

Institutional Presentation

August 2018



Company Overview

- ✓ One of the largest port, maritime and logistics operators in Brazil, with US\$570M of net revenues in 2017.
- ✓ Founded in 1837, the Company's long history has contributed to solid operational know-how, strong reputation among its stakeholders, credibility and a robust financial position.
- ✓ Experienced and innovative management team.
- ✓ Leading provider of capacity, superior infrastructure and efficiency.
- ✓ A publicly listed company on the B3 stock exchange through BDRs since 2007, adopting the highest corporate governance standards.

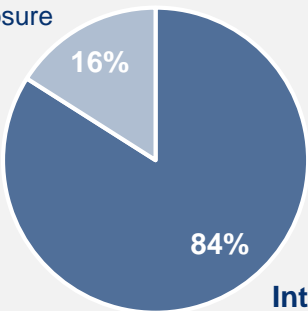
Shareholding Structure



Resilient Business Drivers

Offshore Oil & Gas Upstream

16% of client exposure

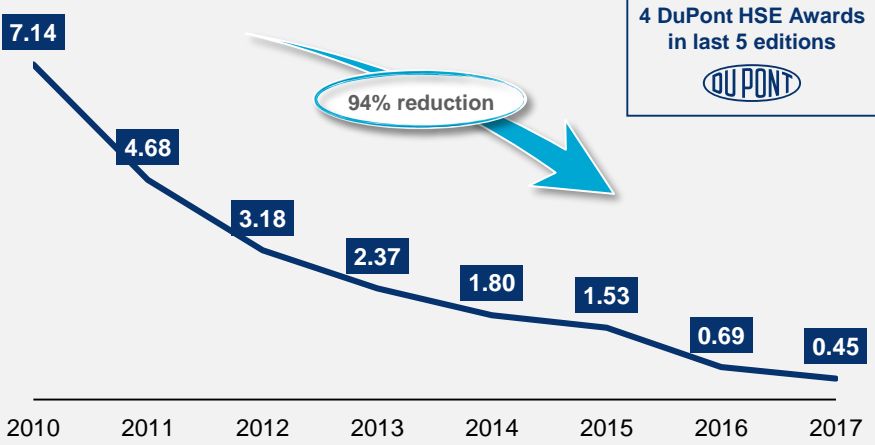


1. Based on 2017 Pro Forma Revenues, including JVs.
2. Exposure to O&G industry considers only Brasco and WSUT activities.

International & Domestic Trade Flow
84% of client exposure

Long-Term Commitment to Safety

LTIFR⁽³⁾ refers to the number of lost-time injuries occurring in a workplace per one million man-hours worked



Unparalleled Footprint in Brazil



Towage & Ship Agency

- ✓ Largest fleet in Brazil with 74 tugboats
- ✓ Approximately 50% market share
- ✓ Own shipyard
- ✓ Priority policy to Brazilian-flag vessels (built in Brazil)

2017 Pro Forma Results⁽²⁾

EBITDA	Net Revenue
US\$ 103.7M	US\$ 218.0M

% of 2017 Pro Forma EBITDA⁽¹⁾



Container Terminal & Logistics

- ✓ Two container terminals
- ✓ Two logistics centres with bonded and general warehouses
- ✓ Diversified client portfolio

2017 Pro Forma Results⁽²⁾

EBITDA	Net Revenue
US\$ 80.9M	US\$ 221.0M

% of 2017 Pro Forma EBITDA⁽¹⁾



Offshore Vessels JV

- ✓ 23 Brazilian-flag Platform Support Vessels (PSVs)
- ✓ Long-term contracts
- ✓ 50% JV with Chilean group Ultramar
- ✓ Own shipyard

2017 Pro Forma Results⁽²⁾

EBITDA	Net Revenue
US\$ 36.2M	US\$ 73.2M

% of 2017 Pro Forma EBITDA⁽¹⁾



Trade Flow Drivers

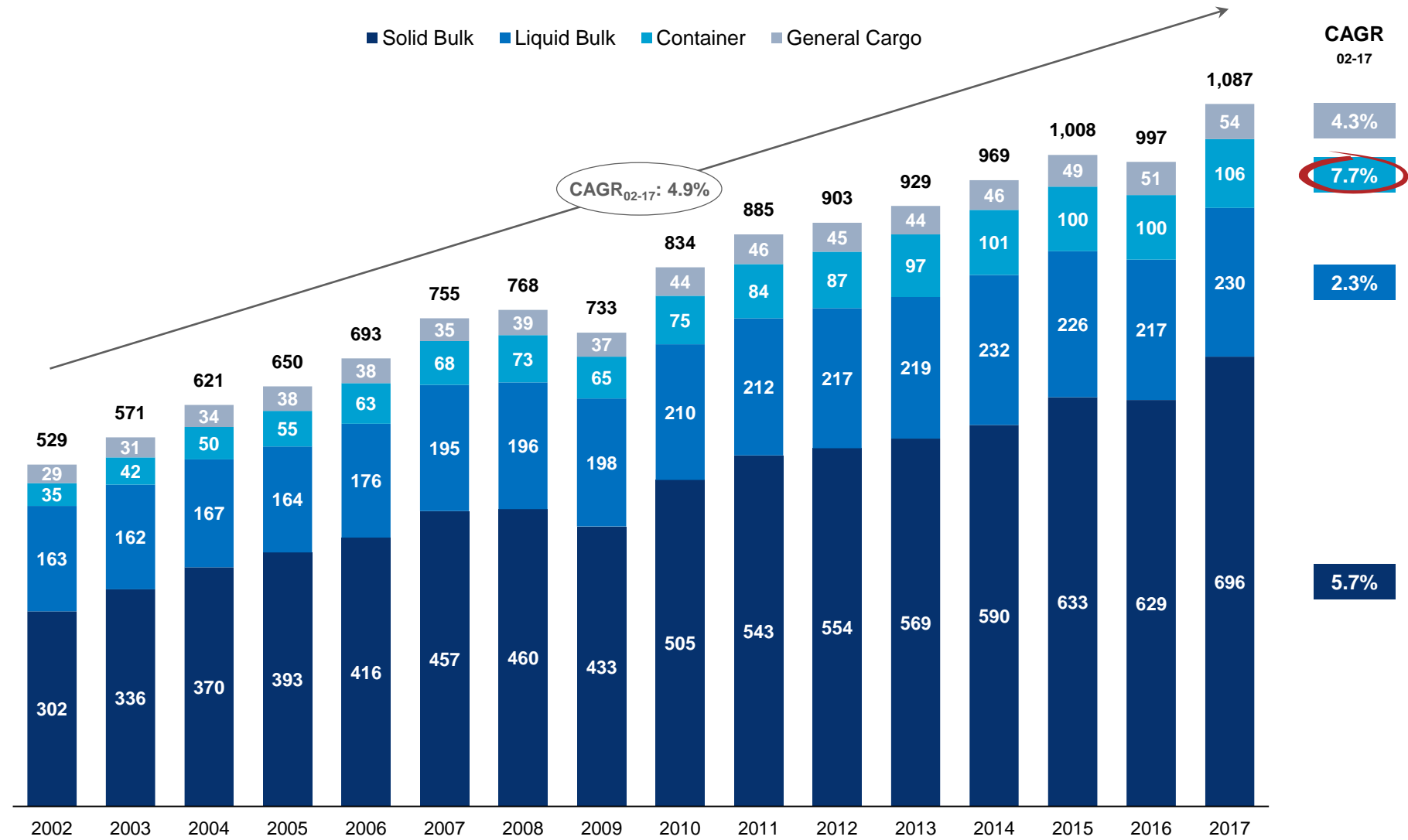
The Brazilian Trading and Port Activities

Consistent growth in port activities with superior increase of container handling



Brazil's Total Port Handling Volume (M Tons)

Source: ANTAQ

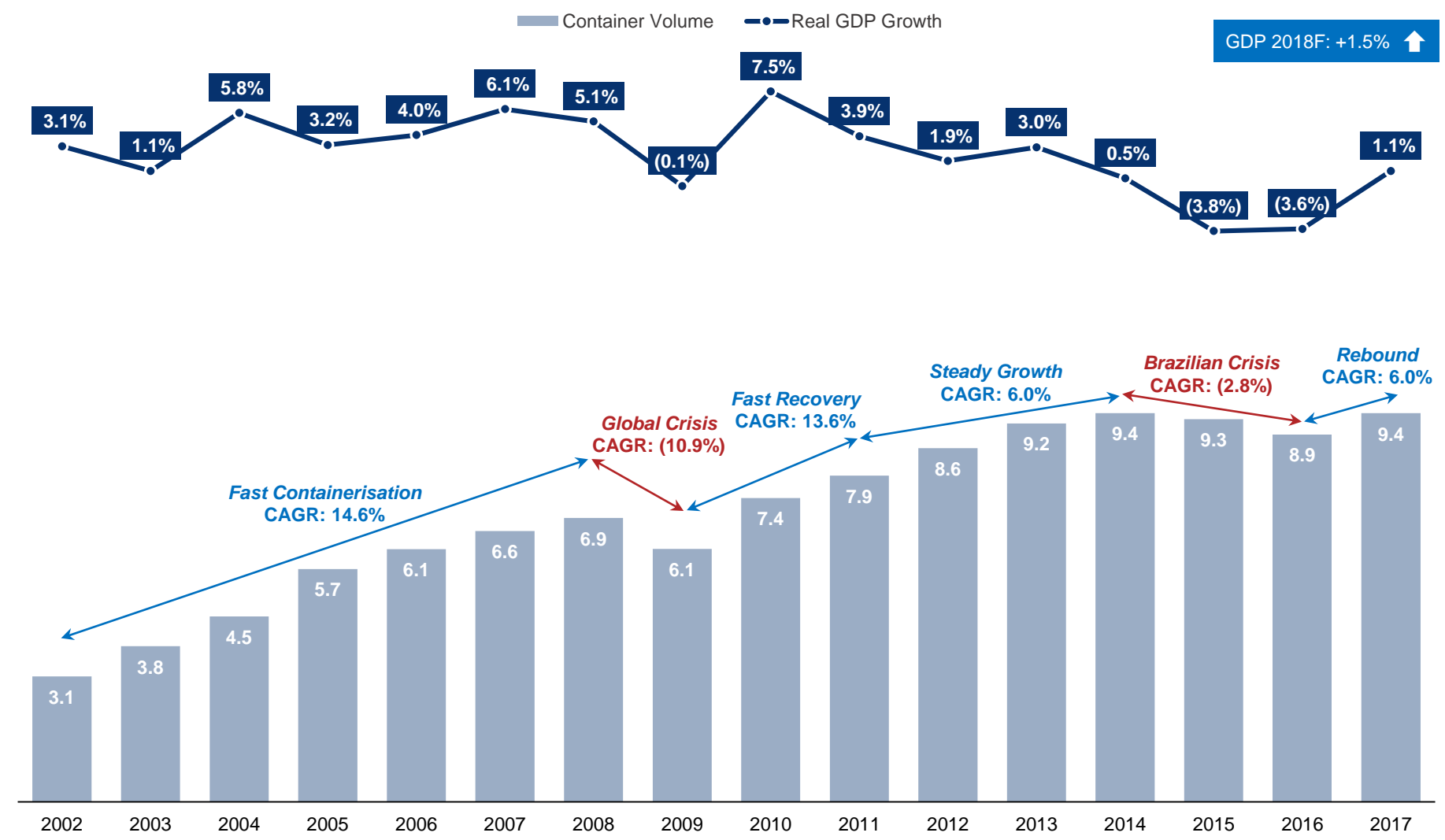


Brazilian Container Terminal Market

After challenging economic periods, container volume demonstrated rapid growth



Brazil's Total Container Volume and GDP Growth (M TEU; %)
Sources: Datamar; Brazilian Central Bank; IBGE; Bradesco - GDP forecast (06-Jul-2018)



