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This presentation includes estimates and forward-looking statements within the meaning of the U.S. federal securities laws. These estimates and forward-looking statements are based mainly on our current expectations and estimates of future events and trends that affect or may affect our business, financial condition, results of operations, cash flow, liquidity, prospects and the trading price of our preferred shares, including in the form of ADSs. Although we believe that these estimates and forward-looking statements are based upon reasonable assumptions, they are subject to many significant risks, uncertainties and assumptions and are made in light of information currently available to us.

These statements appear throughout this presentation and include statements regarding our intent, belief or current expectations in connection with: changes in market prices, customer demand and preferences and competitive conditions; general economic, political and business conditions in Brazil, particularly in the geographic markets we serve as well as any other countries we currently serve and may serve in the future; our ability to keep costs low; existing and future governmental regulations; increases in maintenance costs, fuel costs and insurance premiums; our ability to maintain landing rights in the airports that we operate; air travel substitutes; labor disputes, employee strikes and other labor-related disruptions, including in connection with negotiations with unions; our ability to attract and retain qualified personnel; our aircraft utilization rate; defects or mechanical problems with our aircraft; our ability to successfully implement our growth strategy, including our expected fleet growth, passenger growth, our capital expenditure plans, our future joint venture and partnership plans, our ability to enter new airports (including certain international airports), that match our operating criteria; management's expectations and estimates concerning our future financial performance and financing plans and programs; our level of debt and other fixed obligations; our reliance on third parties, including changes in the availability or increased cost of air transport infrastructure and airport facilities; inflation, appreciation, depreciation and devaluation of the real; our aircraft and engine suppliers; and other factors or trends affecting our financial condition or results of operations, including those factors identified or discussed as set forth under "Risk Factors" in the prospectus included in our registration statement on Form F-1 (No. 333-215908) filed with the Securities and Exchange Commission (the "Registration Statement").

In addition, in this presentation, the words "believe," "understand," "may," "will," "aim," "estimate," "continue," "anticipate," "seek," "intend," "expect," "should," "forecast" and similar words are intended to identify forward-looking statements. You should not place undue reliance on such statements, which speak only as of the date they were made. We do not undertake any obligation to update publicly or to revise any forward-looking statements after we distribute this presentation because of new information, future events or other factors. Our independent public auditors have neither examined nor compiled the forward-looking statements and, accordingly, do not provide any assurance with respect to such statements. In light of the risks and uncertainties described above, the future events and circumstances discussed in this presentation might not occur and are not guarantees of future performance. Because of these uncertainties, you should not make any investment decision based upon these estimates and forward looking statements.

In this presentation, we present EBITDAR for limited purposes solely as a valuation metric. EBITDAR is defined as EBITDA further adjusted to exclude expenses related to aircraft and other rent. EBITDA, which is defined as EBITDA adjusted to exclude foreign currency exchange, net, derivative financial instruments, net, other financial expenses, other financial income, and result from related parties, net (as applicable). EBITDA, which is defined as net income (loss) minus interest income (comprised of interest on short-term investments), plus interest expense (comprised of interest on loans and interest on factoring credit card and travel agencies receivables), current and deferred income tax and social contributions, and depreciation and amortization.

EBITDAR is included as supplemental disclosure because (i) we believe EBITDAR is traditionally used by aviation analysts and investors to determine the equity value of airlines and (ii) EBITDAR is one of the metrics used in our debt financing instruments for financial reporting purposes. We believe EBITDAR is useful for equity valuation purposes because (i) its calculation isolates the effects of financing in general, as well as the accounting effects of capital spending and acquisitions (primarily aircraft) which may be acquired directly subject to acquisition debt (loans and finance leases) or by operating leases, each of which is presented differently for accounting purposes and (ii) using a multiple of EBITDAR to calculate enterprise value allows for an adjustment to the balance sheet to recognize estimated liabilities arising from off-balance sheet operating leases. However, EBITDAR is not a financial measure in accordance with International Financial Reporting Standards ("IFRS"), and should not be viewed as a measure of overall performance or considered in isolation or as an alternative to net income, an alternative to operating cash flows, a measure of liquidity, or the basis for dividend distribution because it excludes the cost of aircraft and other rent and is provided for the limited purposes contained herein. As for the use of EBITDAR in our debt financing instruments, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—Loans and Financings" in the prospectus included in the Registration Statement.

The valuation measure EBITDAR has limitations as an analytical tool. Some of these limitations are: (i) EBITDAR does not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments; (ii) EBITDAR does not reflect changes in, or cash requirements for, our working capital needs; (iii) EBITDAR does not reflect the significant interest expense, or the cash requirements necessary to service interest or principal payments, on our debts; (iv) although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future and EBITDAR does not reflect any cash requirements for such replacements; and (v) EBITDAR is susceptible to varying calculations and therefore may differ materially from similarly titled measures presented by other companies in our industry, limiting its usefulness as a comparative measure. Because of these limitations EBITDAR should not be considered in isolation or as a substitute for financial measures calculated in accordance with IFRS. Other companies may calculate EBITDAR differently than us. For a calculation of EBITDAR and a reconciliation to net income (loss), see "Summary Financial and Operating Data" and "Selected Consolidated Financial Information" in the prospectus included in the Registration Statement. The concept of EBITDAR presented herein is the same as the concept of Adjusted EBITDAR presented in the Registration Statement.

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### **Azul at a Glance**

The fastest-growing, most profitable and best positioned airline in Brazil

#1

in destinations served (100+)

#1

in **86%** of markets served

#1

in domestic departures (1/3 of departures)

