



RANDON S.A. Implementos e Participações

CNPJ 89.086.144/0001-16
Publicly-Held Company

Annual General Meeting CALL NOTICE

We invite our shareholders to our Annual General Meeting to be held at the headquarters of the Company, on Abramo Randon Avenue, 770, Interlagos District, Caxias do Sul, RS, at 3:00 PM, on April 18, 2011, to discuss the following agenda:

- (a) Examine, discuss and vote for the Management Report, Financial Statements, and Independent Auditors' and Audit Board's Reports for the fiscal year ended December 31, 2010.
- (b) To allocate the net profit for the year and decide on the distribution of dividends;
- (c) Elect the members of the Board of Directors and, if applicable, the members of the Audit Board;
- (d) Establish the remuneration of the Administrators and, if elected, of the Audit Board members.

General Instructions:

- ⇒ To participate and vote in the General Meeting, shareholders shall note the following: **(i)** provide identification (Identity Card) and evidence of respective equity interest issued by the depository financial institution or by the custodian financial institution; **(ii)** if the shareholder is to be represented by a proxy, the proxy shall have been appointed not longer than one year before the date of the meeting, be a shareholder, an officer of the Company, attorney or a financial institution, being incumbent upon the investment fund manager to represent its condominium members; **(iii)** submit the incorporation documents of the shareholders who are legal entities, and documents corroborating the correctness of the representation by the signatories of the proxies;
- ⇒ Pursuant to ICVM no. 165/91, amended by CVM Instruction 282/98, we inform that the minimum percentage of interest in the voting capital necessary to request the adoption of multiple vote is five per cent **(5%)** for the election of the members of the Board of Directors, under Article 141, of Law 6.404/76. The right to request the adoption of multiple voting process should be exercised until 48 hours before the General Assembly.
- ⇒ Pursuant to Article 15 of the By-Laws, the Company requests that these documents be submitted at the Company's headquarters, preferably by 5:00 PM of April 14, 2011;
- ⇒ Additional information and the Manual for Shareholders' Attendance at the General Meeting containing instructions to shareholders and details of the topics of the agenda, are available on the World Wide Web of the Company, www.randon.com.br/ri, of the Securities Exchange Commission (CVM) www.cvm.gov.br and of BM&FBovespa, www.bmfbovespa.com.br.
- ⇒ Any clarifications can be obtained through the e-mail address ri@randon.com.br email or by phone (54) 3209-2505.

Caxias do Sul, March 29, 2011.

Raul Anselmo Randon
Chairman of the Board of Directors