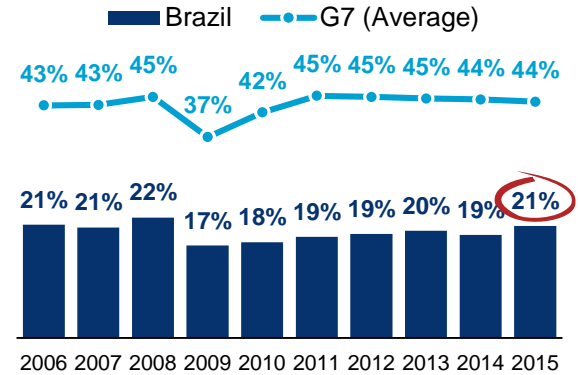
Brazilian Container Terminal Market

Strong drivers supporting enormous growth potential

Still Low Relevance of International Trade

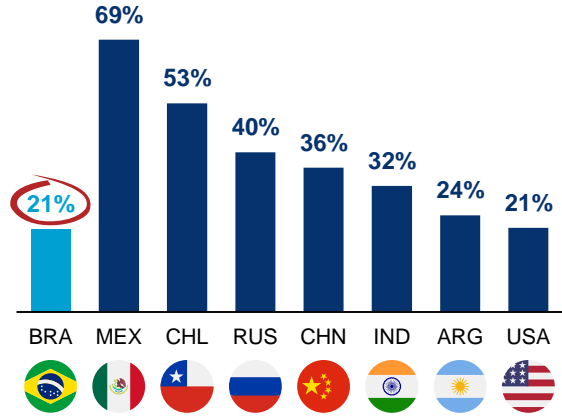
Merchandise Trade (% of GDP)

Source: World Bank⁽¹⁾



International Benchmarking

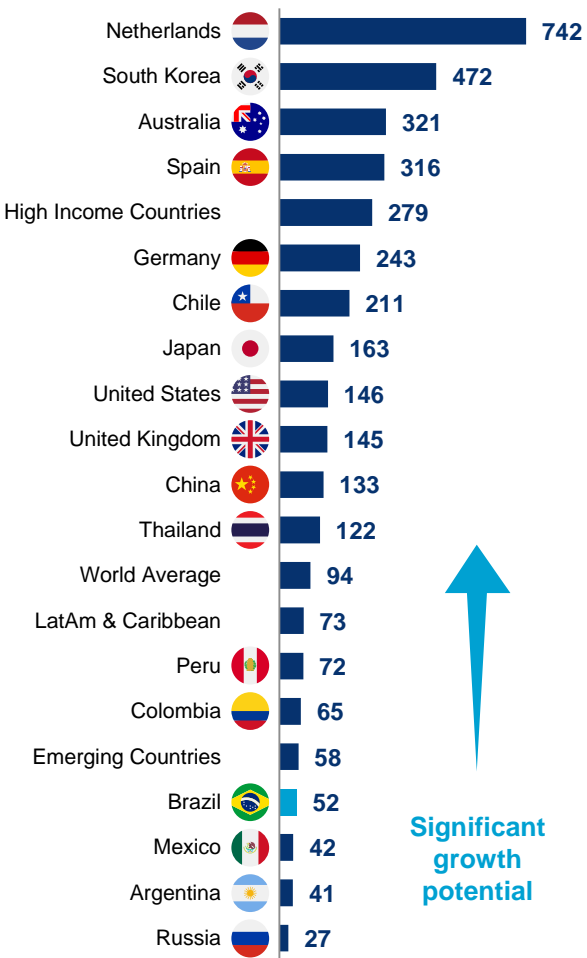
(Merchandise Trade, as % of GDP)



Low Population Density

Container Density (TEU per 1,000 people)

Source: World Bank (as of 2014)

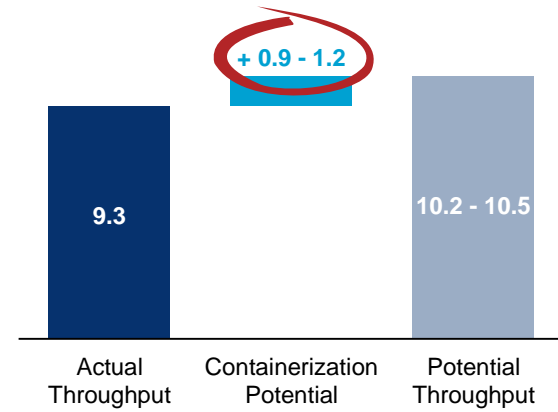


Significant growth potential

Relevant Containerisation Potential

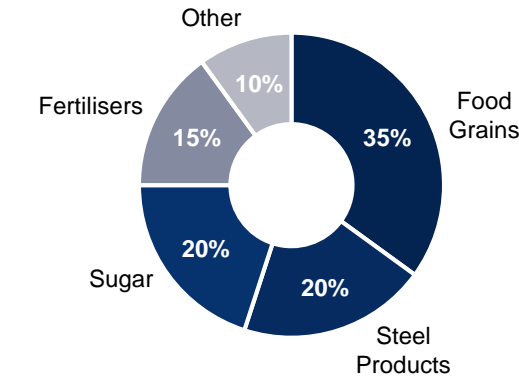
Containerisation Potential (M TEU)

Sources: ILOS; BNDES; Wilson Sons' analysis



Containerisation Potential Breakdown

(% of containerisation potential)

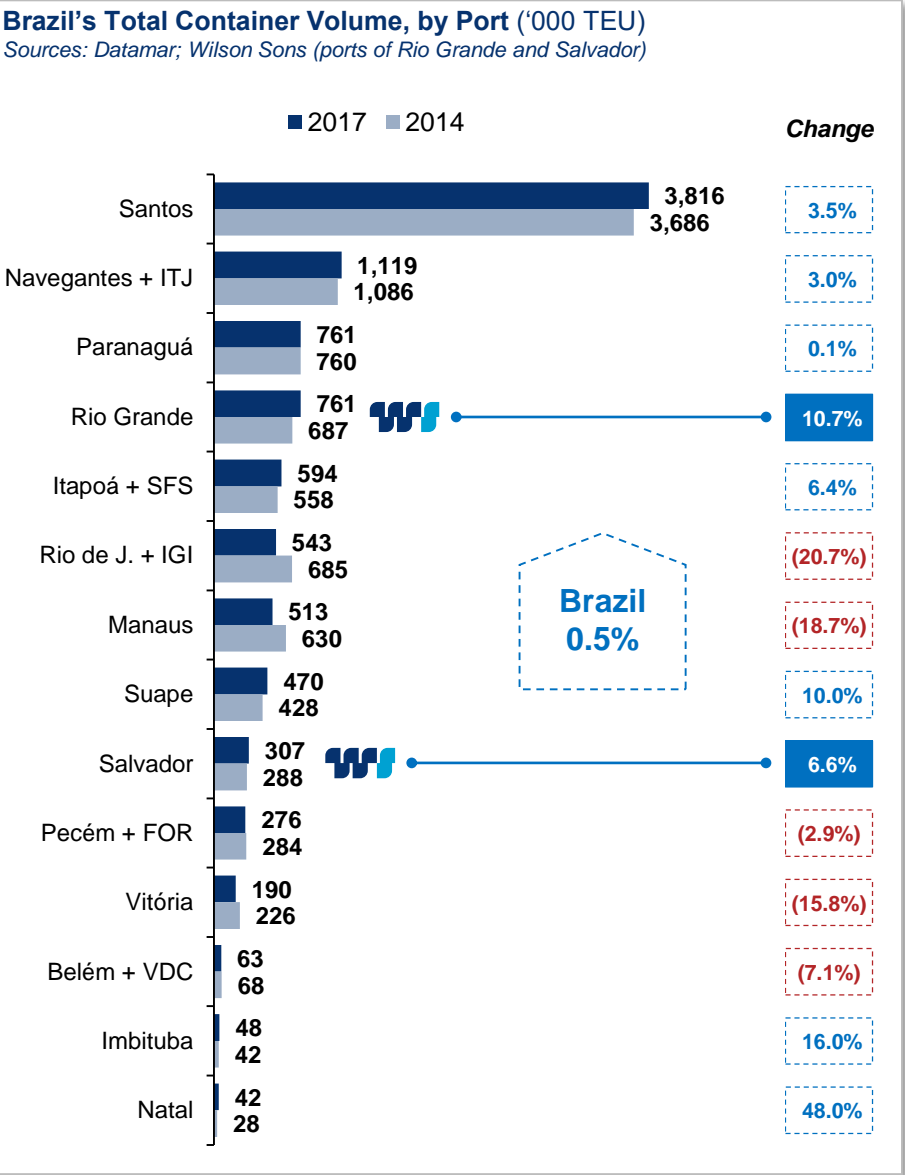


Note: (1) Data from World Bank as of 2015, except Argentina (2014).

