accompanied by the respective documentation, shall be received by the Company up to seven (7) days in advance of the aforementioned meeting, and shall be appointed as received by the Company, if they are in full order and in accordance with the provisions above, in up to three (3) days of receipt of said document.

Pursuant to Article 21-U of CVM Instruction 481/09, the Company shall inform the shareholder if the documents received are satisfactory for the vote to be considered valid, or, if necessary, the procedures and deadlines for eventual rectification or resubmission.

- In addition to the possibility of remotely voting by directly sending the Absentee Ballot to the Company, shareholders shall be able to transmit instructions for filling out the Ballot to service providers who are able to provide services for collecting and transmitting instructions for filling out the Ballot, as follows:

(i) Shareholders with a shareholding position in a book-entry book: they can remotely vote through Itaú Corretora de Valores, as the financial institution responsible for the service of book-entry shares of the Company. Voting instructions must be carried out through the Itaú Assembleia Digital website. To vote by the website it is necessary to register and have a digital certificate. Information on registration and step by step to issue the digital certificate are described on the website: <https://assembleiadigital.certificadodigital.com/itausecuritiesservices>.

(ii) Shareholders with a shareholding position in a custodian/brokerage institution: should check the procedures for voting with the share custodian institution.

(iii) Shareholders with shares held in more than one institution: (example: part of the position is kept in the books of the bookkeeping agent and another part with a custodian, or shares are held in custody in more than one custodian institution): just send the voting instruction to only one institution, the vote shall always be considered by the total number of shares of the shareholder.

Pursuant to CVM Instruction 481/09, the shareholder must transmit the instructions for filling out the Ballot to the bookkeeping agent or his custody agents within seven (7) days before the date of the meeting.

Shareholders shall contact their respective custody agents to verify the procedures they have established for issuing voting instructions via the Ballot, as well as the documents and information required for such purpose.

Participation via Electronic System

The shareholder who wishes to participate (including to vote) via electronic system, shall send such request to the Company by e-mail ri@teigma.com.br, with a request for confirmation of receipt, at least 48 hours before the General Meeting (that is, until 10 a.m. on April 28, 2020), which shall also be duly accompanied by all shareholder documentation for participation in the General Meeting.

The request must be accompanied by the identification documentation provided for in the items above, with due regard also foreseen in this item.

The Company shall send the respective instructions for accessing the electronic system of participation in the Meeting to Shareholders who have submitted their request within the term and under the conditions above. The duly registered shareholder who participates through the Microsoft Teams digital platform shall be considered present at the General Meeting, being able to exercise their respective voting rights, and sign the respective Meeting Minutes, pursuant to article. 21-V, item III and sole paragraph of CVM Instruction 481/09.

In case the Shareholder who has duly requested his participation by electronic means does not receive from the Company the e-mail with instructions for access and participation in the Meeting at least 24 hours before the Meeting is held (that is, until **10 a.m.** on April 29, 2020), shall contact the Company by the telephone number +55 (11) 4397-9423 in any scenario, before 9:00 a.m. on April 30, 2020 – so that the respective instructions for access are sent to you again (or provided by telephone).

The Company shall provide technical assistance in real time to shareholders who have any problems to electronically participate in the General Meeting. However, it is not responsible for any operational or connection problems that the shareholder may face, as well as for any other issues outside the Company that may make it difficult or impossible for the shareholder to participate in the General Meeting through the electronic system.

The Company also recommends that shareholders who wish to electronically attend the General Meeting become familiar with the use of the Microsoft Teams digital platform in advance, as well as ensure the compatibility of their respective electronic devices with the use of the platform (by video and audio). Additionally, the Company requests that such shareholders, on the day of the General Meeting, access the platform at least 30 minutes in advance of the time scheduled for the beginning of the General Meeting in order to allow the validation of the access and participation of all shareholders who use it.

The Company strongly suggests that preference be given to the Absentee Ballot or participation through the electronic system made available by the Company through the Microsoft Teams digital platform for the purpose of participating in the General Meeting.

Final Remarks:

- The Company does not maintain forums and pages on the world wide web intended to receive comments from shareholders on the agendas of the general meetings. However, the Company maintains an open relationship channel with its analysts and shareholders, through the Investor Relations website (<http://ri.tegma.com.br>) and e-mail (ri@tegma.com.br), used to answer questions and any information relating to the Company.

- The shareholders will find available on the CVM page (www.cvm.gov.br) and on the Company's Investor Relations page (ri.tegma.com.br), all the information and documents necessary for a better understanding of the matters above, including the information referred to in article 9, item III, article 9, sole paragraph, item II, article 10, item II of article 11, article 12 and article 14 of CVM Instruction No. 481/09.

São Bernardo do Campo, April 13th, 2020.

Murilo Cesar Lemos dos Santos Passos
Chairman of the Board of Directors