



Vehicles and Trailers

Auto Parts

Services



## 4Q2011 / 2011



Caxias do Sul, RS, February 28, 2012. Randon S.A – Implementos e Participações (BM&FBovespa RAPT3 and RAPT4), the controlling holding of ten companies operating within the segments of vehicles and trailers/semi-trailers, auto parts and financial services, reports its results for the fourth quarter of 2011 (4Q2011) and 2011 fiscal period ended Dec 31, 2011. The financial and operating information of the Company, except when otherwise stated, are consolidated in accordance with the international standards of IFRS – *International Financial Reporting Standards* and the monetary values are denominated in Reais.

## RANDON REPORTS ITS 4Q2011 AND 2011 FISCAL PERIOD RESULTS

- **2011 Total Gross Revenue**, before consolidation, was **R\$ 6.4 billion**, an increase of 14.1% as compared with 2010;
- **Consolidated Net Revenue** reached **R\$ 4.2 billion**, a rise of 11.8% compared with 2010;
- **2011 EBITDA** was **R\$ 556.7 million**, 2.8% up from 2010;
- **Consolidated Net Income** of **R\$ 269.1 million** in 2011, with a **Net Margin** of 6.5%, an increase of 7.8% year over year.

### Conference Call

29 FEB 2012, Wednesday,  
11:30 AM. Brasília  
9:30 AM. New York  
2:30 PM. London  
+55 (11) 3127.4971  
Ticker: RONDON

### Simultaneous Translation into English

+ 1 516-3001066 Call from NY  
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## HIGHLIGHTS

The main highlights of the quarter were:

- EBITDA has declined, in this 4th quarter of 2011, 23.8% compared with 4Q2010, reaching R\$ 104.9 million;
- Consolidated foreign sales reached US\$ 88.5 million in the quarter, an increase of 47.4% compared with the same quarter in 2010;
- Consolidated Net Income of R\$ 50.2 million in the quarter, 37.3% down from 4Q2010.

## OVERVIEW

Even though Brazilian economy has delivered a performance at a level below that of the prior year, growth of about 3% in 2011 has favored, albeit modestly, the automotive industry in general, which again has shown a good performance: 3.41 million vehicles were produced, a small increase of 0.7% compared with 2010.

The industry segment dedicated to the production of commercial vehicles has shown more robust growth due to advanced sales and production on account of the mandatory change in the legislation regarding engines, called PRONCOVE 7 (which is equivalent to EURO V Standard), effective 2012. Production costs for products complying with the new legislation are higher than prior vehicles (EURO III) available in 2011. 216,270 trucks were produced in 2011 (+13.9% compared to 2010), 47,565 bus chassis (+17.4% compared to 2010). The production of towed vehicles was more modest, accounting for 64,711 towed vehicles (+1.5% over 2010). (Source: Anfavea/Anfir-Fenabreve/Holding Randon).

2011 fiscal period showed good levels of business for Randon Companies, in line with business levels achieved by the industry of commercial vehicles.

Two important activities took place in the Company in 2011, both of which reinforce the company's commitment with growth, performance, management and operations' strategy.

The first one refers to the implementation of the ERP system (Enterprise Resource Planning), which had a specific impact on the results, although it is focused on supporting the progress of activities in the long term. The integration and standardization of business processes are instrumental in promoting synergy gains among the Group companies, in addition to speeding up growth strategy.

The second point is related to the performance of the Company and its subsidiaries on the foreign market. Sales levels and activity across borders have also achieved positive levels in 2011. Exports revenues totaled US\$ 294.4 million, an increase of 22.5% compared to the prior year.

CAPEX (Investments) amounted to R\$ 248.3 million. In addition to the regular lines of investment (increase of production capacity in different product lines, replacement of depreciated assets, the new ERP, modernization, development of new products and various tools), there were also investments in non-organic investments, like the acquisition of an industrial unit (towed vehicles) in the State of Santa Catarina.

The period also saw a strong pressure on labor costs. The real gains made in recent years have demanded special attention on productivity and efficiency in order to compensate for the competitiveness and profitability of the business. Below are detailed comments and detailed on performance indicators.

*“2011 fiscal period showed good levels of business for Randon Companies, in line with business levels achieved by the industry of commercial vehicles”.*

## MAIN FIGURES (R\$ Thousand)

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
<b>Total Gross Revenue (*)</b>	1,606,318	1,510,613	6.3%	6,384,993	5,594,055	14.1%
Domestic market	1,446,798	1,408,338	2.7%	5,889,313	5,171,075	13.9%
Foreign market	159,520	102,275	56.0%	495,680	422,980	17.2%
Foreign market in US\$	88,544	60,055	47.4%	294,396	240,242	22.5%
<b>Consolidated Net Revenue</b>	<b>1,034,084</b>	<b>1,033,561</b>	<b>0.1%</b>	<b>4,156,396</b>	<b>3,718,972</b>	<b>11.8%</b>
Consolidated Gross Profit	228,928	245,047	-6.6%	1,018,893	906,604	12.4%
Gross Margin (%)	22.1%	23.7%	-1.6 p.p.	24.5%	24.4%	0.1 p.p.
<b>Consolidated Net Profit</b>	<b>50,240</b>	<b>80,112</b>	<b>-37.3%</b>	<b>269,149</b>	<b>249,493</b>	<b>7.9%</b>
Net Margin (%)	4.9%	7.8%	-2.9 p.p.	6.5%	6.7%	-0.2 p.p.
<b>Consolidated EBITDA</b>	<b>104,936</b>	<b>137,642</b>	<b>-23.8%</b>	<b>556,658</b>	<b>541,388</b>	<b>2.8%</b>
EBITDA Margin (%)	10.1%	13.3%	-3.2 p.p.	13.4%	14.6%	-1.2 p.p.

(\*) Without elimination of inter-company sales.