Major Brazilian Container Ports

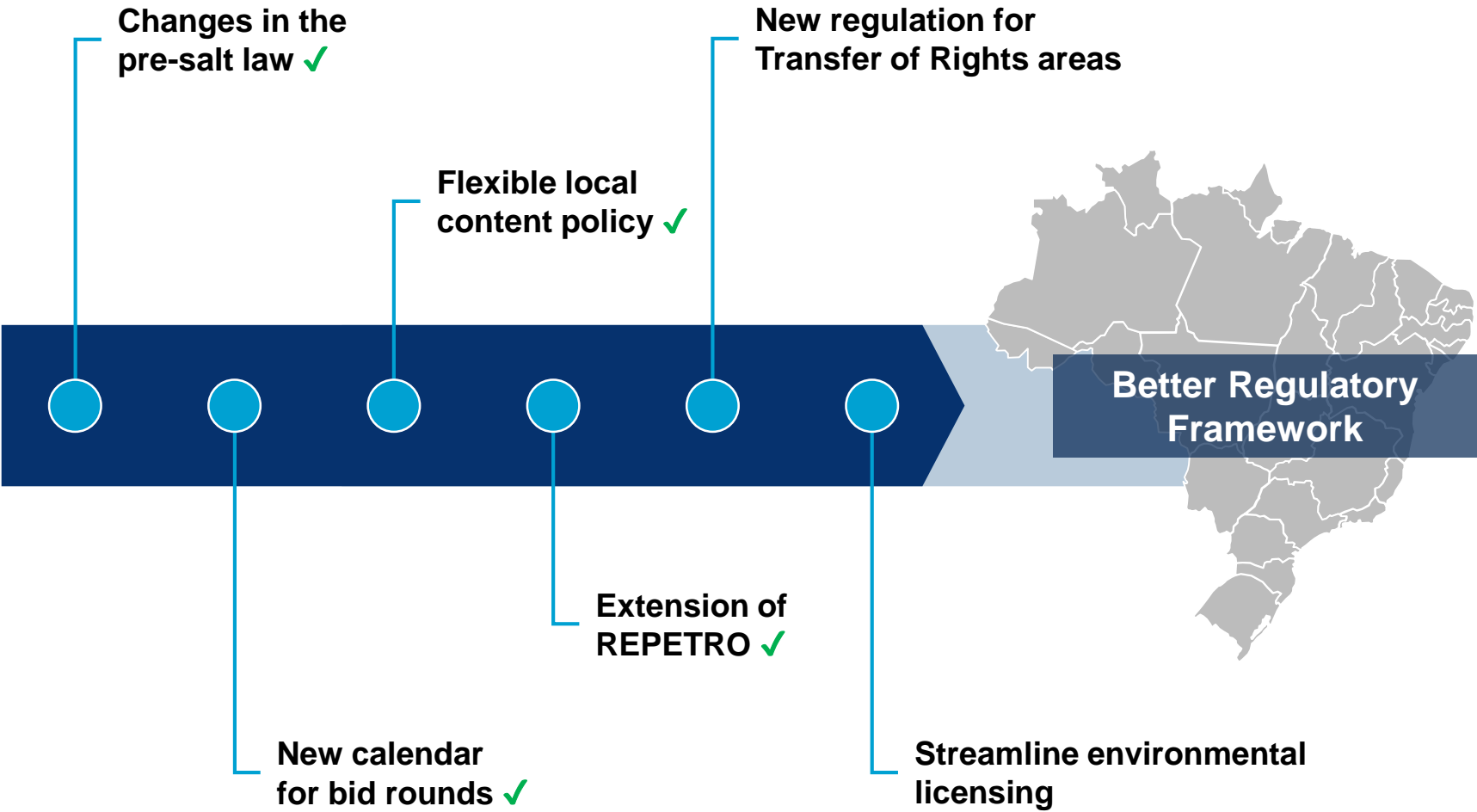


as of 2016 ⁽¹⁾	North	Northeast	Southeast	South
% of Population	9%	28%	42%	14%
% of GDP	5%	14%	55%	16%
% of Volume (TEU)	6%	11%	48%	35%



Sources: IBGE; Datamar | Note: (1) Does not consider the Center-West region.

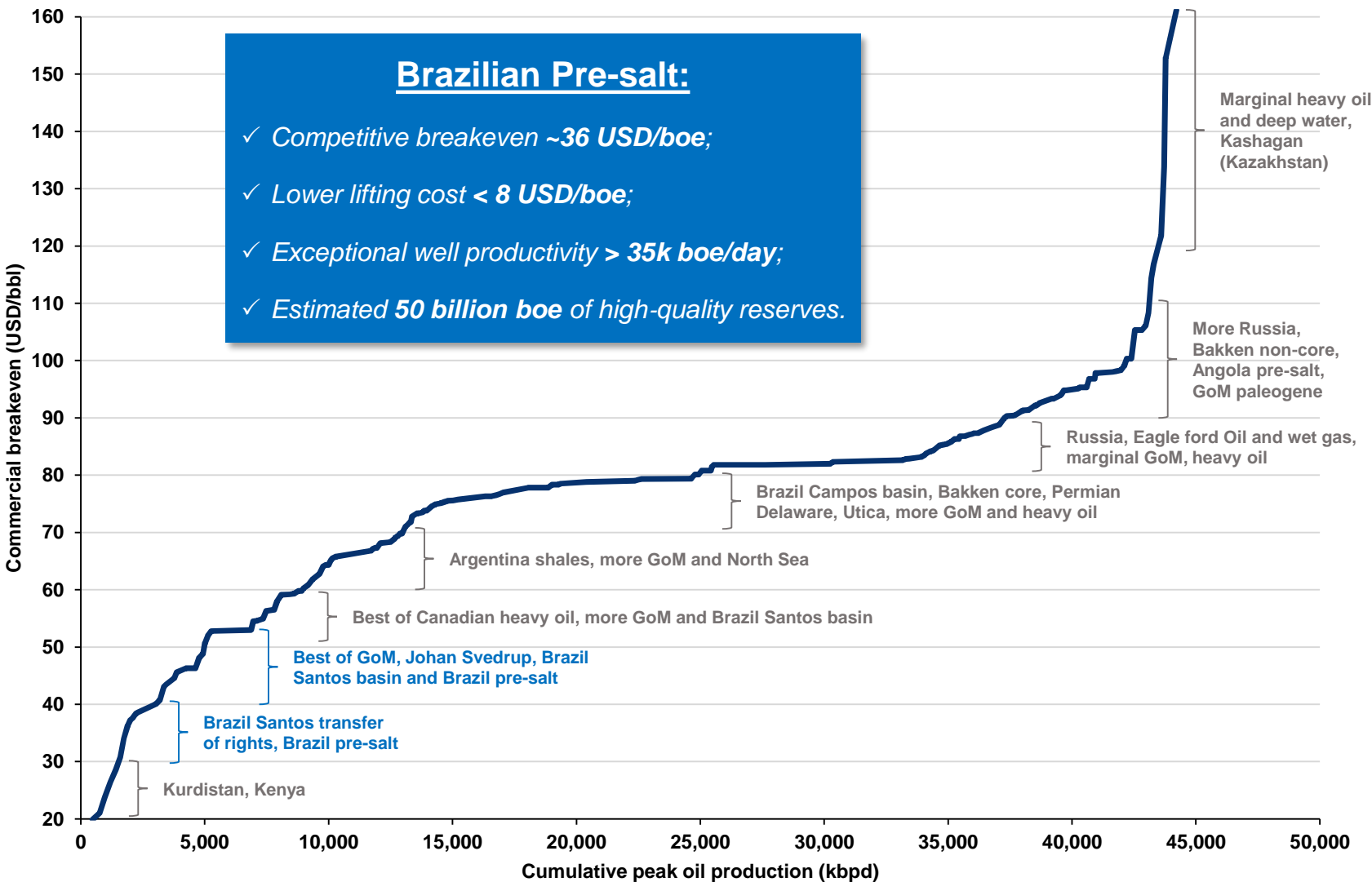
Oil & Gas Drivers



Brazilian Reserves: Strong Fundamentals

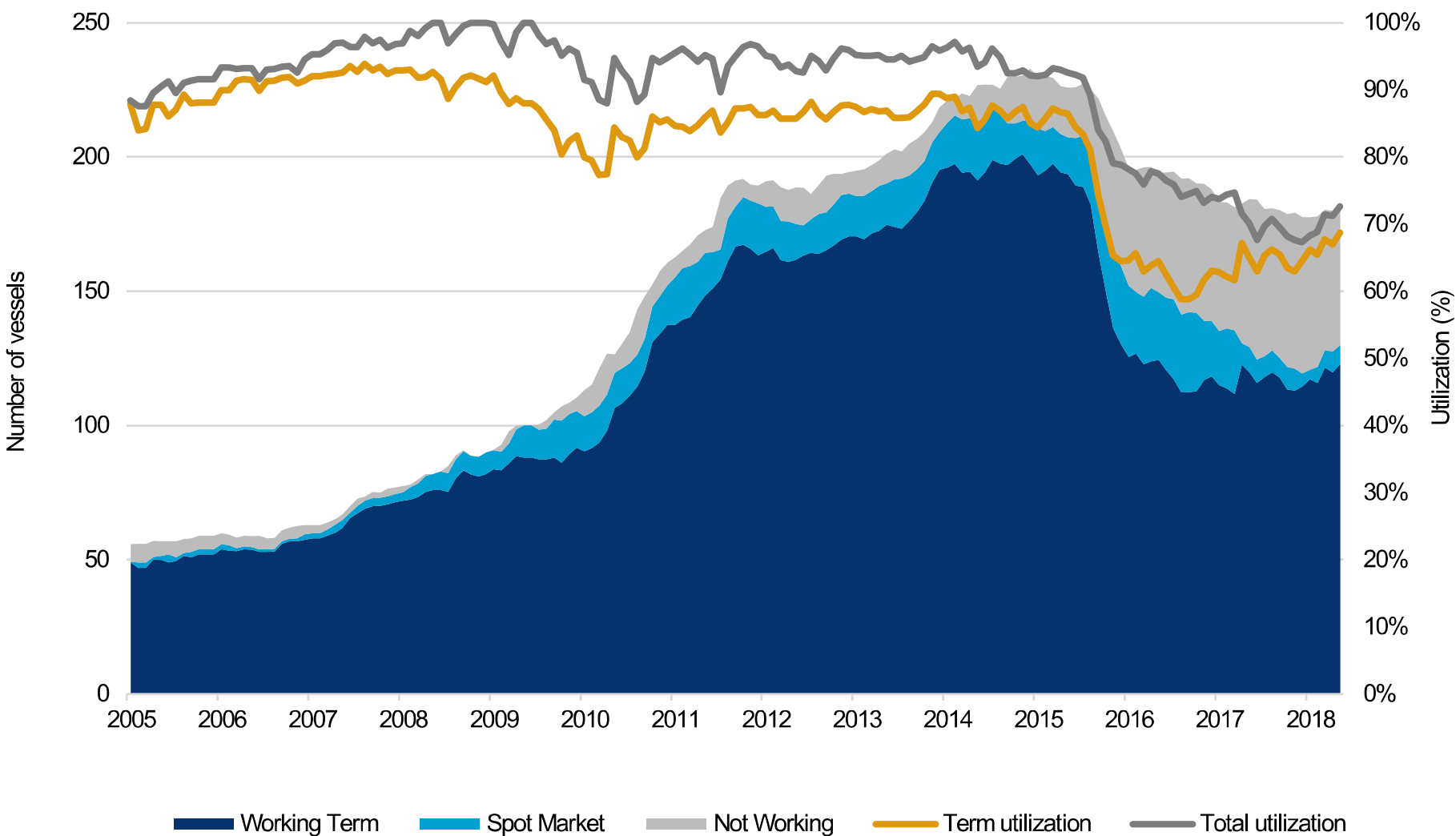
Breakeven of Non-producing and Recently Onstream Oil Assets