#1

in on-time performance and customer satisfaction

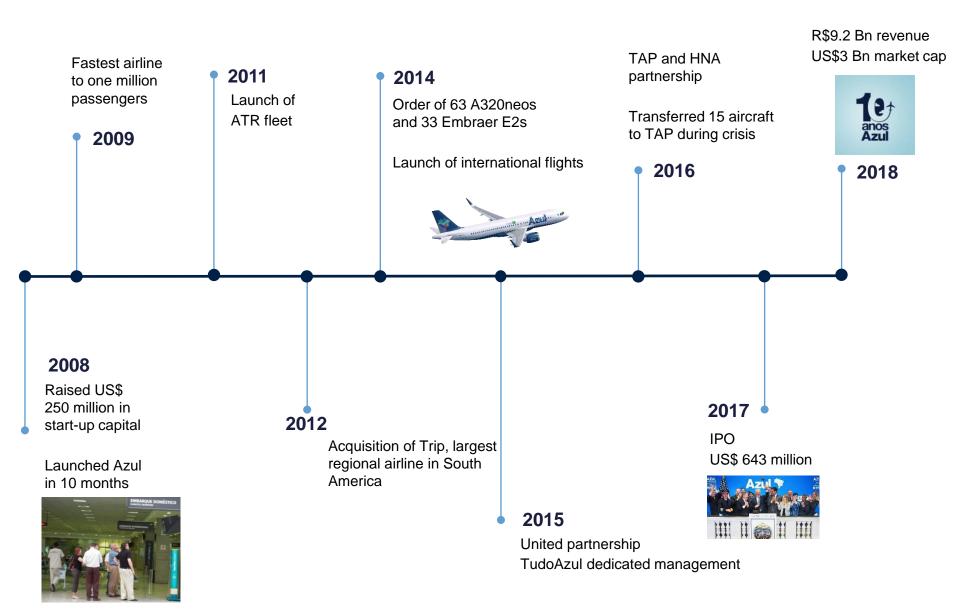
#1

Profitability and balance sheet





### **Azul Milestones**

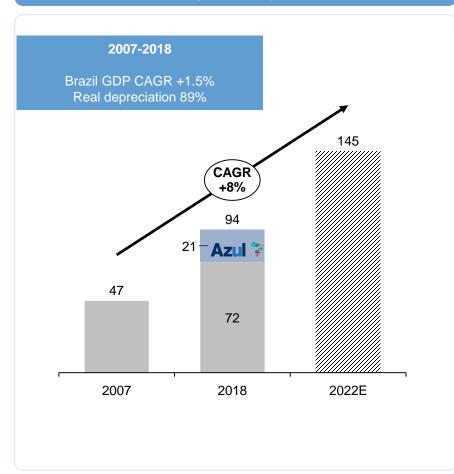




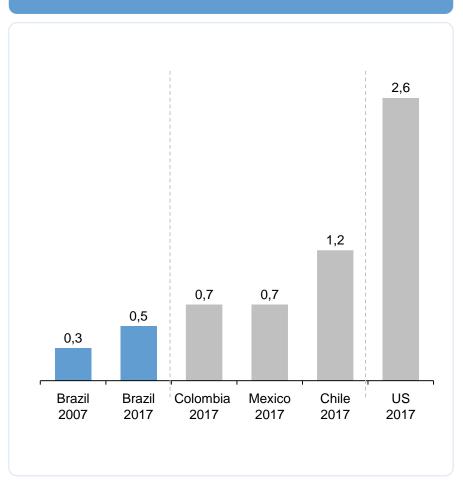
## Positive Fundamentals Driving the Brazilian Aviation Market

Growth in the Brazilian middle class supported by rising per capita income, leading to more passengers and flights per capita in Brazil





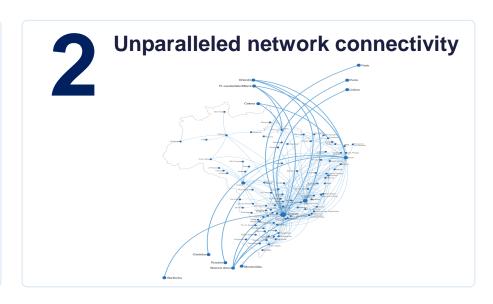
#### **Domestic Flights Per Capita**





### Sustainable, Defensible Business Model

| Particles | Part



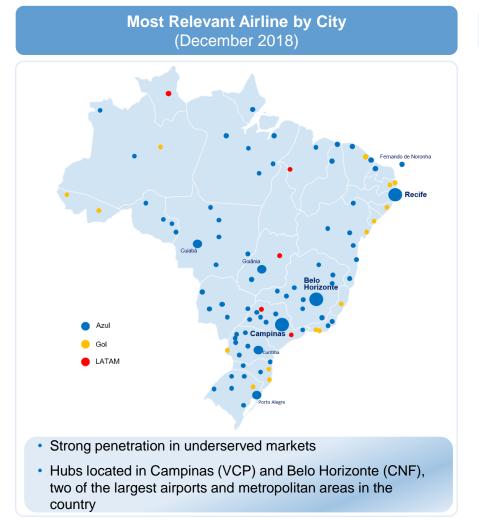


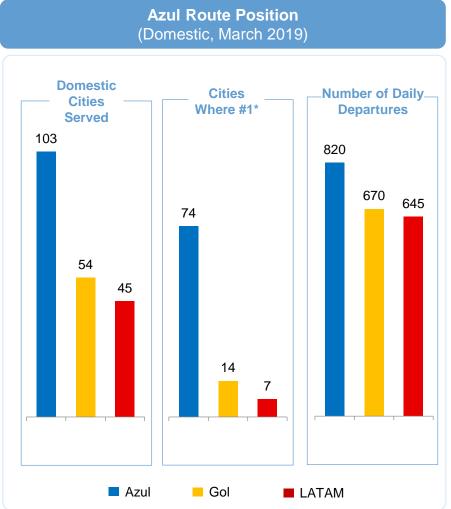




## Market and Route Leadership

Azul is strongly positioned in Brazil, with strong presence in underserved markets...

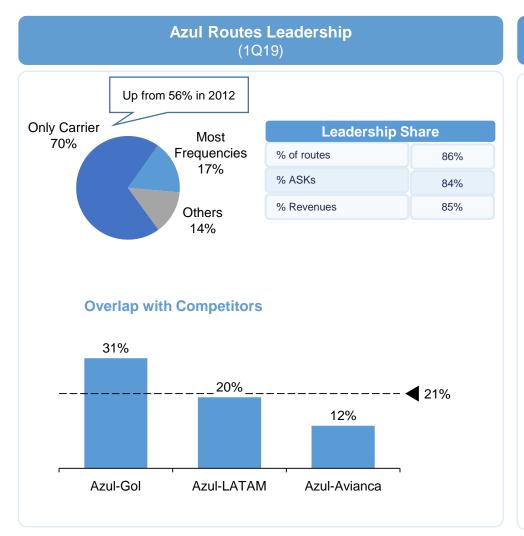




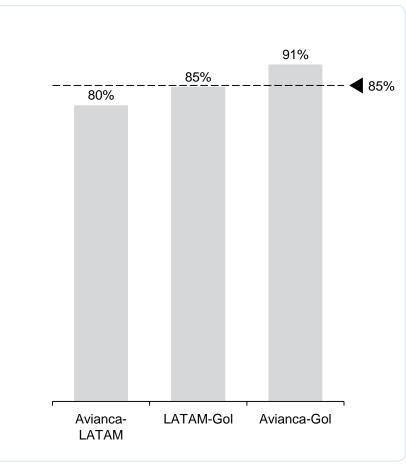


## Limited Route Overlap with Competitors

Azul's limited overlap with other Brazilian carriers gives it significant pricing advantage



### **Competitors Route Overlap**

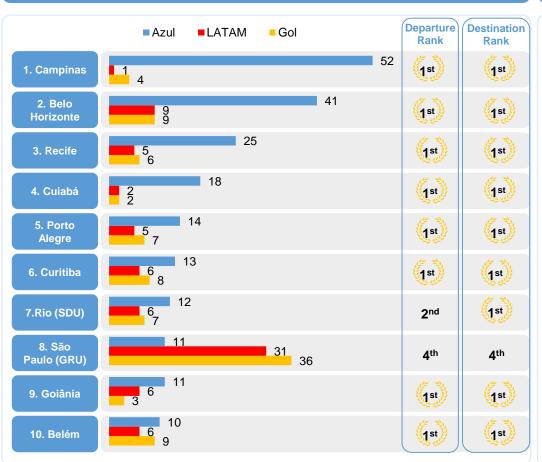




## Leader in 8 Out of Company's Top 10 Airports

...making the Company the leader on most of the routes it serves

#### Nonstop Destinations by Airport (March 2019)



#### Flights per day on Selected Routes

Top Routes by # of Flights	Azul	Gol	TAM
Campinas-Rio de Janeiro	14x	2x	-
Campinas-Belo Horizonte	10x	-	-
Campinas-Curitiba	10x	-	-
Campinas-Porto Alegre	9x	-	-
Belo Horizonte–Vitória	6x	-	-
Campinas-Cuiabá	5x	-	-
Campinas-Ribeirao Preto	4x	-	-
Belo Horizonte-Montes Claros	4x	1x	-

