



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

Publicly Traded Company  
CNPJ 89.086.144/0001-16  
NIRE 43300032680

### **Minutes no. 678 of the Board of Directors Meeting**

On June 17, 2010, at 4:30 PM, at the Company`s headquarters located on Abramo Randon Ave., no. 770, in Caxias do Sul, RS, the members of the Board of Directors, representing the majority of the members, gathered with Raul Anselmo Randon as Chair and Alexandre Randon as Secretary, and unanimously decided to authorize the Executive Board, statutory and non-statutory, to take the necessary measures to: **(a)** sign a Wagons Supply Agreement with MRC Soluções em Logística Ferroviária Vnte-AI Ltda., whose object is the provision of up to 1,150 rail wagons for delivery by June 2011; and, **(b)** to issue a Bank Guarantee Letter with a first-class Bank in the amount of R\$ 65,635,819.90 (Sixty-five million, six hundred thirty-five thousand, eight hundred and nineteen Dollars) to ensure payment in advance of part of the total amount of the Contract to be performed by MRC Soluções em Logística Ferroviária Vnte-AI Ltda. The Board members Hugo Irigoyen Eurico Ferreira and José Maria Rabelo have sent, by means of an electronic message, their written expression of their agreement with the decision of the other Board members. Having being read and approved, these minutes were signed by the Board of Directors members. Caxias do Sul, June 17, 2010.

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho