



## **RANDON S.A. Implementos e Participações**

Listed Company  
CNPJ 89.086.144/0001-16  
NIRE 43300032680

### **Minutes no. 642 of the Board of Directors` Meeting**

On June 18, 2009, at 4:30 PM, at the headquarters of the company, located at no. 770, on Abramo Randon Ave, Interlagos District, in the city of Caxias do Sul (RS), the members of the Board of Directors met, with Raul Anselmo Randon as Chair and Alexandre Randon as Secretary, in order to discuss the payment of interest on capital payable to shareholders. In accordance with the legal and applicable dispositions, the Board members unanimously decided to credit and pay interest on capital payable to the shareholders, relative to the period January-June 2009, within the form and limits laid down by legislation. The amount to be credited on June 30, 2009, is R\$ 16.022.363,50 ( Sixteen million, twenty-two thousand, three hundred and sixty-three Reais, plus fifty cents) and all shareholders holding shares representing the capital of the Company on the date of the credit shall be remunerated with the value of R\$ 0,1000 (Ten cents of Real) per common or preferred share. The referred value may be allocated to the dividends relative to the 2009 fiscal period, as it may be deliberated by the next Ordinary General Meeting. Concerning the Income Tax withholding, the current legal legislation will be followed. The payment will start on July 10, 2009 and shall be preceded of a notice to shareholders, to be published on the newspapers usually utilized by the Company for matters of this nature. From June 19, 2009, the shares shall be negotiated *ex-right* to interest. Following their reading and approval, these minutes were signed by the Board Members present at the meeting. Caxias do Sul, June 18, 2009.

Raul Anselmo Randon

Alexandre Randon

Hugo Eurico Irigoyen Ferreira

Ruy Lopes Filho

José Maria Rabelo