Sources: Goldman Sachs; Brazil's National Petroleum Agency (ANP); Petrobras



Brazil's PSV Fleet and Utilisation

Sources: IHS Petrodata; Offshore Merchant Partners Research (as of 01-Jun-2018)



Our Business



US\$151M

Net Revenues
(38% of FY17 Revenues)

1.1M TEU

Containers Handled
(FY17, Rio Grande + Salvador)

1.9M TEU/year

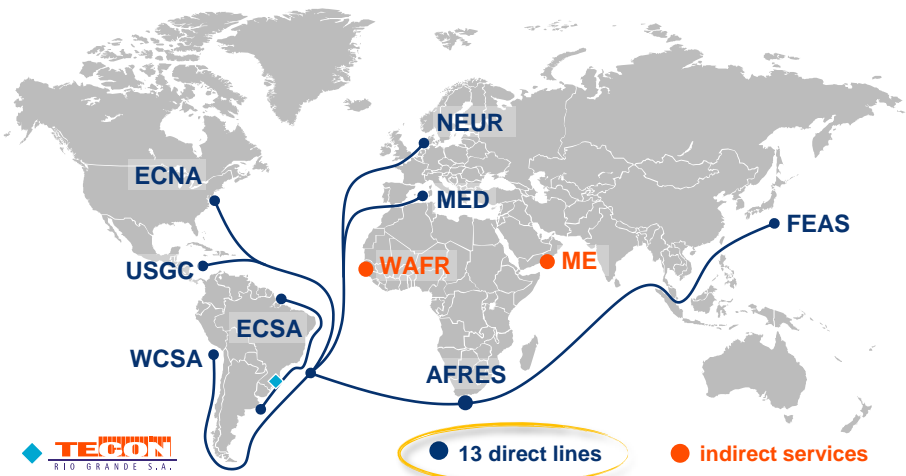
Total Capacity
(Rio Grande + Salvador)

Tecon Rio Grande



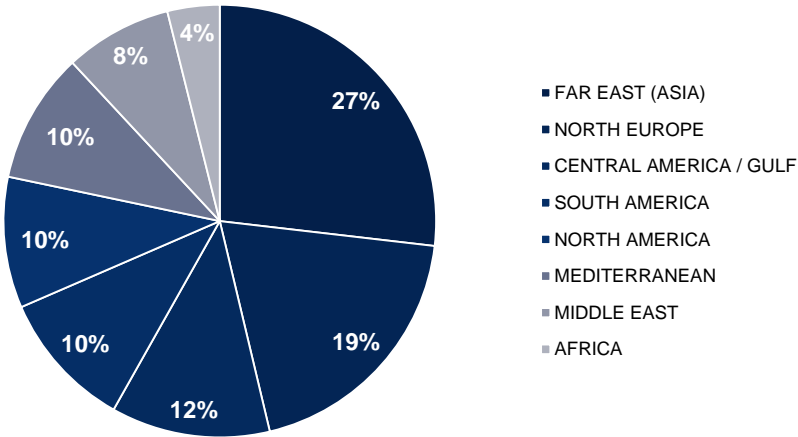
Regular Shipping Line Services by Destination

Source: Wilson Sons



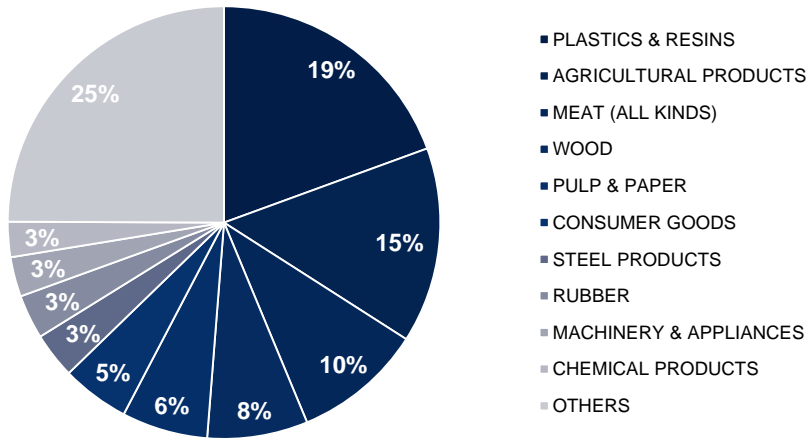
Container Volume Breakdown by Destination: 2017 (% of TEU)

Source: Datamar (long-haul shipping and full containers)⁽¹⁾



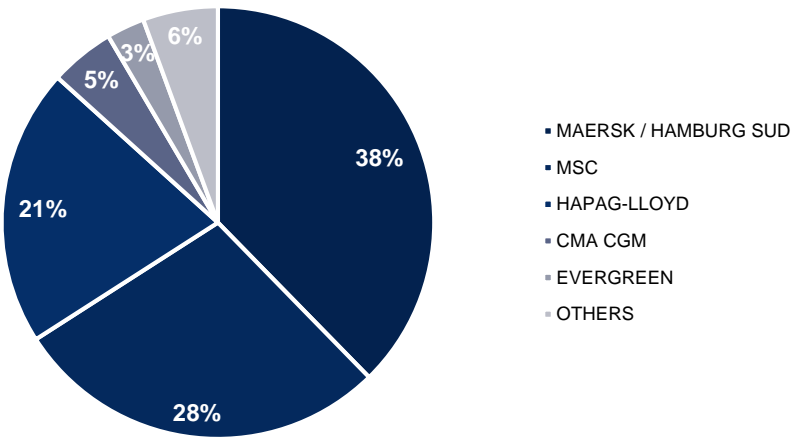
Container Volume Breakdown by Top Cargoes: 2017 (% of TEU)

Source: Datamar (long-haul shipping and full containers)⁽¹⁾



Container Volume Breakdown by Shipping Line: 2017 (% of TEU)

Source: Datamar (long-haul shipping and full containers)⁽¹⁾

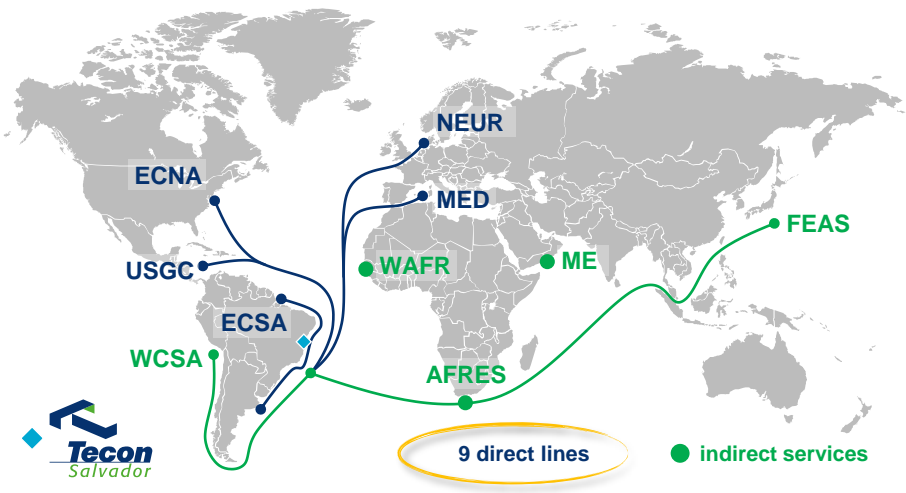


Note: (1) Figures presented on this slide do not consider transshipment and cabotage (domestic shipping) volumes



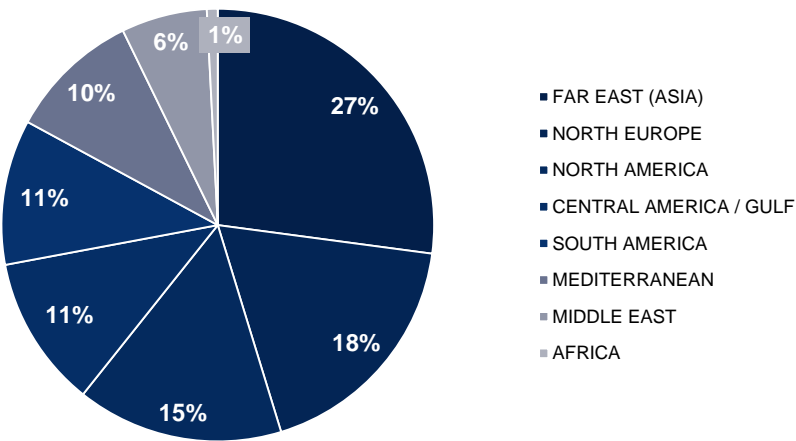
Regular Shipping Line Services, by Destination

Source: Wilson Sons



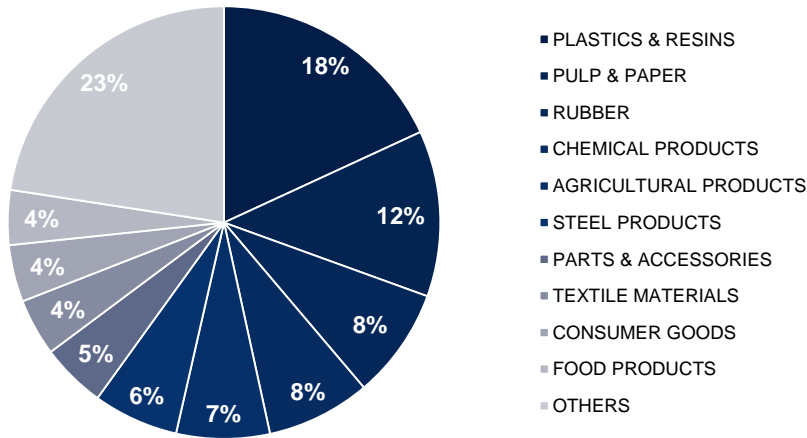
Container Volume Breakdown by Destination: 2017 (% of TEU)

Source: Datamar (long-haul shipping and full containers)⁽¹⁾



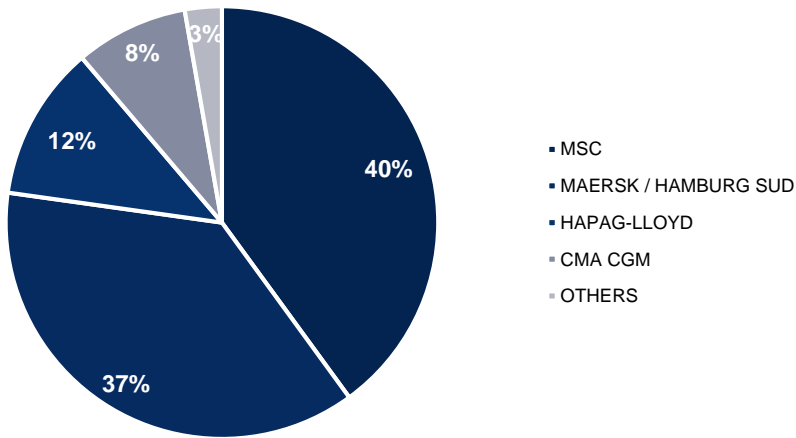
Container Volume Breakdown by Top Cargoes: 2017 (% of TEU)

Source: Datamar (long-haul shipping and full containers)⁽¹⁾



Container Volume Breakdown by Shipping Line: 2017 (% of TEU)

Source: Datamar (long-haul shipping and full containers)⁽¹⁾



Note: (1) Figures presented on this slide do not consider transshipment and cabotage (domestic shipping) volumes

US\$34M

Net Revenues
(7% of FY17 Revenues)

228,000 m²

Total Area
(Santo André + Suape)

2 Logistics Centres

Located in Santo André (SP)
and Suape (PE)



Santo André Logistics Centre

Main Distances:

-  Port of Santos – 79 km
-  Guarulhos Airport – 30 km
-  Viracopos Airport – 109 km

Logistics Centres providing access to Brazil's largest city, São Paulo, and capturing the growth potential of the north-eastern region

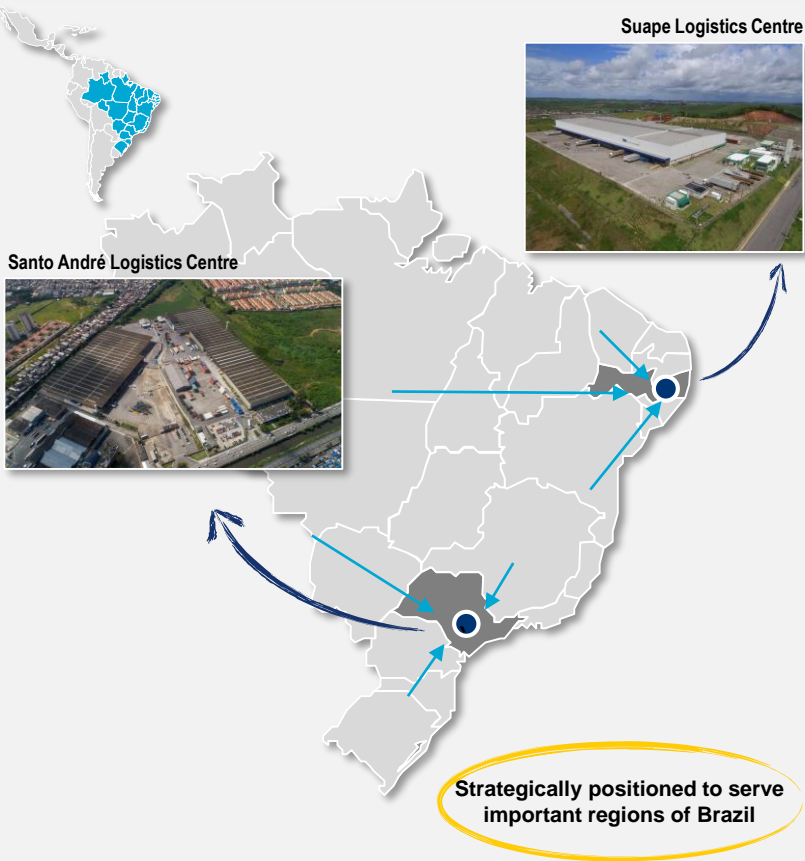
Santo André & Suape Logistics Centres

- ✓ Valuable integrated logistics centres including two bonded and two general warehouses
- ✓ Import cargo service consistent with container terminal operations
- ✓ Provides a one-stop-shop solution for nationwide clients
- ✓ Tailor-made infrastructure to meet clients demands
- ✓ Santo André is well positioned to serve the Port of Santos, and the Guarulhos and Viracopos airports
- ✓ Suape is well positioned to serve the region's industrial port complex
- ✓ Client synergies with container terminals

Key Infrastructure

	Santo André Logistics Centre	Suape Logistics Centre
Location	São Paulo	Pernambuco
Total area ('000 m ²) ⁽¹⁾	150	78
Docks (#)	51	50
Reefer plugs (#)	20	64

Geographic Footprint



US\$207M

Net Revenues
(42% of FY17 Revenues)

74 tugs

Operated Fleet
(July-2018)

59,796

Harbour Manoeuvres
(FY17)

71.1k tons

Avg. DWT⁽¹⁾ Attended
(FY17)

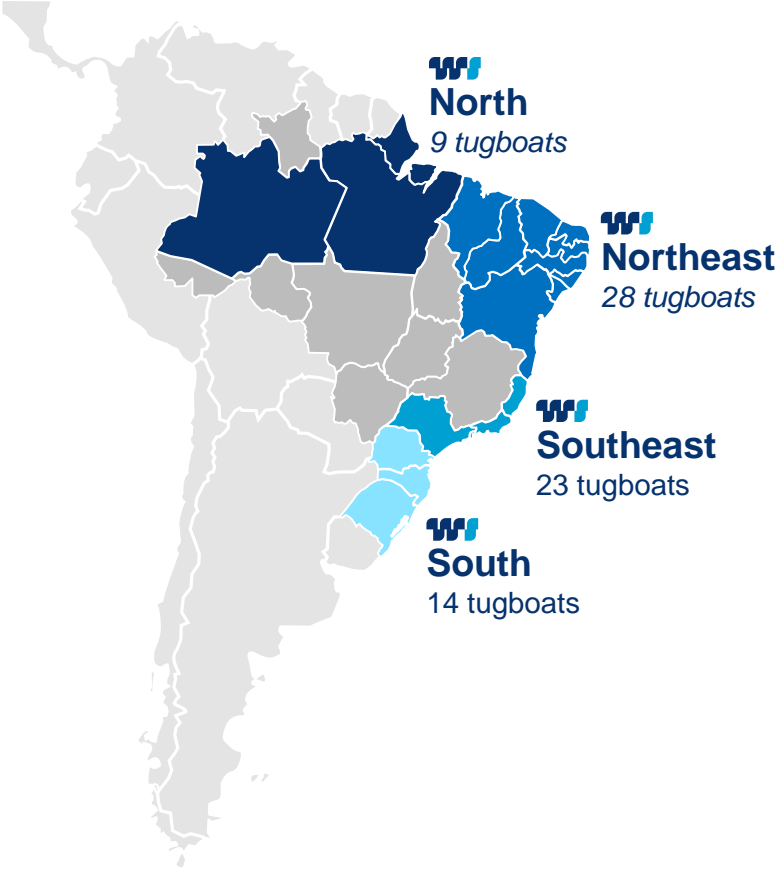


Largest fleet in Brazil, with approximately 50% share of harbour manoeuvres, operating in all major ports

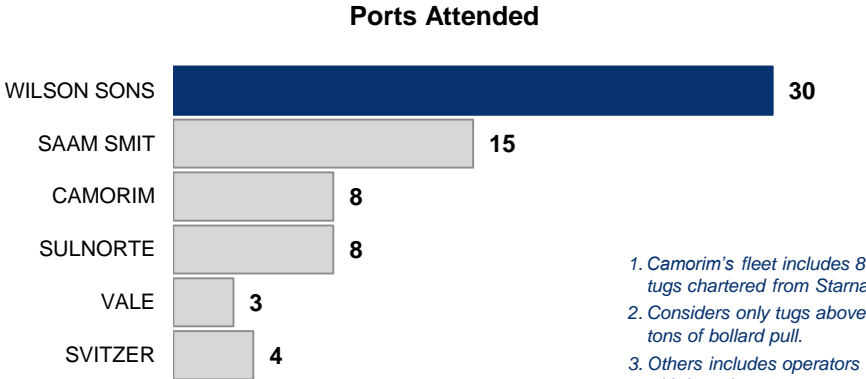
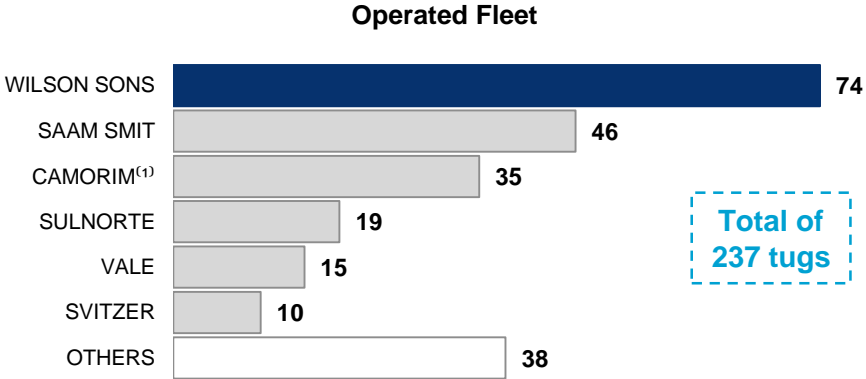
Policy priority for Brazilian-flag vessels (built in Brazil)

Long-term and low-cost funding from Merchant Marine Fund (FMM)

WS Fleet Deployment in Brazilian Ports: Jul-2018 (# of vessels)



Brazilian Towage Market: Jul-2018



1. Camorim's fleet includes 8 tugs chartered from Starnav.
2. Considers only tugs above 15 tons of bollard pull.
3. Others includes operators with less than 8 tugs.