Values in thousands of Reais

Randon S.A. Implementos e Participações achieved, in 4Q2011 a consolidated net income of R\$ 50.2 million, down 37.3% from the same period in 2010. The net consolidated revenues of the company during the quarter was R\$ 1.0 billion, 0.1% higher than that achieved in the quarter of 2010. Total gross revenues, including inter-company sales, totaled R\$ 1.6 billion in the fourth quarter of 2011, an increase of 6.3% more compared to the same period of 2010. The consolidated EBITDA reached R\$ 104,9 million in the fourth quarter of 2011, and EBITDA margin reached 10.1%, a drop of 3.2 percentage points compared with the fourth quarter of 2010 and 1.2 percentage points when comparing 2011 to 2010.

## OPERATING PERFORMANCE

### Total Gross Revenue

Total gross revenue with taxes and before consolidation reached R\$ 1.6 billion in 4Q2011, 6.3% higher than the same period last year (R\$ 1.5 billion).

In 2011, gross revenue increased by 14.1% as compared with the same period in 2010, totaling R\$ 6.4 billion.

### Consolidated Net Revenue

In 4Q2011, consolidated net revenue totaled R\$ 1.03 billion, a rise of 0.1% when compared to the same quarter in 2010 (R\$ 1.03 million). This performance results from the maintenance of the demand levels for road equipment and from a lower demand in some auto parts segments, which can be seen in the table of physical volumes later in this report.



## CONSOLIDATED NET REVENUE BREAKDOWN BY COMPANY

Intercompany sales accounted for 17.8% of total revenue for the fourth quarter of 2011 against 13.0% in the same quarter of 2010. See table, as follows:

	4Q2011				4Q2010	
	NET REVENUE	INTER-COMPANY SALES	CONSOLIDATED NET REVENUE	% OVER REVENUE	CONSOLIDATED NET REVENUE	% OVER REVENUE
Randon S.A. Impl. e Participações (Parent Company)	473,443	82,348	391,095	37.8%	439,413	42.5%
Randon Impl. p/o Transporte Ltda.	129,940	16,755	113,185	10.9%	121,791	11.8%
Randon Brantech Ltda.	2,766	0	2,766	0.3%	0	0.0%
Randon Argentina S.A.	19,353	0	19,353	1.9%	16,494	1.6%
Escritórios Internacionais	337	337	-	-	-	-
<b>VEHICLES AND TRAILERS/SEMI-TRAILERS</b>	<b>625,839</b>	<b>99,440</b>	<b>526,399</b>	<b>50.9%</b>	<b>577,698</b>	<b>55.9%</b>
Master Sist. Automotivos Ltda.	133,078	25,707	107,371	10.4%	84,862	8.2%
Jost Brasil Sistemas Automotivos Ltda.	57,192	14,723	42,469	4.1%	40,545	3.9%
Fras-Le S.A. (Consolidated)	137,134	13,009	124,125	12.0%	126,645	12.3%
Suspensys Sistemas Automotivos Ltda.	275,598	58,635	216,963	21.0%	189,533	18.3%
Castertech Fundação e Tecnologia Ltda	12,616	13,079	(463)	0.0%	657	-
<b>AUTO PARTS</b>	<b>615,618</b>	<b>125,153</b>	<b>490,465</b>	<b>47.4%</b>	<b>442,242</b>	<b>42.8%</b>
Randon Administradora de Consórcios Ltda.	14,748	0	14,748	1.4%	12,842	1.2%
Randon Investimentos Ltda.	2,472	0	2,472	0.2%	779	0.1%
<b>FINANCIAL SERVICES</b>	<b>17,220</b>	<b>0</b>	<b>17,220</b>	<b>1.7%</b>	<b>13,621</b>	<b>1.3%</b>
<b>TOTAL</b>	<b>1,258,677</b>	<b>224,593</b>	<b>1,034,084</b>	<b>100.0%</b>	<b>1,033,561</b>	<b>100.0%</b>

Values in thousands of Reais

## CONSOLIDATED NET REVENUE BREAKDOWN BY SEGMENT

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
<b>Vehicles and Trailers/Semi-Trailers</b>	<b>50.90%</b>	<b>55.89%</b>	<b>-4.99 p.p.</b>	<b>49.72%</b>	<b>50.47%</b>	<b>-0.75 p.p.</b>
<i>Towed Vehicles</i>	86.26%	78.84%	7.42 p.p.	81.21%	79.54%	1.66 p.p.
<i>Specialty Vehicles</i>	10.25%	5.63%	4.62 p.p.	8.64%	9.34%	-0.70 p.p.
<i>Rail Wagons</i>	3.50%	15.53%	-12.03 p.p.	10.15%	11.12%	-0.97 p.p.
<b>Auto Parts</b>	<b>47.43%</b>	<b>42.79%</b>	<b>4.64 p.p.</b>	<b>48.79%</b>	<b>48.15%</b>	<b>0.64 p.p.</b>
<i>Friction materials</i>	25.31%	28.64%	-3.33 p.p.	25.06%	26.98%	-1.92 p.p.
<i>Brakes</i>	21.89%	19.19%	2.70 p.p.	20.59%	19.04%	1.55 p.p.
<i>Coupling systems</i>	8.66%	9.17%	-0.51 p.p.	8.85%	8.76%	0.09 p.p.
<i>Suspension and Undercarriage Systems</i>	44.24%	42.86%	1.38 p.p.	45.51%	45.16%	0.35 p.p.
<i>Castings</i>	-0.09%	0.15%	-0.24 p.p.	-0.01%	0.06%	-0.07 p.p.
<b>Financial Services</b>	<b>1.67%</b>	<b>1.32%</b>	<b>0.35 p.p.</b>	<b>1.49%</b>	<b>1.38%</b>	<b>0.11 p.p.</b>
<i>"Consórcio" (Coop-Payment Plans)</i>	100.00%	100.00%	0.00 p.p.	100.00%	100.00%	0.00 p.p.

