



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

Publicly-Traded Company  
CNPJ 89.086.144/0001-16  
NIRE 43300032680

### **Minutes no. 680 of the Board of Directors Meeting**

DATE, TIME, VENUE: August 5, 2010, at 10:00 AM, at the Company's headquarters located on Abramo Randon Avenue, 770, Caxias do Sul, RS. ATTENDANCE: all members of the Board of Directors and Executive Board. CHAIR AND SECRETARY: Raul Anselmo Randon, Chair, and Alexandre Randon, Secretary. RESOLUTIONS: According to the Agenda known by all and by unanimous vote, the Board members decided: (1<sup>st</sup>) Approve the Financial Statements and the Management Report for the second quarter of the year (2Q10/1H10) ended June 30, 2010. (2<sup>nd</sup>) formalize their favorable opinion on the Company's performance in the first half of the year, as well as concerning the market indicators for the second half, which were considered by the members as being aligned with the macroeconomic scenario and with the sector, as verified during the six-month review of the strategic plan of the Company; (3<sup>rd</sup>) authorize the Board members, statutory and non-statutory, to take the necessary measures, including signing the respective private contracts and public deeds to acquire, for an amount not exceeding R\$ 2.000.000,00 (Two million Reais) the property with undivided fraction of about 40.000 m<sup>2</sup>, which is part of a total area of 112.616,70 m<sup>2</sup> to be spun off of Registry No. 13.441, of *Cartório do 2º Ofício – Serviço Notarial e Registral de Resende*, RJ (Notary's Office) for subsequent exchange with no return, with undivided fraction of land of the same extent, within a total area of 110,000.00 m<sup>2</sup> to be spun off of Registry No. 32.761 and Registry No. 18.954, of *Cartório do 2º Ofício – Serviço Notarial e Registral de Resende* (RJ) (Notary's Office). Said piece of land is intended to install an industrial plant (branch) of the controlled company Suspensys Sistemas Automotivos Ltda., relating to the setup of a commercial partnership with MAN Latin America, as it has already been disclosed to the market. (4<sup>th</sup>) change, from July 31, 2010 to December 31, 2010 the deadline to pay up the remaining funds in Argentinean pesos, equivalent to US\$ 1,500,000.00 (one million five hundred thousand dollars of the United States) on subscription of shares in capital increase of the controlled company Randon Argentina S.A, in an amount equivalent to US\$ 3,000,000.00 (three million dollars of the United States). CLOSURE:



There being no further business, the minutes were written up, read, approved and signed by the Board of Directors. Caxias do Sul, August 5, 2010.

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho

José Maria Rabelo

Hugo Eurico Irigoyen Ferreira