



RANDON S.A. Implementos e Participações

Liste Company
CNPJ 89.086.144/0001-16
NIRE 43300032680

Minutes no. 21 of the Executive Board Meeting

On June 4, 2009, at 10:00 AM, at the Company's headquarters located on Abramo Randon Ave., 770, in this city of Caxias do Sul, RS, the members of the Executive Board gathered, with the President-Director, David Abramo Randon, as chair, and the Vice-President Director, Alexandre Randon, as secretary. By unanimous vote, the Directors put forward a proposal to incorporate the controlled company Randon Veículos Ltda. by the Company, according to studies made by technical and consultative studies included in the Protocol and Justification of Incorporation of this date, prepared pursuant Articles 224 and 225 of Law 6,404, dated December 15, 1976, as amended, and regulation standards issued by the Securities and Exchange Commission. The proposal was referred for examination by the Board of Directors and Audit Board of the Company. Upon the approval and favorable opinion of these boards, the proposal will be referred for appreciation of the shareholders, during an Extraordinary General Meeting. The meeting was closed and these minutes were written up, read, approved and signed by the members of the Executive Board. Caxias do Sul, June 4, 2009.

David Abramo Randon

Alexandre Randon

Erino Tonon

Astor Milton Schmitt