## PHYSICAL VOLUME SOLD

The physical volumes in 4Q2011 delivered the following performance:

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
<b>Vehicles and Trailers/Semi-Trailers</b>						
<i>Towed Vehicles (un.)</i>	6,956	6,917	0.6%	25,678	23,862	7.6%
<i>Specialty Vehicles (un.)</i>	229	171	33.9%	832	963	-13.6%
<i>Rail Wagons (un.)</i>	100	380	-73.7%	913	989	-7.7%
<b>Auto Parts</b>						
<i>Friction materials (ton.)</i>	16,900	18,500	-8.6%	78,700	74,500	5.6%
<i>Brakes (un.)</i>	289,597	216,462	33.8%	1,121,522	923,750	21.4%
<i>Coupling systems (un.)</i>	27,324	25,086	8.9%	115,043	101,765	13.0%
<i>Suspension and Undercarriage Systems (un.)</i>	131,240	98,962	32.6%	547,275	426,787	28.2%
<i>Castings (ton.)</i>	3,805	2,421	57.2%	16,524	4,731	249.3%
<b>Financial Services</b>						
<i>"Consórcio" (Coop-Payment Plans)</i>	3,444	2,556	34.7%	10,964	7,687	42.6%

## COMMENTS BY MARKET SEGMENT

### Vehicles and Road Equipment

2011 was marked by the launch of a new product family, the R line, which has leveraged sales over the period and promoted the replacement of all lines of towed vehicles of the company.

The domestic market of towed vehicles consumed 59,435 units, almost the same levels of 2010. A revision in subsidies granted by the Government in 2010 (of which exemption of IPI (Federal VAT) to the products manufactured by the Company has remained until Dec 2012), and less-attractive interest rates as of 2011 have not impacted sales.

The company also announced, on October 31, 2011, the acquisition of Folle Indústria de Implementos Rodoviários Ltda., a company dedicated to the manufacturing of reefer semi-trailers. The acquisition is part of the growth strategy of the Company, which seeks to allocate investments to strengthen specific segments in regional centers in order to consolidate even more the presence of the group in the domestic market. The results of this company, under the new name of Randon Brantech Implementos para o Transporte Ltda. will be recorded on the results of Randon as of this 4Q2011/2011.

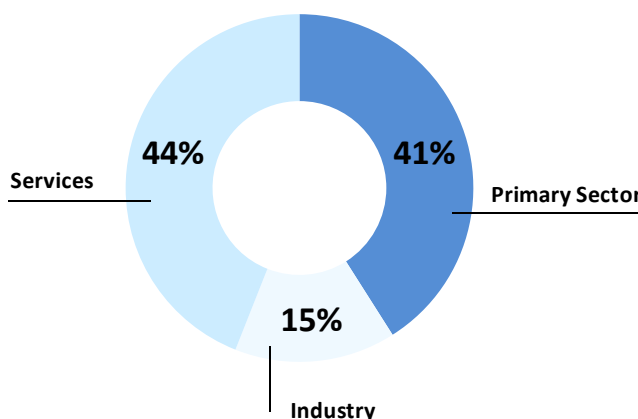
Randon sold 25,678 towed vehicles, 7.6% more vehicles as compared with 2010. Of this number, 21,274 units were sold in Brazil (19,077 in 2010), resulting in a market share of 32.57% (32.18% in 2010)-(Fenabrave). Even considering a better performance in the last period, the American production has not yet regained historic levels and complications in the European economy did not improve sales levels in Europe. These factors

***"2011 was marked by the launch of a new product family, the R Line, which has leveraged sales over the period and promoted the replacement of all lines of towed vehicles of the company".***

have contributed to maintaining the Company in a prime position in the global market for towed vehicles, ranking among the 10 largest manufacturers worldwide (source: Trailer-bodybuilders.com/Holding Randon/Fras-le).

The grain harvest reached 162.9 million tons (Conab/IBGE), 9.1% higher than the 149.2 million tons in 2010, being the 2011 harvest the best number ever. The transport of grains remained very important in sales, along with the bio-energy and mining sectors. Public-related investments, such as infrastructure, housing, sanitation and energy kept their relevance in the portfolio of products marketed, supplemented by private enterprises linked to civil construction and to the development of the service area. These areas accounted for the sales made by Randon.

### Net Sales by Economic Segment / Towed Vehicles - 2011



### Rail Wagons

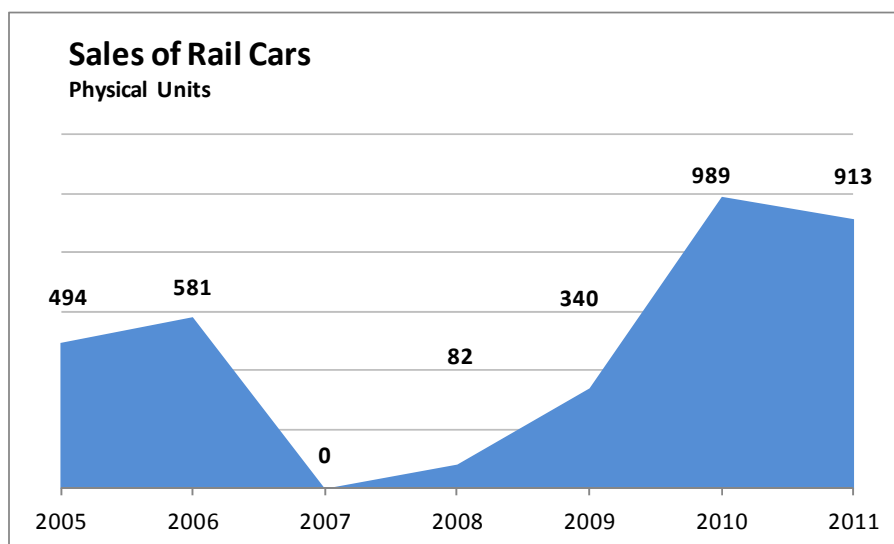
In 2011, the national production of rail cars reached 5,616 units, 72% higher than the 3,261 units manufactured in 2010 (Source: Abifer/Simefre).