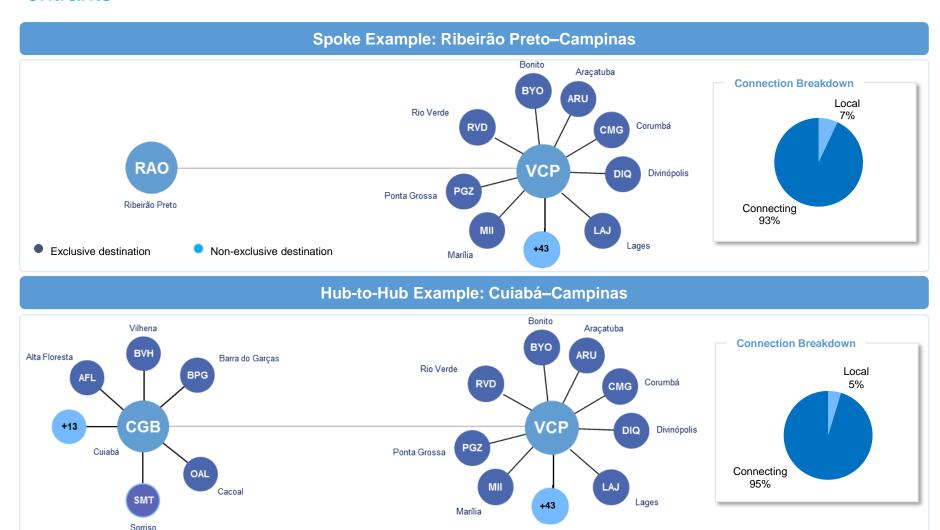
Higher frequency attracts business travelers, who value convenience



Source: Azul, ANAC and Companies

### **Exclusive Provider on Key Routes**

Limited number of local passengers means individual routes cannot sustain new entrants





Source: Azul

### Fortress Hub at Campinas Airport

Campinas Airport (VCP) is located about one hour from São Paulo in Campinas, one of the wealthiest and most populated regions in Brazil

#### **Campinas Airport Influence Area**



- Total population in region: 26 million
- Total economic output from region: R\$ 988B

#### **Campinas Airport Catchment Area**

#### **Campinas Metropolitan Region**

- VCP is the primary airport serving Campinas metropolitan region
- Population: 3.1 million; economic output: R\$ 139B

#### **Campinas Catchment Area**

- Convenient and fast highway access to VCP
- Population: 5.2 million; economic output: R\$ 187B

#### São Paulo Metropolitan Region

- São Paulo: largest city and economic hub in Brazil
- Population 17.6 million; economic output: R\$ 662B

#### **VCP vs. GRU Competition**

- Only 4% of VCP passengers reside in São Paulo city
- Easy access through high-capacity freeways:
  - VCP: 60-75 min drive from São Paulo during peak hours
  - GRU: up to 180 minutes to GRU



Source: Azul and IBGE

# Fortress Hub at Campinas Airport

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Azul 7 4204 15:20	Bonito	C	C14	On Time	Azul 💝	4018	18:20	Rio de Janeiro - SDU	С	C05 On Time
Azul 7 4016 15:25	Rio de Janeiro - SDU	C	C09	Gate Closed	Azul 💝	5100	18:25	Recife	С	C08 Gate Open
Azul 7 5284 15:25	Belo Horizonte	С	C05	Gate Closed	Azul 🦻	4138	18:55	Brasília	С	C10 On Time
Azul 7 2666 15:40	Porto Alegre	С	C12	Boarding	Azul 💝	4128	19:00	Goiânia	С	C06 On Time
Azul > 5286 15:40	Aracaju	С	C02	Boarding	Azul 💝	4046	19:20	Belo Horizonte	С	C13 On Time
Azul 7 2664 16:00	Dourados	В	B24	Boarding	FLATAM	3656	19:35	Brasília	C	C09 On Time
Azul 7 4414 16:05	Marília	В	B22	Gate Open	Azul 💝	2639	19:45	Rio de Janeiro - SDU	С	C05 On Time
Azul \$ 4061 16:10	Porto Alegre	C	C08	Gate Open	Azul 💝	4084	19:45	Vitória	С	C12 On Time
Azul 9 2576 16:15	Salvador	C	C06	Gate Open	Azul 💝	4286	19:45	Porto Alegre	С	C02 On Time
Azul 7 2582 16:25	Maringá	В	B21	Gate Open	Azul 💝	6967	19:50	Florianópolis	C	C14 On Time
Azul 7 4260 16:25	Rio de Janeiro - GIG	С	C07	On Time	Azul 💝	4026	19:55	Curitiba	С	C04 On Time
Azul > 5114 16:25	Rio de Janeiro - SDU	C	C04	Gate Open	Azul 💝	4248	19:55	Navegantes	C	C08 On Time
Azul 7 2487 16:30	Belo Horizonte	С		On Time	Azul 💝	5028		Belo Horizonte	В	B21 On Time
Azul 7 2612 16:40	Brasília	C	C10	On Time	GOL	1993	20:15	Rio de Janeiro - GIG	С	C07 On Time
Azul 9 9219 16:45	Curitiba	С	C14	Gate Open	Azul 💝	4316	20:15	São José do Rio Preto	В	B25 On Time
Azul \$ 4966 16:55	Uberlândia	В	B26	Gate Open	Azul 💝			Rio de Janeiro - SDU	C	C06 On Time
Azul \$ 4482 17:00	Campo Grande	С	C12	On Time	Azul 💝		20:45	Uberaba	В	B28 On Time
Azul \$ 8750 17:00	Lisboa	A	80A	Gate Open	Azul 💝	4362	20:50	Marília	В	B23 On Time
Azul 7 4344 17:10	Araçatuba	В	B24	Gate Open	Azul 💝		20:55	Bauru	В	B28 On Time
Azul 7 4490 17:10	Cuiabá	С	C02	On Time	Azul 💝		21:10	Araçatuba	В	B26 On Time
Azul 7 4346 17:15	Joinville	В	B23	Gate Open	Azul 💝		21:10	Uberlândia	В	B24 On Time
Azul > 5168 17:25	Passo Fundo	C	C06	On Time	Azul 💝		21:15	Belo Horizonte	С	C10 On Time
Azul 7 2632 17:30	Belo Horizonte	C	C04	Gate Open	Azul 💝		21:20	Rio de Janeiro - SDU	С	C08 On Time
Azul 7 4233 17:30	Rio de Janeiro - SDU	C	C07	Gate Open	Azul 💝		21:20	Foz do Iguaçu	C	C09 On Time
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Azul 9 4122 17:45	Goiânia	В		On Time	Azul 🕏		21:50	Campo Grande	С	C07 On Time
Azul 9 9120 17:45	Presidente Prudente	В		Gate Open	Azul 💝		21:55	Cuiabá	С	C05 On Time
Azul \$ 4306 18:15	Ribeirão Preto	В	B28	On Time	Azul 💝	4092	22:00	Curitiba	С	C02 On Time



## **Strong Connectivity at Multiple Hubs**

. Mil mark		Daily Flights	Cities Served (non-stop)	Connecting Passengers
	Campinas Strong local demand, runway and terminal capacity, focus on North-South and secondary São Paulo cities traffic	145	58	60%
	Belo Horizonte Mid-continent hub, strong local demand from the secondary cities in Minas Gerais, shorter flight times to the Northeast	87	43	52%
	Recife  Newest hub connecting all capitals in the Northeast, strongest local and corporate demand in the region, convenient launch point to U.S. and Europe	57	29	46%



### Focus cities:

Belem, Cuiabá, Porto Alegre, Curitiba

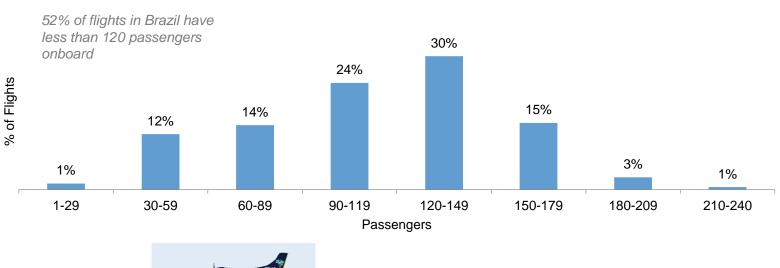
- Belem is the newest North focus city
- Cuiaba serves the Midwest agro-business region where Azul is no.1
- Curitiba and Porto Alegre connect smaller secondary cities in the South