US\$73M

Net Revenues
(FY17)

23 PSVs

Operated Fleet
(July-2018)

US\$24,267⁽¹⁾

Avg. Net Daily Rate
(FY17)

6,035⁽¹⁾

Days in Operation
(FY17)

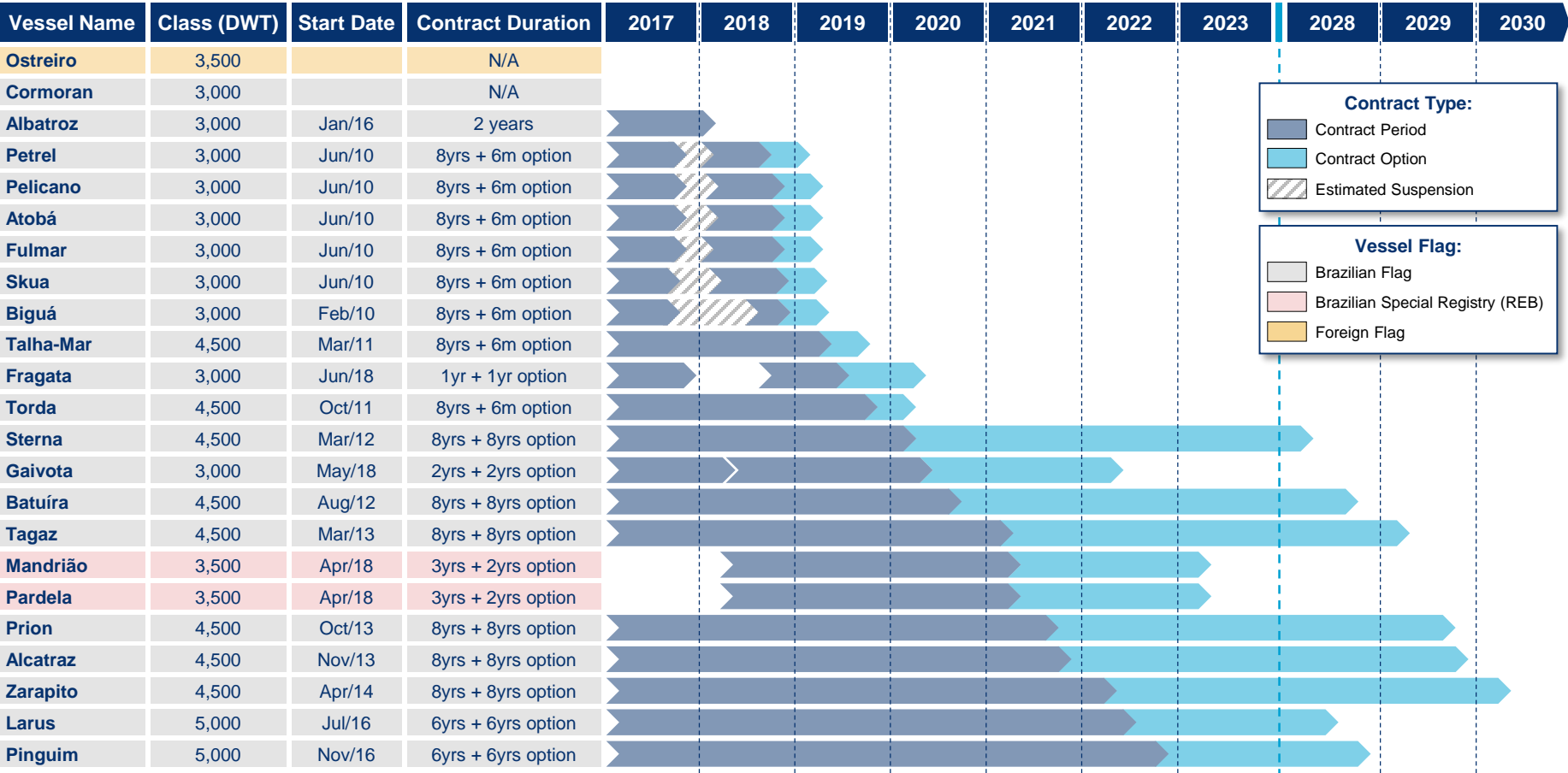


Policy priority for Brazilian-flag vessels (built in Brazil)

Wilson Sons 100%-owned shipyard is a key competitive advantage

Long-term and low-cost funding from Merchant Marine Fund (FMM)

Contract Orderbook



US\$21M

Net Revenues
(4% of FY17 Revenues)

88 Vessels

Delivered in past 25 years
(July-2018)

2 Shipyards

Located in Guarujá (SP),
within the Port of Santos

Guarujá I shipyard



Total area (m²)	22,000
Type (dimensions)	Slipway (190 m length, 16 m breadth)
Steel processing (tons / year)	4,500
Overhead crane covering 80% of shipyard	✓
Covered work shops	✓

Guarujá II shipyard



Total area (m²)	17,000
Type (dimensions)	Dry-dock (140 m length, 26 m breadth)
Steel processing (tons / year)	5,500
Overhead crane covering 80% of shipyard	✓
Covered work shops	✓

Synergies with Towage and Offshore
Support Vessels businesses

Long-term partnership with Dutch
group Damen Shipyards

Long-term and low-cost funding
from Merchant Marine Fund (FMM)

US\$16M

Net Revenues
(3% of FY17 Revenues)

394

Vessel Turnarounds
(FY17)

**8 Berths in
2 Private Bases**

Brasco Niterói



- 70,000 m² total area
- 3 berths (6 m - 8 m draught)
- Waste management area
- LMP / DMP
- 3,000 m³ water tanking

Second-to-none HSE performance, following the highest safety standards with a robust system specialised in safety and environmental management

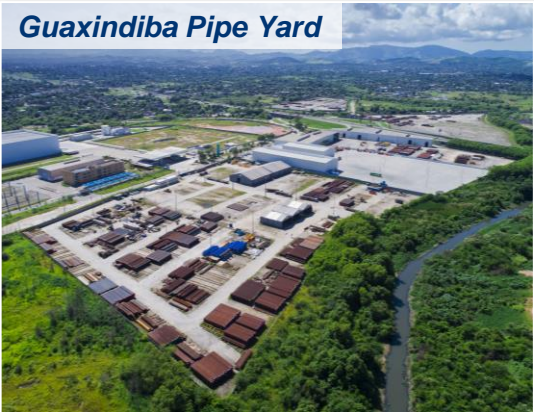
Brasco Rio



- 65,000 m² total area
- 5 berths (508 m of linear quay)
- 7 m draught
- Waste management area
- LMP / DMP

Strategically located within the Guanabara Bay, the main logistics support hub for the Santos and Campos petroleum basins

Guaxindiba Pipe Yard



- 63,000 m² total area
- 2,000 m² Super Heavy
- General Warehouse
- Pipe inspection
- Administrative office

Unique ability to prepare exploratory support bases with 45 different projects completed across eight different cities along the coast of Brazil

US\$21M

Net Revenues
(4% of FY17 Revenues)

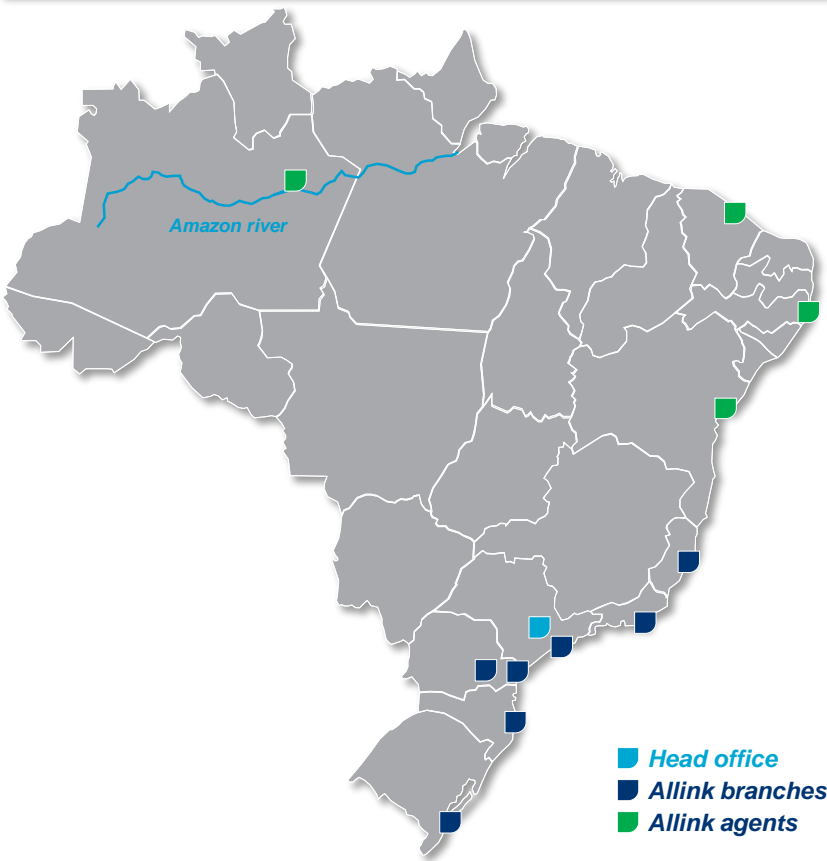
12 Branches

Located at main Brazilian
ports and airports

24 years

Operational
Experience

Branch Structure



Business Description

- Over 24 years of experience, renowned as one of the most respected companies in the LCL cargo consolidation market.
- In 2014 opened the air division.
- Only neutral air cargo consolidator in Brazil.
- WorldWide Alliance member.
- Allink acquires full container freight from the shipowners and sells shares of container load to exporters in WM - Weight Measure (tons or cubic metres) as well as acting as the agent for its counterpart NVOCC and deconsolidating import containers and selling freight to importers in Brazil.