Contrasting with a high business level in 1H2011, the second half of 2011 was marked by a lack of large orders, but this changed in October, when the company announced the sale of 168 wagons to MRS Logística S.A. It is worth noting the high flexibility of Randon in replacing the production of towed vehicles by rail wagons and vice versa, depending on market demand and the placement of new orders.

The financial year under review accounted for sales of 913 units, totaling a market share of 16%, which places Randon as the second largest national manufacturer of railroad freight cars. For 2012, we anticipate for the domestic market a demand of about 4,000 units. (Source: Abifer/Simefre).



A significant business level in this segment brings manufacturing efficiency to Randon due to the nature of these products. While on the railway end orders in general are highly standardized and cyclic, towed vehicles are traded in smaller batches, with low standardization and steady volumes.



### Specialty Vehicles

The segment of specialty vehicles continues to show high levels of demand, sustained by purchases by the Government, mainly those related to the PAC (Growth Acceleration Program) and "My house, My life" Program, and to strong investments in the areas of energy, sanitation and construction related to sporting events like the World Cup and the Olympics.

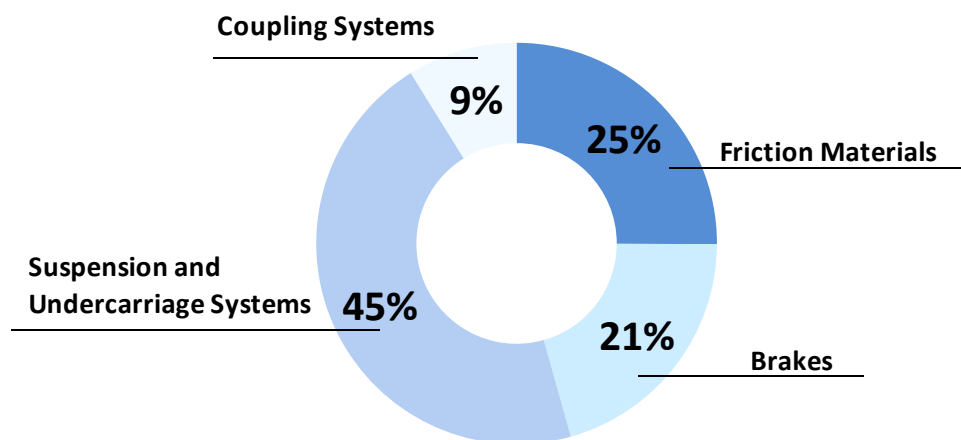
The negative result in the year-to-year comparison can be explained by a very large order received from the Government of the State of Rio Grande do Sul in 2010. Excluding this order alone, the volume of units sold in this segment in 2011 would be 11% higher than the one in 2010.

### Auto Parts

The auto parts segment of Randon is formed by the companies Castertech, Fras-le, Jost, Master and Suspensys. The sales of these companies, together, accounted for 48.8% of consolidated net sales, with revenues of R\$ 2 billion in 2011 (R\$ 1.8 billion in 2010). Randon is a leading provider of automotive parts and systems for commercial vehicle manufacturers in Brazil and in the world, a position that has been developed over the years through partnerships, focus on technological development, competitiveness, efficiency and quality of its products.

It is worth mentioning that the main products of each one of these auto parts companies (Suspensys, Fras-le, Master and JOST) are, respectively: suspension and undercarriage systems, friction materials, brakes and coupling systems.

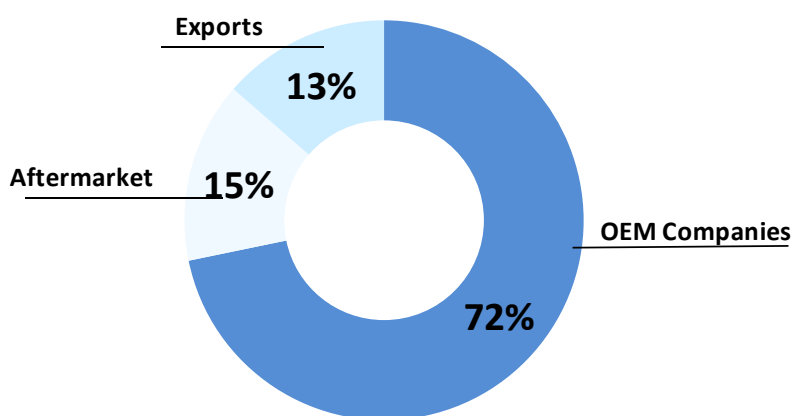
## Net Sales by Product Line - 2011



*“2011 was positively affected by anticipated purchases on account of Proconve 7, the new Brazilian Standard regulating emissions from diesel engines”.*

The growth in revenues in this segment results directly from the growth in the sales of trucks and buses, in addition to sustained production levels of towed vehicles. Of the total sales of the segment, 72% go to OEMs (Original Equipment Manufacturer).

## Net Sales by Market - 2011



The growth in the sale of products for the assembly of new vehicles did not impact the sales of products aimed for the Aftermarket, which have also grown and maintained their relative importance in sales, with 15% of the total amount. The Aftermarket remains as a great opportunity to increase sales. The grower the number of vehicles circulating in Brazil (equipped with components supplied by companies controlled by Randon), the grower will be the demand for spare parts. The distribution and sales network will likely continue to improve while meeting such demand.