## Appropriately-Sized Aircraft for the Brazilian Market

With a diversified fleet configured with 70 to 174 seats, Azul is best positioned to match capacity to demand

# Passengers per Domestic Flight in Brazil (2018)





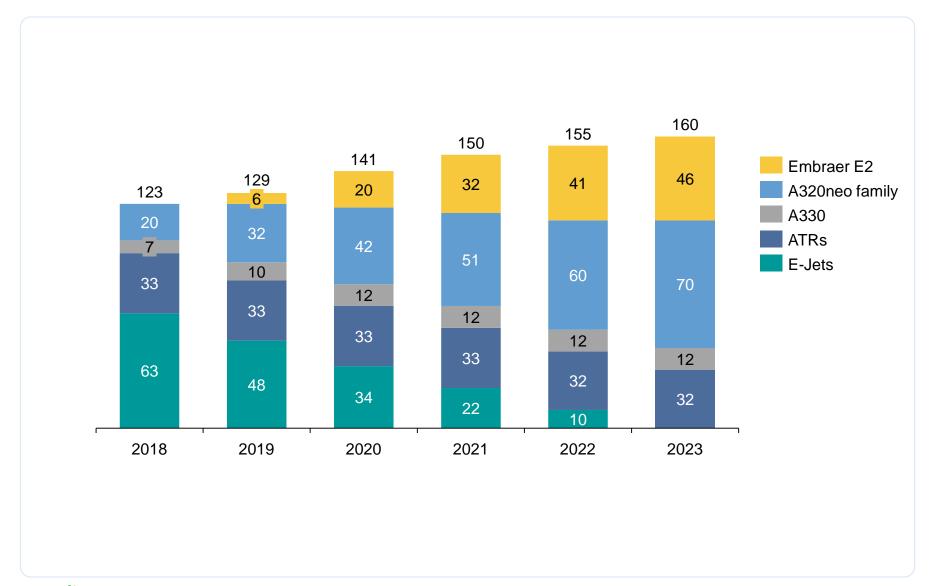


**25 A320neo family** 174 seats



Source: Azul, ANAC and companies

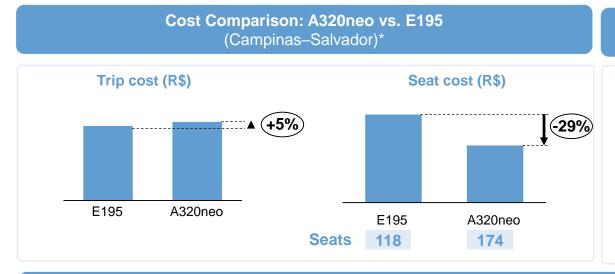
## **Azul Operating Fleet Projection**





## A320neo: Key Driver of Future Profitability

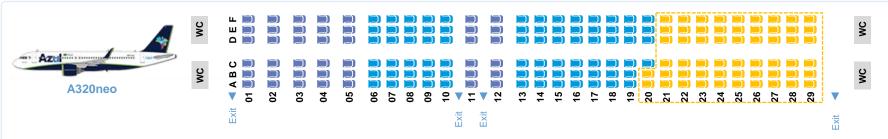
The addition of A320neos to Azul's fleet is further enhancing profitability in long-haul markets



#### A320neo Highlights

- 32 A320neos expected to be in service by the end of 2019
- Expected to burn 15% less fuel than previous A320 model
- Also supports further growth of TudoAzul, Azul Viagens and Azul Cargo

#### A320neo Seat Map

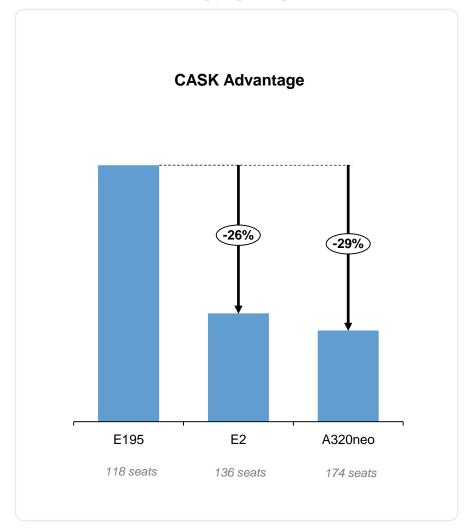


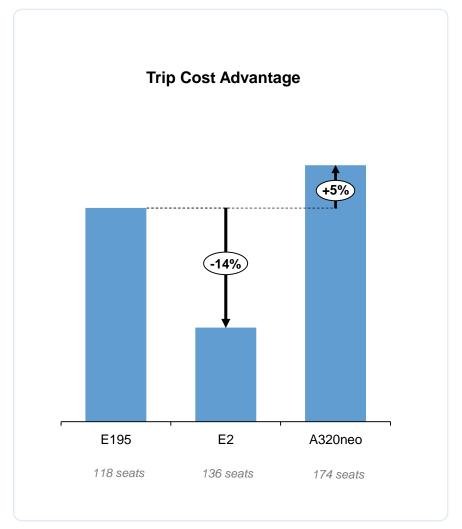
 A320neo provides 56 additional seats at virtually no additional cost per flight compared to previous aircraft used in long-haul missions, significantly reducing cost per seat



### **Azul's Fleet Transformation**

The addition of next-generation aircraft is the cornerstone of Azul's margin expansion strategy going forward



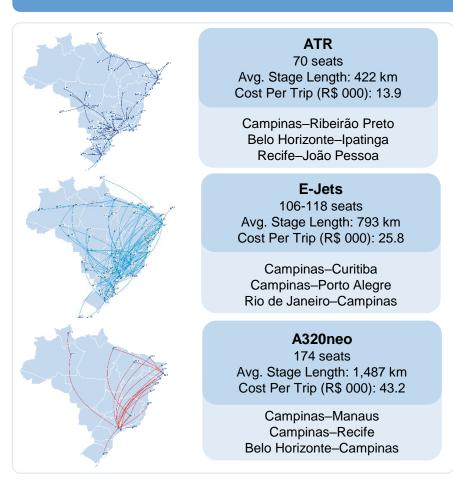


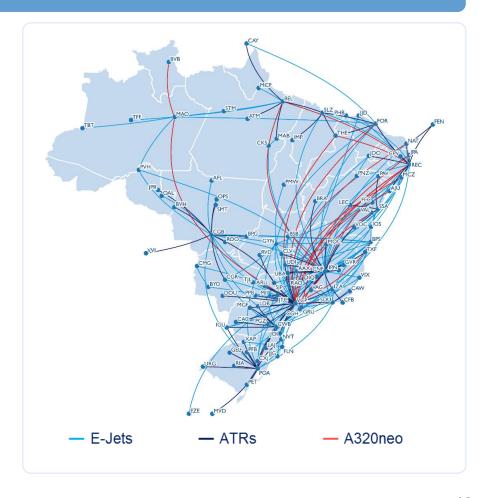


### Appropriately-Sized Aircraft for the Brazilian Market

...allowing Azul to fly to markets which its competitors cannot serve sustainably

