



RANDON S.A. Implementos e Participações

CNPJ 89.086.144/0001-16

Listed Company

Ordinary and Extraordinary General Meetings

CALL

We invite our shareholders to attend 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 8, 2009, to discuss the following agenda:

(1) 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, 2008.
- (b) Deliberate on the allocation of the net profit for the period and distribution of dividends;
- (c) Elect the members of the Board of Directors, and, if applicable, the members of the Audit Board; and
- (d) Establish the remuneration of the Administrators and, if elected, of the Audit Board members.

(2) In Extraordinary General Meeting

Deliberate on the Company's capital increase from R\$ 400.000.000,00 to R\$ 406.000.000,00, by incorporation of profit reserves without issuance of new shares, as well as on related change in Article 5th in the Company's By-Laws;

General Instructions:

- ⇒ In accordance with ICVM no. 165/91, changed by Instruction ICVM no. 282/98, we inform that it is of 5% the minimum interest percentage in the voting capital necessary to apply for the process of multiple vote in the election of the Board of Directors members, provided by Article 141, of Law 6.404/76. The application for the adoption of such a multiple vote process shall be exercised by 3:00 PM, April 6, 2009;
- ⇒ The shareholders who gain the right to elect the members of the Board of Directors in a separate election, as provided by § 4th of Article 141, of Law 6.404/76, shall hold the capital percentages therein established, in addition to showing evidence of their continuous holding of such stock interest since January 7, 2009;
- ⇒ The shareholders 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 6:00 PM, on April 6, 2009, as allowed by Article 15 of the Company's by-laws;
- ⇒ Further information including instructions to shareholders and details on the matters included in the agenda are available on the website www.randon.com.br (Investor Relations link), as well as the Management Documents, the minutes of the Executive Board and the minutes of the Board of Directors;

Caxias do Sul, March 16, 2009.

Raul Anselmo Randon
Chairman of the Board of Directors

To be published on the DOE, Pioneiro (Caxias do Sul) and Gazeta Mercantil (São Paulo branch), on March 17, 18 and 19, 2009.