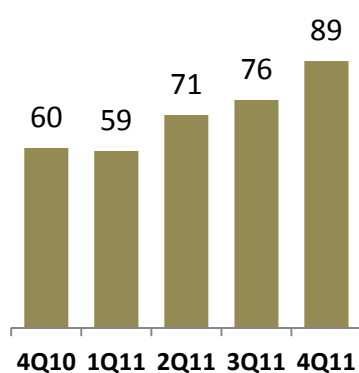
Concerning exports, auto parts companies have experienced an unfavorable exchange rate throughout the year until the end of 4Q2011, with the Real appreciated against the dollar. This oscillation was the major cause of a reduced share in exports during the period, favoring the Brazilian domestic



market over international markets.

2011 was positively affected by anticipated purchases on account of Proconve 7, the new Brazilian Standard regulating emissions from diesel engines, resulting in larger sales volumes in all lines of auto parts, as compared to the prior period. The highlights were Castertech (Randon foundry company), whose production was twice as much its usual capacity, in addition to the companies Suspensys and Master, which had sales 20% higher in the year-over-year comparison.

**EXPORTS**  
Values in US\$ million



### EXPORTS

Consolidated sales abroad in the fourth quarter of 2011 totaled US\$ 88.5 million, an increase of 47.4% over the same quarter of 2010 (US\$ 60.1 million). Exports of Randon Companies accounted for 11.9% of 2011 consolidated net revenue against 11.4% in the same period in 2010, totaling US\$ 294.4 million (US\$ 240.2 million in 2010).

Throughout fiscal 2011, the Group operations overseas have become increasingly stronger. The plant of towed vehicles in Argentina, controlled by the Company, had a net income of \$ 45.5 million against US\$ 30.8 million in 2010. The plants controlled by Fras-le, in China, United States, and Argentina, had, respectively, net revenue of US\$ 10.5 million, US\$ 21.2 million and US\$ 26.9 million, figures that are, respectively, 110%, 23% and 28% higher than those achieved in 2010. Fras-le's warehouse in Germany - Fras-le Europe - on the other hand, had sales of US\$ 4,4 million, an increase of 46%. Added together, these revenues make up a value of US\$ 108.5 million.

### Exports

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
<b>Randon S/A Impl. e Partic. + SP</b>	47,748	23,327	104.7%	134,783	94,571	42.5%
<b>Vehicles Division</b>	249	563	-55.8%	1,536	1,576	-2.5%
<b>VEHICLES AND ROAD EQUIPMENT</b>	47,997	23,890	100.9%	136,319	96,147	41.8%
<b>Master</b>	6,222	4,619	34.7%	23,259	18,514	25.6%
<b>Jost</b>	2,440	1,281	90.5%	8,937	4,581	95.1%
<b>Fras-le</b>	28,728	28,399	1.2%	115,460	106,756	8.2%
<b>Suspensys</b>	3,157	1,866	69.2%	10,421	14,244	-26.8%
<b>AUTO PARTS</b>	40,547	36,165	12.1%	158,077	144,095	9.7%
<b>TOTAL</b>	88,544	60,055	47.4%	294,396	240,242	22.5%

Values in US\$ thousands

**COST OF PRODUCTS SOLD**

In 4Q2011, the cost of goods sold amounted to 77.9% of the consolidated net revenue (R\$ 805.2 million), an increase of 1.6 percentage points over the R\$ 788.5 million for the same period in 2010 (76.3% of consolidated net revenue). In the year, the cost of products sold amounted to R\$ 3.1 billion, 75.5% of the net revenue for the period and variation of minus 0.1 percentage points over the same period of 2010.

In the fourth quarter, a number of factors which included some adjustments and expenditure with the implementation of the new management system (SAP) – around R\$ 12 million, efficiency below expectations as a result of new hires, and revenue restraint due to difficulties in funding some product lines, have caused increased fixed costs, which directly affected the costs of products.

**OPERATING EXPENSES**

Operating expenses (administrative, commercial and other non-operating expenses) in 4Q2011 totaled R\$ 147.4 million (R\$ 125.6 million in 2010). These expenses accounted for 14.3% of consolidated net revenue in 4Q2011, against 12.2% in 4Q2010. In the year-over-year comparison, variation was 1.2 percentage points higher than the prior period.

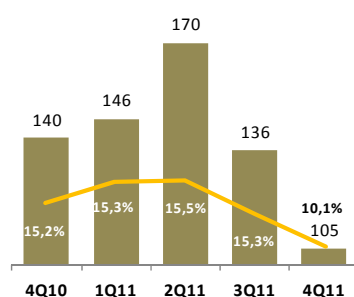
This increase in percentage terms can be seen primarily in commercial expenses, where freight costs went up considerably as a result of increases around 14%. Commissions, especially on the domestic market, accounted for the major share in these expenses.

**Other Operating Expenses/ Income**

The value of other operating revenues in the fourth quarter of 2011 totaled R\$ 9.0 million against R\$ 5.8 million in the same quarter of 2010, going from 0.6% of consolidated net revenues in 4Q2010 to 0.2% in 4Q2011. In the year, these earnings totaled R\$ 23.0 million against R\$ 28.3 million in the same period of 2010. This figure refers to revenue from rentals, judicial gains, reversal of provisions and interest from coop-payment plans. Other operating expenses totaled R\$ 16.9 million in the fourth quarter of 2011 (R\$ 18.9 million in the fourth quarter of 2010). The main highlight is the profit sharing program, which varies according to revenues and results. The other expenses refer to fines, indemnifications, provision for contingencies, fees and other provisions.

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**EBITDA/ Ebitda Margin**  
Consolidated Values - R\$ Million



## EBITDA/ EBITDA MARGIN

### GROSS CASH GENERATION

EBITDA in the fourth quarter of 2011 went down by 23.8% compared to that achieved in the same quarter of 2010, reaching R\$ 104.9 million (10.1% of consolidated net revenue) compared to R\$ 137.6 million for the 2010 quarter, or 13.3% over the consolidated net revenue. The decline in gross margin and increased operating expenses have caused this result.