#### **Targeted Routes by Fleet Type**

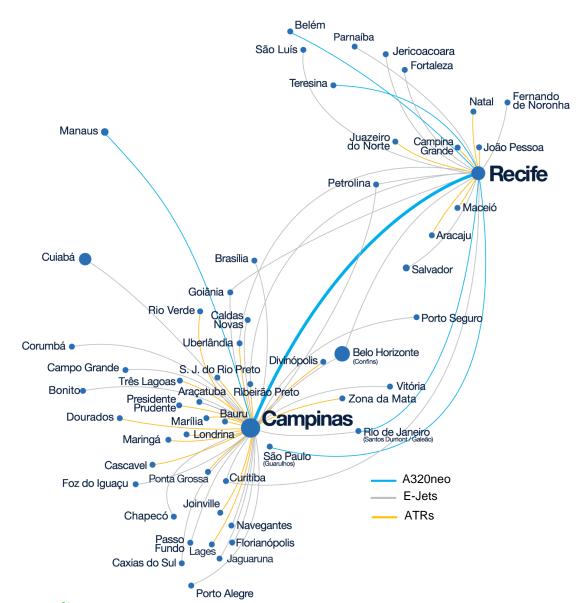






Source: Azul

## The A320neo Effect: Strengthening the Network



#### Campinas-Recife Growth

(Replaced E-Jet with A320neo starting Dec. 2016)

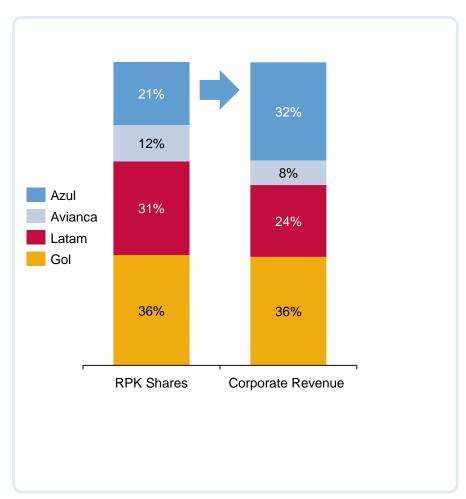
	4Q16 vs. 4Q17
Number of seats/week	+56%
Daily flights	+33%
Load factor	+2.0 p.p.
Downline revenue	+68%
Local passengers	+26%
Connecting passengers	+77%
Non-A320neo flights load factor	+3.0 p.p.

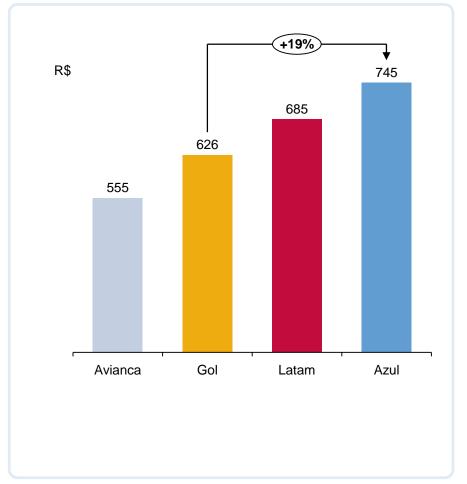


# Market Share in Corporate Market

RPK and Corporate Revenue Share (1Q19)



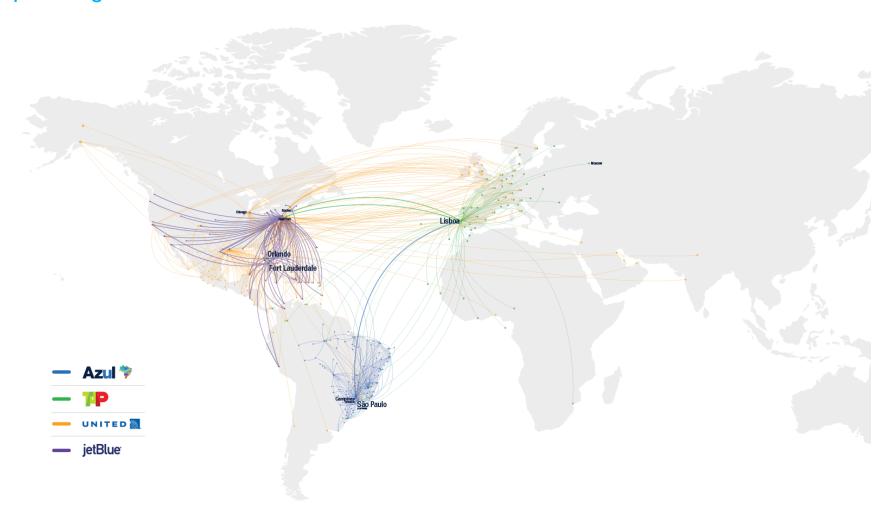






## Focused International Expansion

Connecting where we are strong to where our partners are strong to maximize passenger traffic





## **High Quality Customer Experience**

Customer-oriented culture and innovative service providing an enjoyable customer experience

New Cabin Interior (A330s)

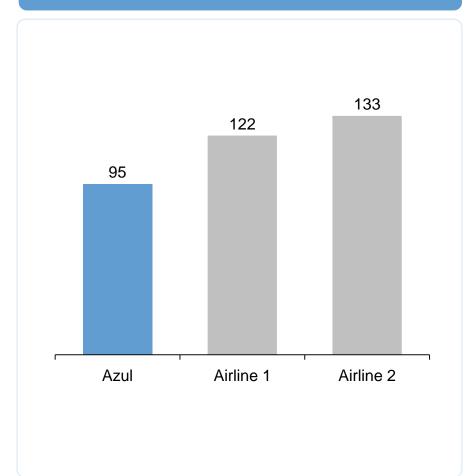




## **Service-Oriented Company Culture**

Highly productive workforce of passionate and friendly people who provide our customers with the best flying experience

### Full-time employees per aircraft<sup>1</sup>



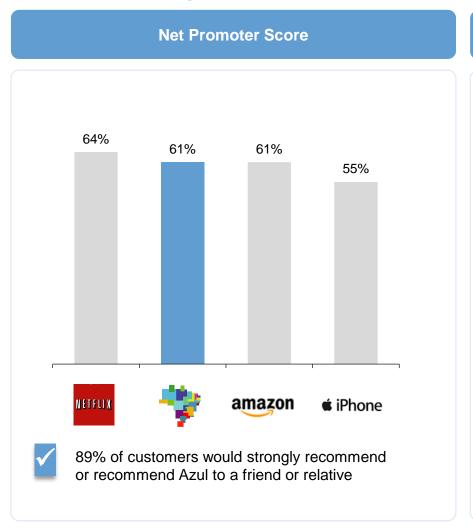
#### Awards



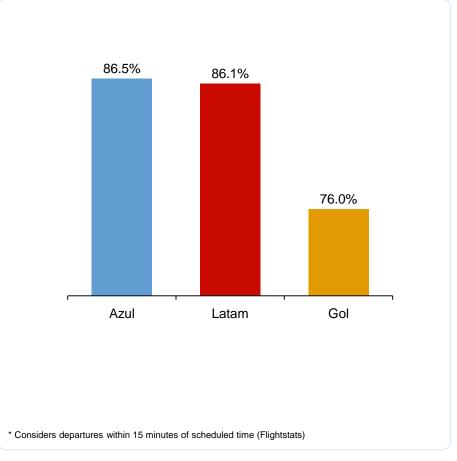


## **Strong Brand Recognition**

High quality product and exceptional service significantly enhance customer loyalty and brand recognition



