



RANDON S.A. Implementos e Participações

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

Minutes no. 692 of the Board of Directors` Meeting

DATE, TIME AND VENUE: April 25, 2011, at 2:00 PM, at the Company`s headquarters, located at Abramo Randon Avenue, 770, in Caxias do Sul, RS.

PARTICIPANTS: All members of the Board of Directors.

PRESIDING CHAIR: Raul Anselmo Randon, Chair, and Alexandre Randon, Secretary.

RESOLUTIONS: Pursuant to the Agenda of the Day, known by all, the members of the Board of Directors unanimously resolved on the following: **(1^a)** In conformity with sole paragraph of Article 18 of the Company`s by-laws, to elect Raul Anselmo Randon and Alexandre Randon to serve, respectively, as Chairman and Vice-Chairman of the Board of Directors; **(2^a)** In conformity with Article 21, item "f", of the Company`s Bylaws, to elect the members of the Executive Board of the Company for a term of 2 (two) years, to remain in their office until their substitutes are duly sworn in. As President-Director, it was elected **David Abramo Randon**, Brazilian, married, mechanical engineer, resident and domiciled at Centauro St, no, 578, Zip Code 13329-150, in the city of Salto, SP, bearer of the Identity Card no. 7001742126-SJS/RS, and enrolled with the Private Taxpayer`s Registry under no. 277.049.120-20; and, as Vice-President Directors, it was re-elected **Alexandre Randon**, Brazilian, divorced, mechanical engineer, resident and domiciled at Rio Grande St, 477, Apt. 142, Zip Code 04018-001, Vila Mariana District, in São Paulo, SP, bearer of the Identity Card no. RG nº 9001742445-SJS/RS and enrolled with the Private Taxpayers` Registry under no.468.801.000-15; and **Erino Tonon**, Brazilian, married, mechanical engineer, resident and domiciled at Alberto Bracagioli St., no. 1132, Jardim Margarida District, Zip Code 95050-020, in the city of Caxias do Sul, RS, bearer of the Identity Card RG nº 2003943087-SSP/RS and enrolled with the Private Taxpayers` Registry under no. 057.383.420-20; and, for Director, **Astor Milton Schmitt**, Brazilian, married, mechanical engineer, resident and domiciled in Caxias do Sul (RS), at Rua Dr. Rômulo Carbone, 746/401, Zip Code 95040-230, bearer of the Identity Card no. RG



2013366626-SSP/RS of January 15, 1979, and enrolled with the Private Taxpayers' Registry under no. 010.763.880-00.

The Board Members appointed the Director **Astor Milton Schmitt**, above-qualified, to also serve as Investor Relations Director. After being written up, read and approved in all its terms, these minutes were signed by all members present at the meeting. Caxias do Sul, April 25, 2011.

Raul Anselmo Randon

Alexandre Randon

Hugo Eurico Irigoyen Ferreira

Ruy Lopes Filho

Célia Maria Xavier Larichia