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
<b>Consolidated Net Revenue</b>	1,034,084	1,033,561	0.1%	4,156,396	3,718,972	11.8%
Cost of Products Sold	(805,156)	(788,514)	1.0%	(3,137,503)	(2,812,368)	11.6%
<b>Consolidated Gross Profit</b>	228,928	245,047	-6.6%	1,018,893	906,604	12.4%
(-) Operating Expenses	(139,551)	(112,532)	24.0%	(503,917)	(409,856)	22.9%
(-) Other Expenses / Income	(7,849)	(13,066)	-39.9%	(45,781)	(37,464)	22.2%
<b>Result from Activities</b>	81,528	119,449	-31.7%	469,195	459,284	2.2%
(+) Depreciation / Amortization	23,408	18,193	-28.7%	87,463	82,104	6.5%
<b>Consolidated EBITDA</b>	104,936	137,642	-23.8%	556,658	541,388	2.8%
EBITDA Margin (%)	10.1%	13.3%	-3.2p.p.	13.4%	14.6%	-1.2 p.p.

Values in thousands of Reais

## GROSS INCOME

Gross income reached R\$ 228.9 million in the fourth quarter of 2011, accounting for 22.1% of consolidated net revenue, 6.6% lower than that in the fourth quarter of 2010 (1.6 percentage points lower) when gross income totaled R\$ 245.0 million or 23.7% of the consolidated net revenue. Comments on the reason for this increase are in the Cost of Products Sold chapter.

## EBIT

### OPERATING INCOME BEFORE FINANCIAL EXPENSES

EBIT totaled R\$ 81.5 million in 4Q2011 (7.9% of consolidated net revenue), a drop of 31.7% compared with 4Q2010, which was R\$ 119.4 million (11.6% of the consolidated net revenue).

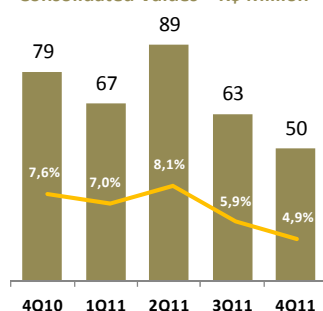
## FINANCIAL RESULT

Net financial result in the fourth quarter of 2011 was R\$ 10.3 positive million (R\$ 12.0 positive million in the same period of 2010). An increase in the need for working capital and in exchange rate, which has caused an increase on funding in foreign currency, were responsible for this result.

### INCOME TAX AND SOCIAL CONTRIBUTION

Income Tax and Social Contribution totaled R\$ 17.5 million in the fourth quarter of 2011 (R\$ 25.7 million in the same period of 2010), for profit before income taxes of R\$ 91.8 million (R\$ 131.4 million in the same period in 2010).

Net Income/ Net Margin  
Consolidated Values – R\$ Million



### NET INCOME

Net income in 4Q2011 reached R\$ 50.2 million (R\$ 0.21 per share) or 37.3% lower when compared with the income of R\$ 80.1 million in the same quarter in 2010 (R\$ 0.33 per share). The percentage of consolidated net margin was 4.9% in this quarter of 2011 against 7.8% in the same quarter of 2010.

### INDEBTEDNESS

Consolidated net financial debt (gross debt less cash) amounted to R\$ 383.5 million at the end of 2011, which is equivalent to a 0.69 multiple of the EBITDA for the year. In the same period last year, this value was R\$ 70.9 million (0.13 of EBITDA).

### COMPARATIVE PERFORMANCE

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
<b>Total Gross Revenue</b> without eliminations	1,606,318	1,510,613	6.3%	6,384,994	5,594,055	14.1%
<b>Consolidated Net Revenue</b>	1,034,084	1,033,561	0.1%	4,156,396	3,718,972	11.8%
<b>Consolidated Gross Profit</b>	228,928	245,047	-6.6%	1,018,893	906,604	12.4%
<b>Consolidated Net Profit</b>	50,240	80,112	-37.3%	269,149	249,493	7.9%
<b>Operating Shareholders` Equity (EBIT) - Consolidated</b>	81,528	119,449	-31.7%	469,195	459,284	2.2%
<b>Consolidated EBITDA</b>	104,936	137,642	-23.8%	556,658	541,388	2.8%
<b>Consolidated Net Financial Debt</b>	-	-	-	383,529	70,930	440.7%
<b>Consolidated Net Financial Income</b>	10,264	11,977	-14.3%	60,038	13,767	336.1%
<i>Financial Income</i>	77,634	44,539	74.3%	258,227	166,484	55.1%
<i>Financial Expenses</i>	(67,370)	(32,562)	106.9%	(198,189)	(152,717)	29.8%
<b>Consolidated Administrative and Commercial Expenses</b>	(139,551)	(112,532)	-224.0%	(503,917)	(409,856)	22.9%
<b>Consolidated Profit per Share</b>	0.21	0.33	-36.4%	1.12	1.04	7.7%

Values in thousands of Reais

### INVESTMENTS

R\$ 96.4 million in consolidated investments was recorded in 4Q2011, against R\$ 79.3 million in 4Q2010.