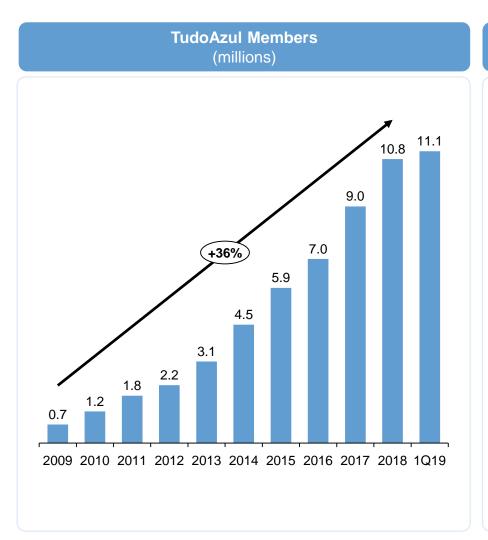
# On-Time Performance 1Q19 (D15\*)





# **TudoAzul: Fastest Growing Loyalty Program**

Rapidly gaining share in a growing industry



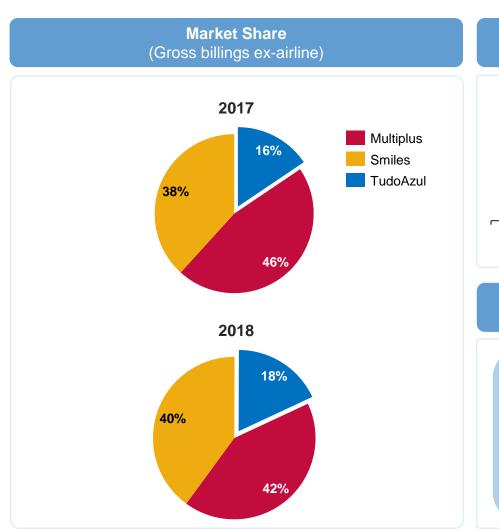


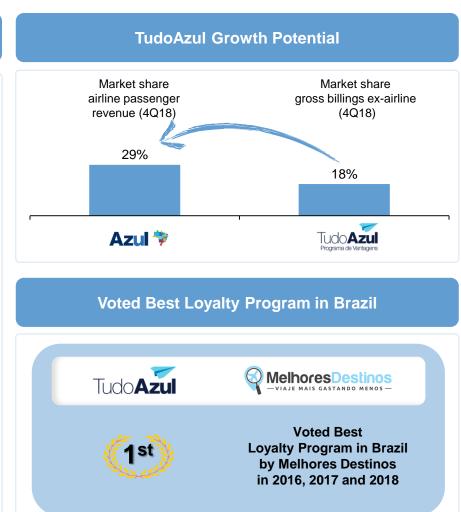


Source: Azul, Smiles and Multiplus

## High Growth But Still Below Fair Share

TudoAzul has gained significant share but still has ample room to grow







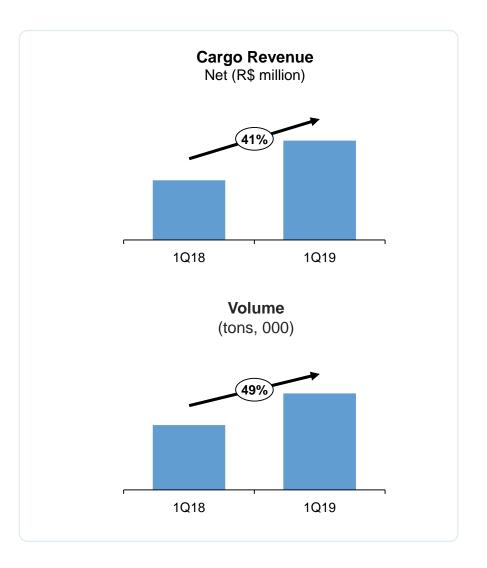
Source: Azul, Smiles and Multiplus

## **Azul Cargo Update**

### Only logistics provider in Brazil with air service to more than 100 destinations



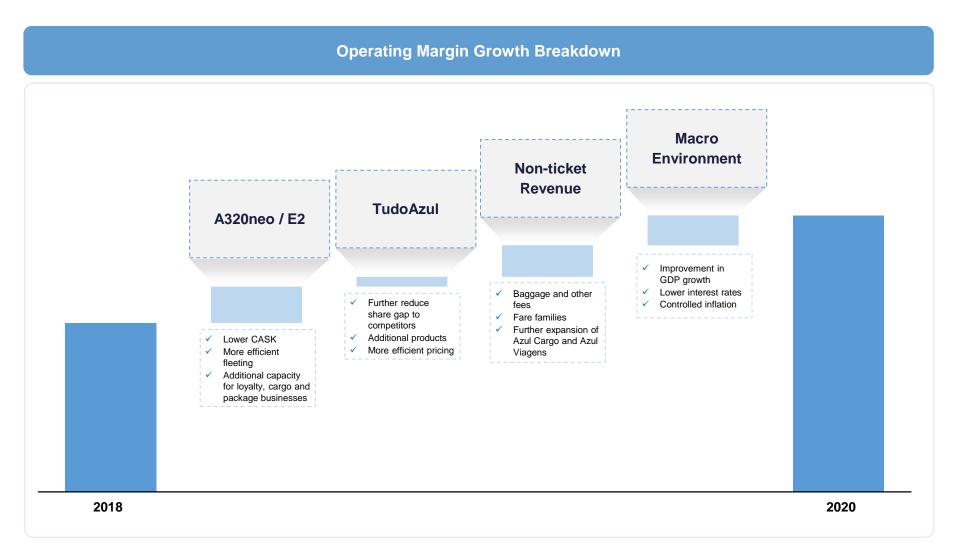
- Air-service to 100+ destinations and 200+ stores nationwide serving 3,700 cities:
  - Franchise model based on commissions
  - Door to door deliveries
  - Smaller items with high aggregate value
- Increase in volume share from 13% to 19% YoY
- E-commerce in Brazil expected to grow 15%
- Two dedicated freighter aircraft to support increasing demand for palletized service





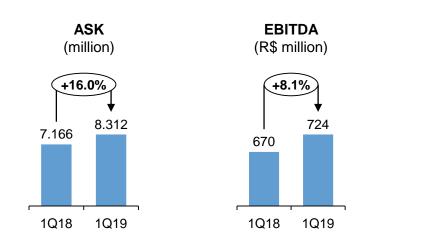
## Clear Path to Increased Profitability

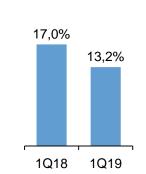
Diligently executing on margin expansion drivers, with further room for improvement



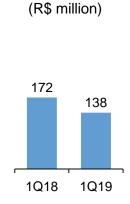


## **1Q19 Highlights**





**Operating Margin** 



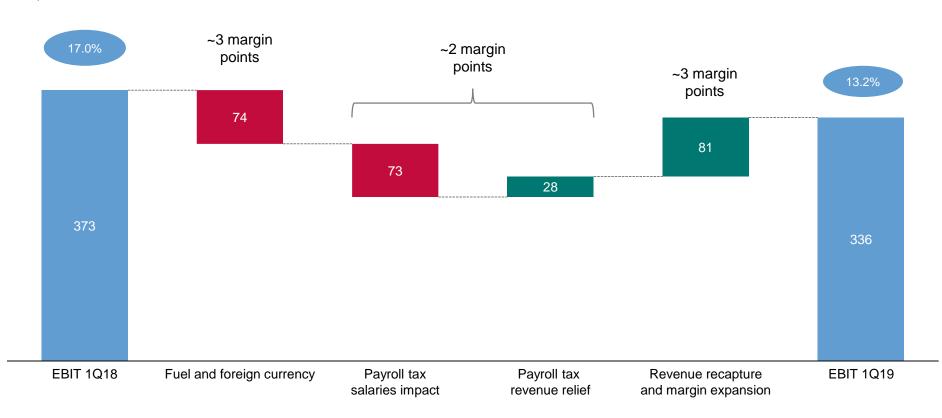
**Net Income** 

- Revenue up 16.0% to R\$2.5 billion
- Operating income of R\$ 336 million
  - R\$ 74 million impact from fuel and foreign exchange
  - R\$ 45 million net impact from payroll tax
- EBITDAR margin of 29.2%
- Flat RASK YoY, with 16.0% growth in capacity; up 1.8% stage-length adjusted
- CASK increase of 4.6%, with 16.3% devaluation of real; CASK decrease of 2.4% adjusting for fuel, currency, and payroll tax
- Total cash position of R\$ 4.0 billion, representing 42% of last twelve months' revenues