WorldWideAlliance®

US\$11M

Net Revenues
(2% of FY17 Revenues)

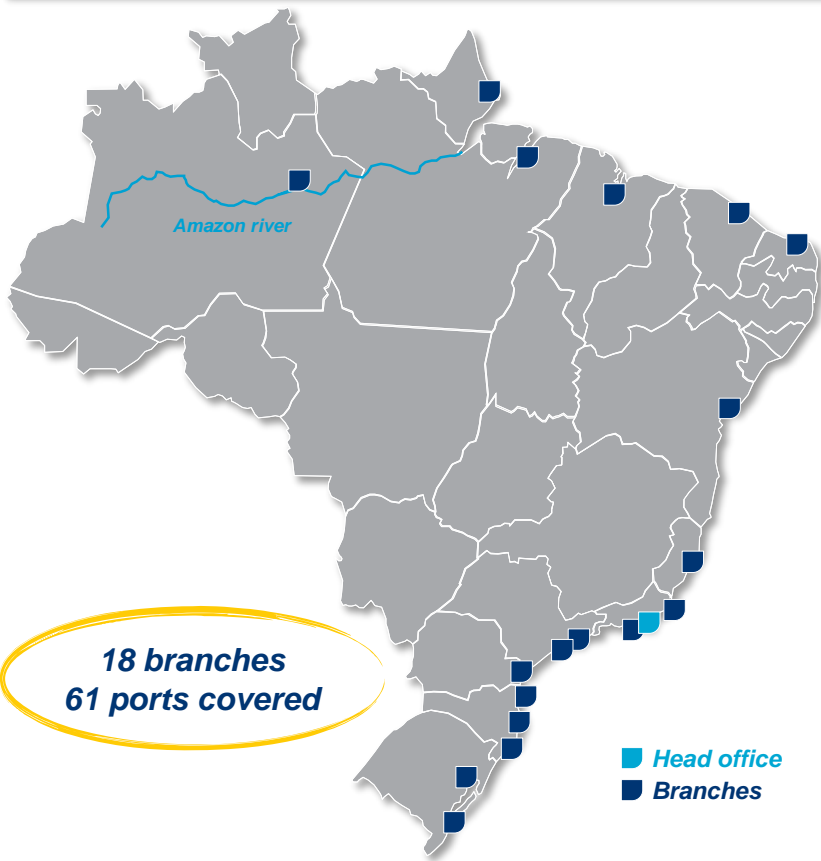
2,953

Vessel Calls Attended
(FY17)

61 Ports

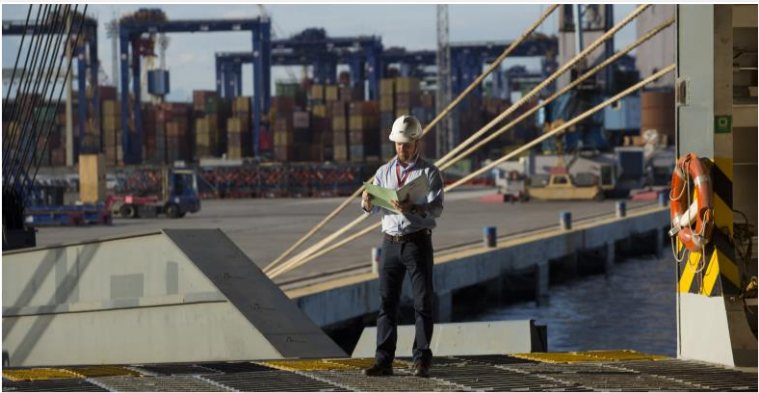
Covered throughout the
Brazilian coast

Branch Structure



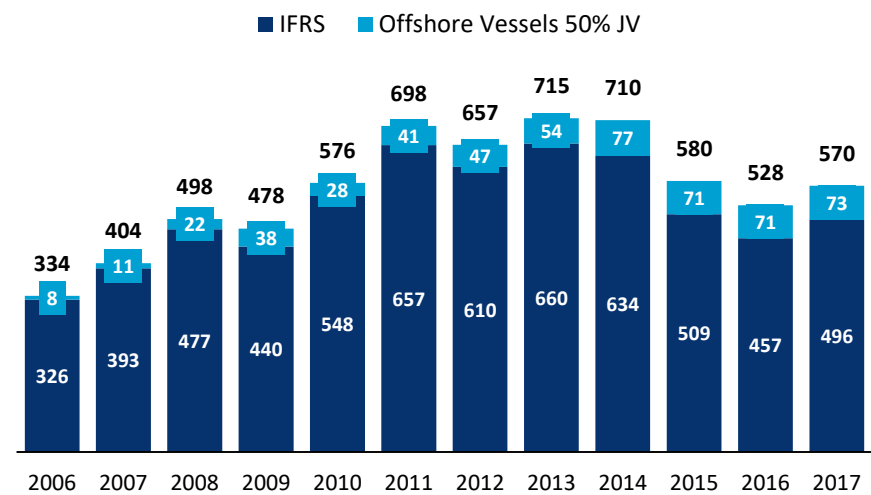
Business Description

- Wilson Sons Agency began operations in 1837 as the Group's first business
- One of the largest independent shipping agencies in the country, operating at main Brazilian ports
- Provides services and commercial representation for shipowners and has exclusive representatives in Europe and the U.S. in addition to the Company's own office in Shanghai, China
- Manages equipment logistics, boarding documents and the scheduling of regular (liner) and non-regular (tramp) ships
- Its expertise extends to preparing documents related to sea transport, logistical management of containers and demurrage (time required for container return) control

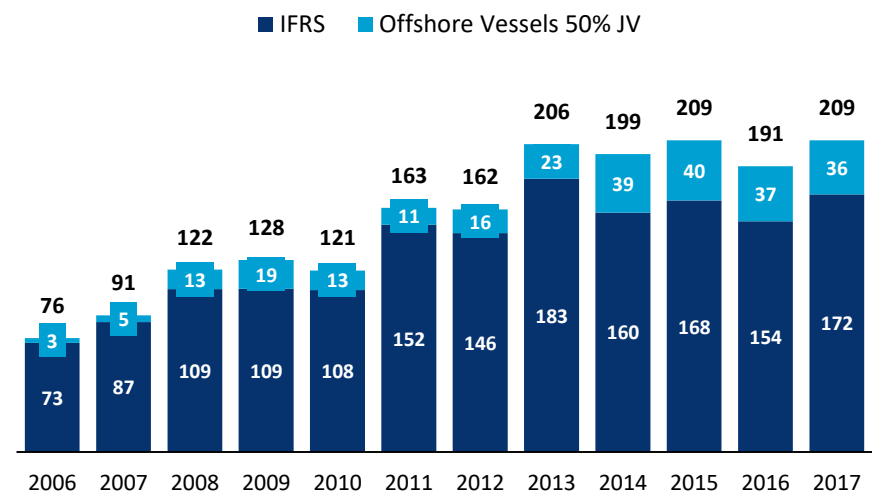


Financial Highlights

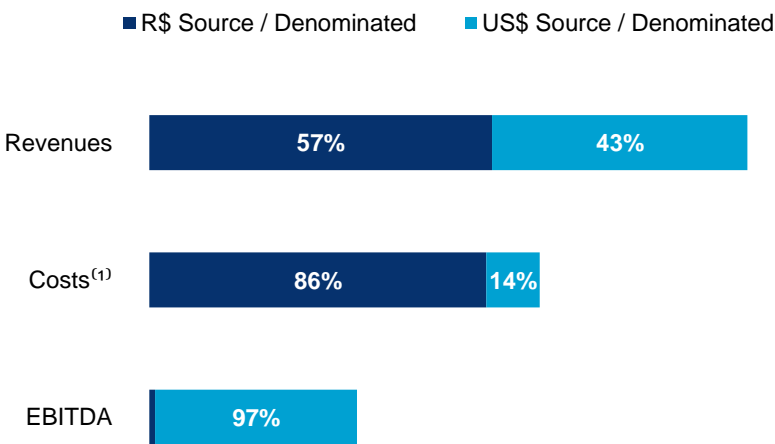
Pro Forma Net Revenues (US\$M)



Pro Forma EBITDA (US\$M)

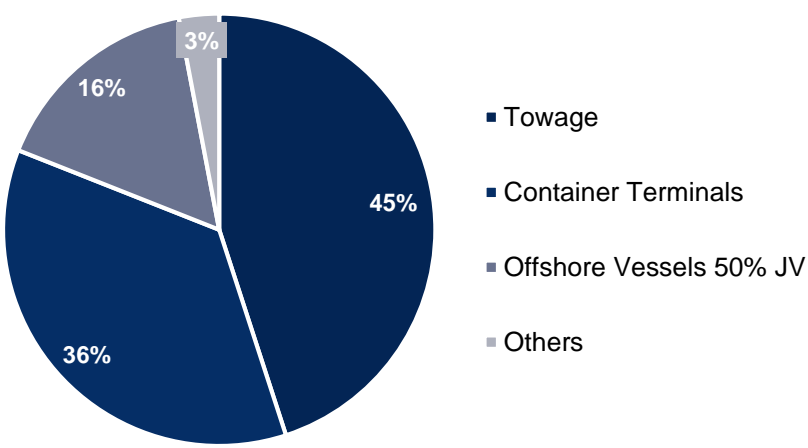


Estimated Revenue, Costs and EBITDA (Pro Forma; as of Dec-2017)



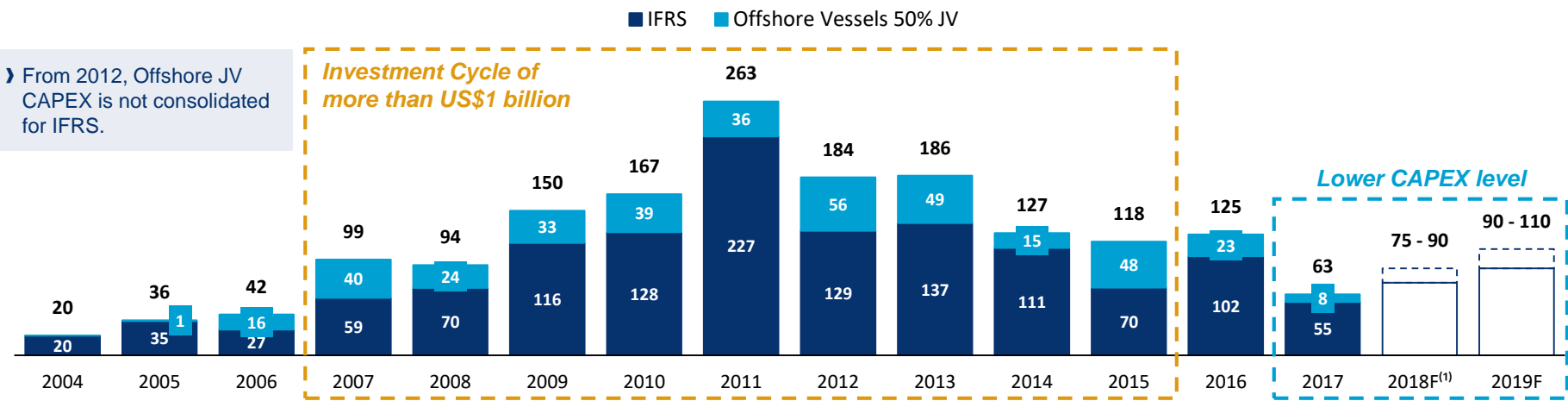
1. Considers Petrol & Oil as a US\$-denominated cost.

