

RANDON S.A. Implementos e Participações

CNPJ 89.086.144/0001-16

Listed Company

Ordinary and Extraordinary General Meeting

CALL

We invite our shareholders to meet for an Ordinary and Extraordinary General Meeting at the headquarters of the Company, on Abramo Randon Avenue, 770, Caxias do Sul, RS, at 3:00 PM, on April 17, 2008, to discuss the following agenda:

1º) In Ordinary General Meeting

- (a) Examine, discuss and vote on the Management Report, Financial Statements, and Independent Auditors' and Audit Board's Reports referring to the business period ended December 31, 2007.
- (b) Deliberate on the allocation of the net profit of the period and distribution of dividends;
- (c) Elect the members of the Audit Board, if applicable;
- (d) Establish the remuneration of the Administrators and, if elected, of the Audit Board members.

2º) In Extraordinary General Meeting

Deliberate on the Company's capital increase from R\$279.000.000,00 to R\$400.000.000,00, by incorporation of profit reserves without issuance of new shares, as well as on related corporate alterations.

General Instructions:

- ⇒ The shareholder who wish to be represented at the Meeting shall meet the precepts of Article 126, paragraph 1st, of the Law 6.404/76. The proxies and further documents relative to such representation shall be delivered to the Company's headquarters, preferably until 5:00 PM, on April 15, 2008, as allowed by Article 15 of the Company's by-laws;
- ⇒ The Management Documents – which include the proposal to allocate the net profit - were published on the issues of February 20th, 2008, of the newspapers *Gazeta Mercantil*, *Diário Oficial da Indústria e Comércio do Estado do Rio Grande do Sul*, and *Pioneiro*, of Caxias do Sul. Such documents are available at the headquarters of the Company and on the website www.randon.com.br – Investor Relations link;
- ⇒ The minutes of the Executive Board and Board of Directors relative to the proposal to increase the Company's capital are available at the Company's headquarters and on the website www.randon.com.br – Investor Relations link.

Caxias do Sul, March 28, 2008.

Raul Anselmo Randon
Chairman of the Board of Directors

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Av. Abramo Randon, 770, Caixa postal 175 - 95055-010 – CAXIAS DO SUL – RS - BRASIL

PABX: (54) 3209.2000 – FAX.: (54) 3209.2566

www.randon.com.br - E-mail: randon@randon.com.br