# 1Q19 vs. 1Q18 Operating Margin

- Strong results from margin expansion strategy:
  - Fuel, currency and payroll tax impact accounted for 5-point reduction in margin
  - Recovery of 3 margin points from revenue recapture and margin expansion

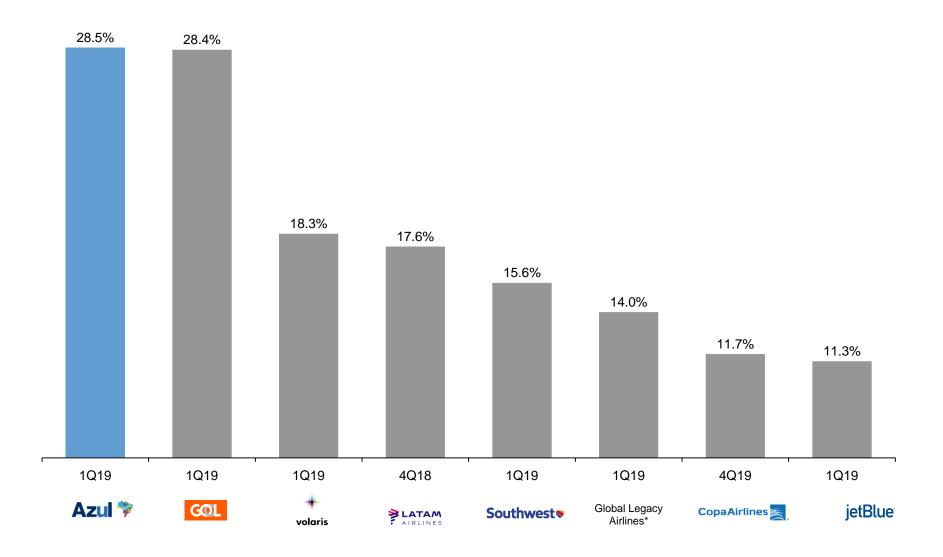
#### R\$ million





\* All figures in IFRS16 accounting standard

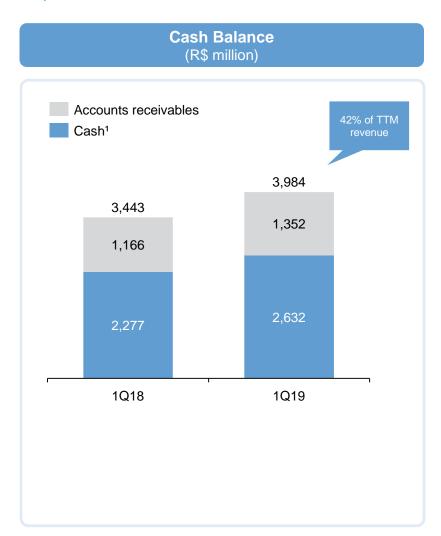
# 1Q19 EBITDA Margin (IFRS 16) – Azul vs. Peers

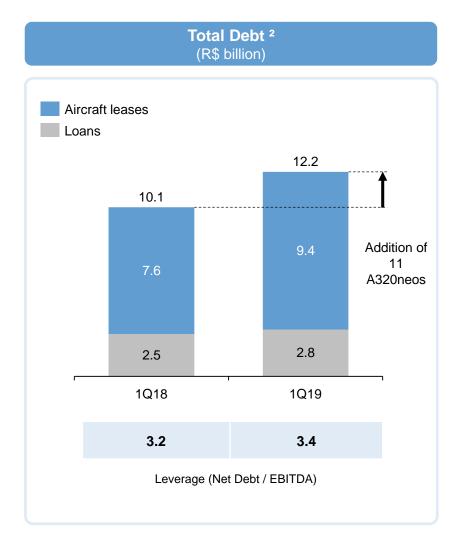




## **Strong Liquidity Position**

Azul maintained a strong cash position while protecting all of its non-aircraft debt foreign currency exposure





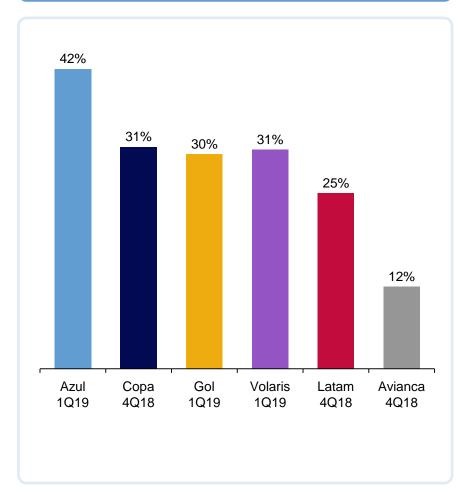


<sup>&</sup>lt;sup>1</sup> Includes cash and cash equivalents, short-term and long-term investments

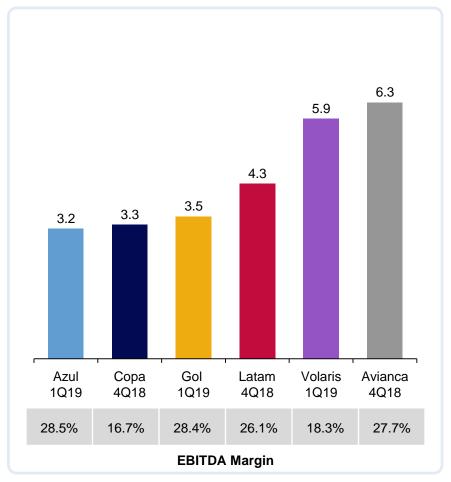
<sup>&</sup>lt;sup>2</sup> Adjusted for currency hedges

# 1Q19 Liquidity – Azul vs. Peers

Cash + Receivables (% of LTM revenue)