Pro Forma EBITDA by Business Segment: 2017 (%)

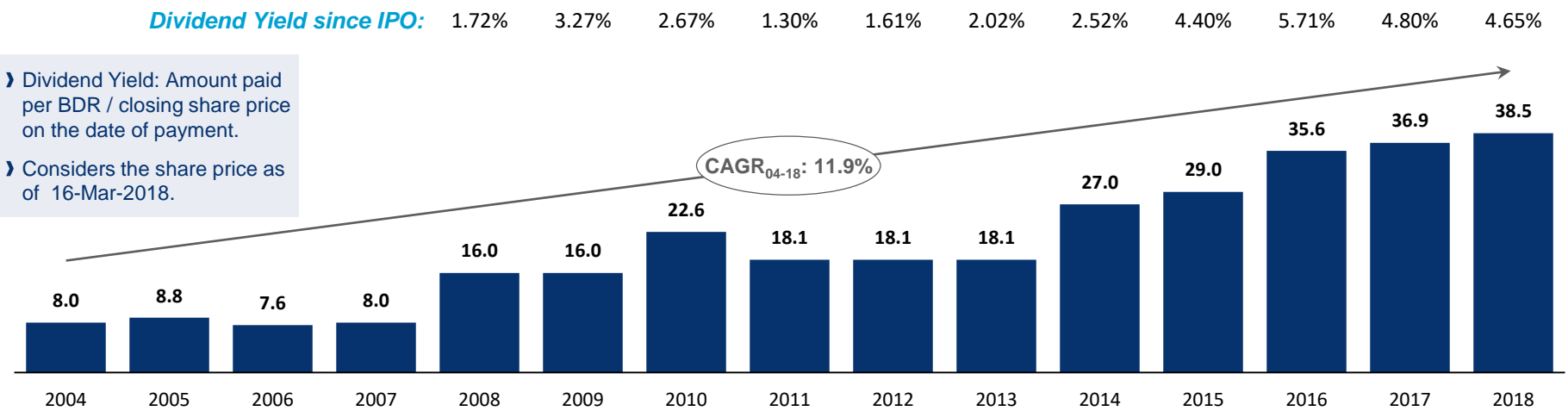


Capital Expenditures - CAPEX Proforma (US\$M)

Briclog acquisition, Guarujá II shipyard construction, Tecon Salvador 1st expansion, Towage and Offshore Vessels fleet renewal, capacity increases and 3rd berth at Tecon Rio Grande.



Distribution to Shareholders - Dividend Policy Target of 50% of Net Profit (US\$M)



Main Capex Project: Tecon Salvador Expansion

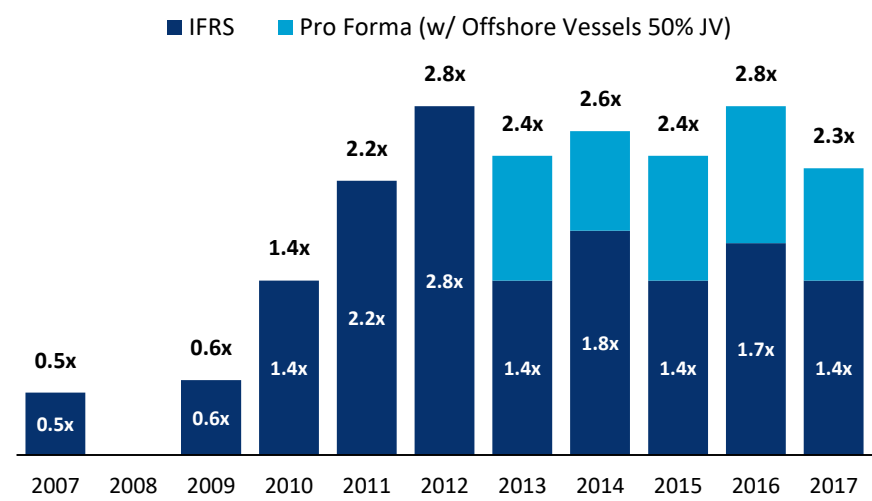
Initial Phase



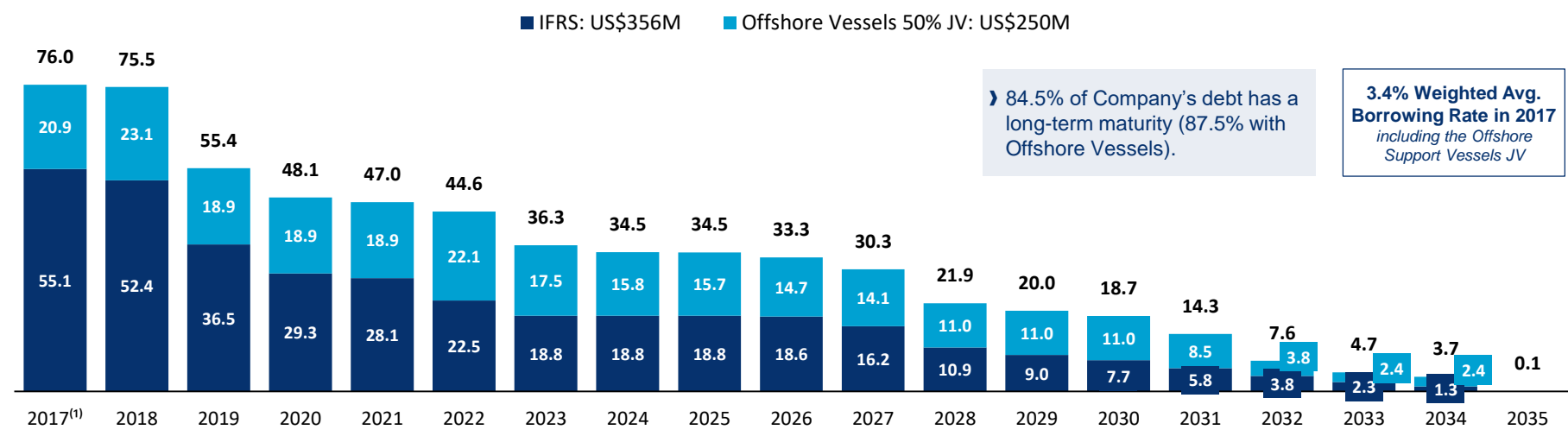
Debt Profile (as of 31-Dec-17)

		IFRS	with Offshore 50% JV
CURRENCY	Denominated in US\$	92.8%	95.8%
	Denominated in R\$	7.2%	4.2%
RATE	Fixed	79.8%	88.1%
	Variable	20.2%	11.9%
SOURCE	FMM	70.0%	80.0%
	Others	30.0%	20.0%

Net Debt to EBITDA ratio (as of Dec-2017)



Debt Maturity Schedule, including the Offshore Vessels JV (US\$M; as of 31-Dec-17; @PTAX 3.31)



Corporate Governance

- ✓ **100% Tag-Along rights** for all minority shareholders;
- ✓ **One class of share** with equal voting rights;
- ✓ **Free-float** more than **25% of total capital**;
- ✓ **Audit Committee**;
- ✓ **Minimum 20%** of the members of our board of directors must be **independent directors**.

Management Alignment

- ✓ **Management**: Stock Options for top management subsisting grant 2,755,940;
- ✓ **Remuneration program** for executives based on net profit;
- ✓ **Remuneration program** for managers and employees - EBITDA and/or EBIT;
- ✓ **Individual performance plans**: clear goals and meritocracy based on the 9-Box methodology;
- ✓ **Business Managers** with specific HSE goals;
- ✓ **Employees** own 63,390 BDRs (as of 31-12-2017).

Investment Considerations

Commitment to Safety	Outstanding Assets	Strength of Credibility	Integrated Resilient Businesses	Financial Strength
<ul style="list-style-type: none">✓ Safety culture is one of the Company's core values✓ Lost-time injuries have decreased substantially since 2010	<ul style="list-style-type: none">✓ One of the largest port, maritime and logistics operators in Brazil✓ Wilson Sons enjoys an unparalleled geographical reach throughout Brazil✓ Leading volume capacity, superior infrastructure and efficiency	<ul style="list-style-type: none">✓ 180 years of experience highlights Wilson Sons' solid operational know-how, reputation and credibility✓ Experienced and innovative management team	<ul style="list-style-type: none">✓ Integration and multiple synergies among its businesses✓ Solid customer relationships with a diverse and strong customer base	<ul style="list-style-type: none">✓ Investments largely financed with low-cost by long-term resources✓ Capex reducing after investing more than US\$1 Billion since IPO in 2007✓ High profitability and financial strength

Main Clients

 **MAERSK**

**MSC**

 **Hapag-Lloyd**

**CMA CGM**

**COSCO SHIPPING**

**ONE**
OCEAN NETWORK EXPRESS

**HAMBURG SÜD**

**ALIANÇA**

**login.**
logística intermodal

 **Ultrabulk**

**oldendorff**

**MOL**

**LDC.**
Louis Dreyfus Company

**Cargill**

**BUNGE**

**YARA**

**MONSANTO**

**ANGLO AMERICAN**

**VALE**

**GE**

**DOW**

**BASF**
We create chemistry

**Braskem**

**SC Johnson**

**CMPC**

**bsc**
Bahia Specialty Cellulose

**GM**

**VW**

**Ford**

**BMW**

**PIRELLI**

**BRIDGESTONE**

**Continental**

**JOHN DEERE**

**RANDON**

**ALSTOM**

**acciona**

**Gamesa**

**enel**

**BRITISH AMERICAN TOBACCO**

**adidas**

**ambev**

**brf**

**JBS**

**MONDIAL**

**TRAMONTINA**

**PETROBRAS**

**Shell**

**TOTAL**

**equinor**

**queiroz galvão**
EXPLORAÇÃO E PRODUÇÃO

**TechnipFMC**

This presentation contains statements that may constitute “forward-looking statements”, based on current opinions, expectations and projections about future events. Such statements are also based on assumptions and analysis made by Wilson Sons and are subject to market conditions which are beyond the Company’s control.

Important factors which may lead to significant differences between real results and these forward-looking statements are: national and international economic conditions; technology; financial market conditions; uncertainties regarding results in the Company’s future operations, its plans, objectives, expectations, intentions; and other factors described in the section entitled “Risk Factors”, available in the Company’s Prospectus, filed with the Brazilian Securities and Exchange Commission (CVM).

The Company’s operating and financial results, as presented on the following slides, were prepared in conformity with International Financial Reporting Standards (IFRS), except as otherwise expressly indicated. An independent auditors’ review report is an integral part of the Company’s condensed consolidated financial statements.



Wilson, Sons

wilsonsons.com.br/ir

Michael Connell

IRO & Treasury

michael.connell@wilsonsons.com.br

+55 21 2126-4107

Pedro Rocha

Investor Relations

pedro.rocha@wilsonsons.com.br

+55 21 2126-4271

Gabriela Padilha

Investor Relations

gabriela.padilha@wilsonsons.com.br

+55 21 2126-4117

[B]³ BRASIL
BOLSA
BALCÃO WSON33



[Twitter.com/WilsonSonsIR/](https://twitter.com/WilsonSonsIR/)



[YouTube.com/WilsonSonsIR/](https://www.youtube.com/WilsonSonsIR/)



[Instagram.com/WilsonSons/](https://www.instagram.com/WilsonSons/)



Wilson, Sons