Below are investments made by company:

#### Investments



## EARNINGS RELEASE 4Q2011 / 2011

	4Q2011	4Q2010	Δ%	2011	2010	Δ%
Randon S/A Impl. e Partic.	47,675	40,021	19.1%	113,178	87,295	29.7%
Randon Implem. p/o Transporte Ltda	3,322	2,469	34.5%	8,565	8,785	-2.5%
Randon Brantech	25	-	-	25	-	-
Randon Argentina	1,999	(66)	-3128.8%	3,932	566	594.7%
Randon Automotive	0	4	-	0	13	-
Randon Middle East	0	-2	-	1	2	-50.0%
<b>VEHICLES AND ROAD EQUIPMENT</b>	<b>53,021</b>	<b>42,426</b>	<b>25.0%</b>	<b>125,701</b>	<b>96,661</b>	<b>30.0%</b>
Master	8,154	5,715	42.7%	20,525	13,305	54.3%
Jost	615	2,066	-70.2%	5,712	4,249	34.4%
Fras-le	17,592	18,380	-4.3%	56,467	40,606	39.1%
Suspensys	13,771	5,327	158.5%	34,252	22,574	51.7%
Castertech	1,749	847	106.5%	4,936	7,391	-33.2%
<b>AUTOPARTS</b>	<b>41,881</b>	<b>32,335</b>	<b>29.5%</b>	<b>121,892</b>	<b>88,125</b>	<b>38.3%</b>
Consórcios	79	202	-60.9%	599	734	-18.4%
Randon Investimentos	11	11	0.0%	81	653	-87.6%
<b>FINANCIAL SERVICES</b>	<b>90</b>	<b>213</b>	<b>-57.7%</b>	<b>680</b>	<b>1,387</b>	<b>-51.0%</b>
<b>TOTAL</b>	<b>94,992</b>	<b>74,974</b>	<b>26.7%</b>	<b>248,273</b>	<b>186,173</b>	<b>33.4%</b>

Values in thousands of Reais

## STOCK MARKET

### Investor Relations

In October, the Company participated, as a guest, in the FINAL meeting schedule for the upcoming Bank of America Merrill Lynch Latam Growth Conference in New York.

On November 9, 2011, the Company held a meeting with analysts, shareholders and investors in Porto Alegre, during which the results for 3Q2011 and other expectations were released.

### Material Facts

Randon Brantech Implementos para o Transporte Ltda. - On October 31, 2011, Randon S.A.- Implementos e Participações signed a contract for the acquisition of the company Folle Indústria de Implementos Rodoviários Ltda., based in Chapecó (SC), which manufactures semi-trailers. The company's new name is Randon Brantech Implementos para o Transporte Ltda. The transaction is part of Randon's growth strategy, which plans to double its turnover over five years. With approximately 60 employees and a turnover of R\$ 25 million in 2010, Folle is a company dedicated to the transport industry. Its current production capacity is 30 units/month. The acquisition is in line with Randon's strategy to allocate investments to strengthen specific segments in regional centers, in order to further consolidate the presence of the group in the domestic market.

Fras-le S.A. - On December 1, 2011, the controlled company Fras-le S.A., headquartered in Caxias do Sul (RS), acquired the company Freios Controil Ltda., located in São Leopoldo, Great Porto Alegre (RS), which operates in the sector of auto parts, brake components and solutions for automotive polymers. The transaction amount was R\$ 10 million, subject to adjustments, and Fras-le takes over the entire debt of the company, of approximately R\$ 49 million. Fras-le will effectively take over the control and management of Controil on January 1, 2012. In acquiring Freios Controil, Fras-le strengthens its strategic goal to grow in a sustainable way and be a global company with sales of R\$ 1.0 billion in 2013.

Master Sistemas Automotivos Ltda. - In December/2011, the controlled company Master Sistemas Automotivos Ltda., the largest manufacturer of brakes for trucks, buses and trailers/semi-trailers in Brazil, signed a letter of intent for a cooperation agreement with Haldex, a Swedish company based in Landskrona, which supplies innovative solutions for the global industry of commercial vehicles. The agreement between the companies includes the manufacturing, sale and service of ABS systems for pneumatic brakes with application in commercial vehicles in the Brazilian market. The new Brazilian legislation will require trailers and semi-trailers with GVW greater than 57 tons to be manufactured, as of 2013, with ABS (antilock Braking System), reaching 100% of equipment manufactured as of 2014. This agreement will bring benefits also for Master's customers in South America. The partnership between Master and Haldex demonstrates the commitment of Randon Companies in providing the market with the highest quality products and technology. Premium brake systems and the well-known quality of product and service offered by Master are now added of the ABS technology developed by Haldex.