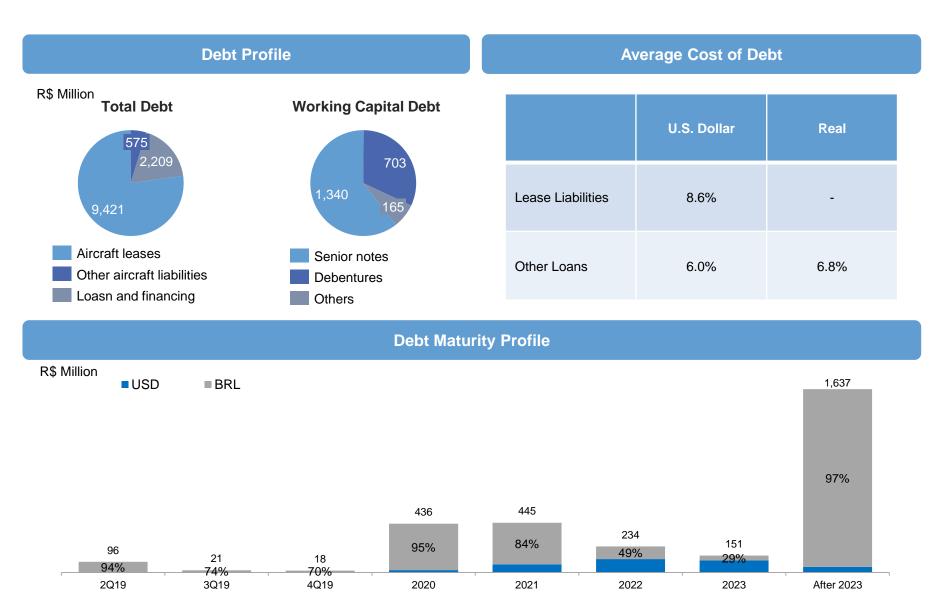


# Leverage (Adjusted Net Debt / EBITDA)





## **Strong Liquidity and Debt Profile**





# Limited Foreign Exchange Exposure

#### **Successful Issuance of Unsecured Bond**

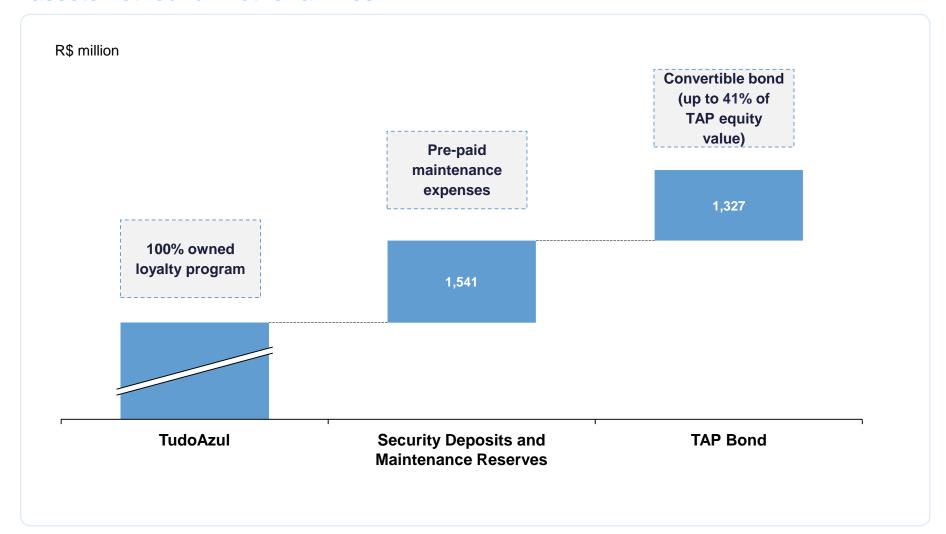
- US\$ 400 million unsecured bond
- Swapped to 99% of risk-free rate with cap at 4.75 BRL/USD

Corp. Ratings	Ba3 by Moody's (BB-) / B+ by S&P
Issue Ratings	B1 by Moody's (B+) / B+ by S&P
Size	US\$400 million
Maturity	October 2024
Issuance	October 2017
Yield	6.000%
Coupon	5.875%



## **Azul Unique Assets**

Besides higher margins and a stronger balance sheet, Azul also has valuable assets not found in other airlines



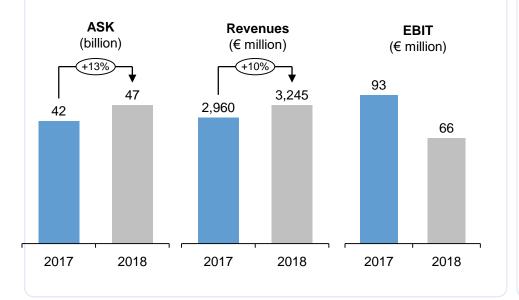


### **TAP Investment**

### TAP's convertible bond and network connectivity to further boost Azul's results

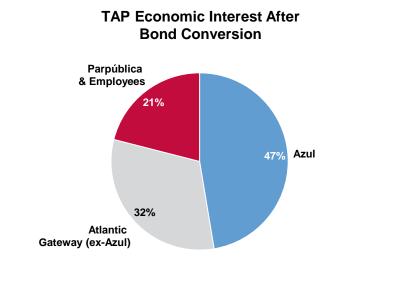


- Leader in traffic between Brazil and Europe (26%)
- Fleet of 93 aircraft
- Service to 10 cities in Brazil
- C-level suite formed by former Azul executives



#### **TAP Investment**

- € 90M strategic investment in TAP bonds convertible into up to 41.25% of economic interest
- 2025 maturity with 7.5% annual interest
- Secured by TAP's frequent flyer program Victoria
- Acquired 6.1% economic stake in TAP for US\$ 25M





### Successful Conclusion of Azul's IPO and Follow On

Azul to further strengthen its balance sheet with its IPO proceeds

#### **Azul IPO Summary**

- IPO total offer of R\$2,021 million (US\$644 million):
  - R\$1,288 million (US\$406 million) of net proceeds to Azul
  - R\$21 per preferred share, US\$20.06 per ADS\*
- Follow On total offer of R\$ 1,250M (US\$400 million)
  - Significant increase in daily liquidity
- HNA Follow On total offer of US\$313 million
  - US\$ 16.15 per ADS\*







As of March 31st, 2019	Common	Preferred	Preferred Equivalent**	Economic Interest
David Neeleman	622,406,638	9,694,459	17,993,214	5.3%
Trip former shareholders	306,558,420	18,231,040	22,318,486	6.6%
United Airlines, Inc. (Calfinco)		26,995,316	26,995,316	8.0%
Others		271,921,350	271,921,350	80.1%
Treasury		332,981	332,981	0.1%
Total	928,965,058	327,175,146	339,561,347	100.0%



<sup>\*</sup>Each ADS corresponds to three preferred shares

<sup>\*\*</sup>Assuming the conversion of common shares to preferred shares at a 75:1 ration

## Environmental, Social and Governance ("ESG") Responsibility

Aviation is a key driver of sustainable development, bringing together people, businesses and communities

ESG KEY INDICATORS	2018	2017	<b>%</b> ∆		
Environmental					
GHG (Kg of CO2, million)	2,610.1	2,372.0	10.0%		
Total fuel consumed per ASK (kg / ASK, million)	28.2	29.8	-5.2%		
Average age of operating fleet	5.9	5.6	4.6%		
Social					
Employee gender: (%) male (%) female	58.0 42.0	57.0 43.0	1.8% -2.3%		
Employee turnover (%)	0.95	1.03	-7.8%		
Employees unionized (%)	18.0	17.0	5.9%		
Governance					
Independent directors (%)	82.0	85.0	-3.5%		
Percent of board members that are women	9.0	7.7	17.0%		
Director average age	56.1	53.7	4.5%		
Director meeting attendance (%)	99.0	94.9	4.3%		
Board size	11.0	13.0	-15.4%		
Participation of woman in leadership positions (%)	28.3	28.7	-1.3%		



# IFRS 16 Impact on 2018 Results

### **Comparison of 2018 Results (Preliminary)**

	IAS 17 (old)	IFRS 16 (new)	Difference
EBIT margin	8.8%	15.1%	6.3 p.p.
EBITDAR margin	28.7%	29.7%	1.0 p.p.
EBITDA margin	12.3%	28.7%	16.4 p.p.
Gross debt	R\$3.4 billion	R\$11.2 billion	R\$7.8 billion
7x LTM aircraft rent	R\$10.6 billion	0	-
Adjusted debt	R\$14.0 billion	R\$11.2 billion	(R\$2.8 billion)
Leverage (adj. net debt/EBITDAR)	4.2	3.0	(1.2)



## 2019 Outlook

	2019 Guidance (IFRS 16)
ASK growth	18% to 20%
Domestic	16% to 18%
International	20% to 25%
CASK	-1% to -3%
Operating margin	18% to 20%





#### **Investor Relations**

+55 11 4831 2880

invest@voeazul.com.br