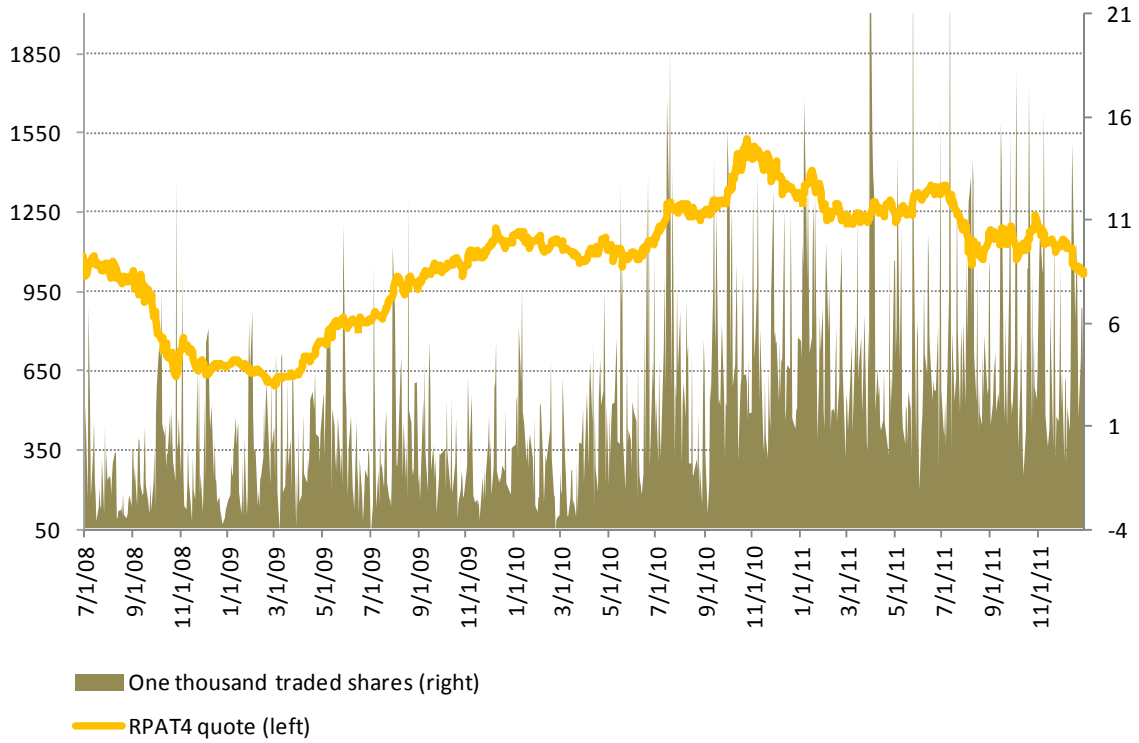
#### **Performance of Shares**

The preferred shares of Randon S.A. - Implementos e Participações in the period January-December 2011 devalued by 30.7%. On December 31, 2011, they were quoted at R\$ 8.52 per share. In the same period, Ibovespa index dropped 18.1%.

194.4 million preferred shares were traded in the same period, in 367,324 deals, on the spot market of BM&FBovespa (São Paulo Stock Market). During this period, the Company recorded an average daily volume of trades of R\$ 8.6 million against R\$ 6.8 million in the same period of 2010.



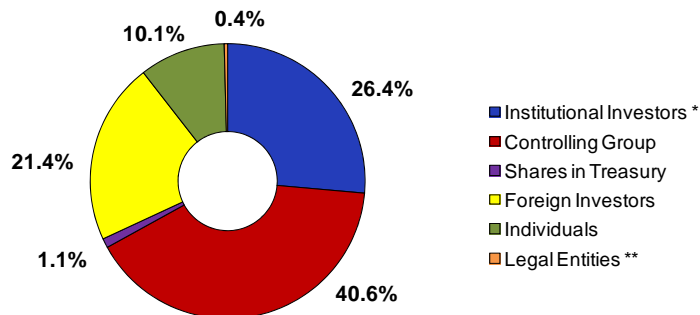
### Performance of Shares and Traded Volumes



### Shareholders` Profile

On December 31, 2011, the shareholders` profile of the Company's total shares (common and preferred) was as follows:

### Shareholders' Profile - Total of Shares



\* Funds and investments Clubs  
 \*\* Companies, Banks, Stockbrockers and Associations

## AWARDS

In the fourth quarter of 2011, Randon Companies received awards, of which we stand out:

✓ Randon S.A. Implementos e Participações and the controlled company Suspensys were finalists in the National Quality Award (PNQ). The announcement took place on October 27 and the Awarding Ceremony was held on December 5;

✓ The corporate and Investor Relations Director, Mr. Astor Milton Schmitt, is the best CFO (Chief Financial Officer) – as elected by Buy Side analysts in the segment of capital goods, according to the 2011 ranking Latin America Executive Team, promoted by the renowned specialized publication Institutional Investor. In the same category, Randon ranks third, as a result of its investor relations program, this time elected by Sell Side analysts;

✓ Randon Companies have received the 2nd Prize *Instituto Pró-Cidadania de Responsabilidade Social* – distinguished in *Sustainability*, among 43 projects in this category. The objective of the prize, awarded by *Instituto Pró-Cidadania – IPC*, is to encourage and enhance organizations that develop practices including socially excluded people and, especially, people with disabilities. The company, in this case, participated with its Including Program;

✓ The controlled companies Suspensys Sistemas Automotivos Ltda. and Jost Brasil, two manufacturers in the auto parts segment of the company, are in the ranking *The Best Companies to Work For* in the State of Rio Grande do Sul, promoted by *Amanhã* Magazine, ranking fourth and tenth, respectively, among 30 companies participating in the State;

✓ Randon S.A. Implementos e Participações was chosen as the Best Company in the Automotive Parts Sector, in the ranking “The 500 Best Companies in Brazil” promoted by the Magazine *Isto É Dinheiro*. Randon also stood out as first in the following categories: Financial Sustainability, Human Resources, Social Responsibility and Corporate Governance. It also ranked third in the category Innovation and Quality;

✓ Randon S.A. Implementos e Participações has received the *Autodata 2011 Award*. The Award is promoted by *Autodata Editora*, which has traditionally awarded the best companies in the automotive sector. Randon, which has competed in the category Road Equipment, won by electronic vote via a password. Readers choose, among 18 categories,

the best actions of the company's operation in its core business and in specific areas. Randon's case was the R line, a set of innovations implemented in each of the product families.

✓ Randon was chosen as the favorite brand of Road Equipment, according to the third edition of the survey conducted by Fenabrave – *Federação Nacional da Distribuição de Veículos Automotores*, an entity representing 6.9 thousand vehicle dealerships throughout Brazil. The award was conferred to Randon S.A.- Implementos e Participações during the opening of the XXI Fenabrave Congress, at Expo Center Norte. The survey shows the perception of entrepreneurs in the distribution sector in relation to each brand on the consumer market. Votes, which were confidential and made online through Fenabrave Website, included dealers from all associations affiliated to the entity (automobile and light commercial segments, motorcycles, trucks and buses, tractors and agricultural machines and road equipment);

✓ The good results recorded in the economic-financial balance sheet of Randon S.A.- Implementos e Participações, for the 2010 financial year, have earned the Company the award *The Largest Companies in Transport – The Best Companies in Transport*, in the category Truck Bodies and Equipment for Trucks, a result of judicious monitoring made by OTM Editora;

✓ Randon S.A. Implementos e Participações has received the award *NTC Fornecedores do Transporte* (Transport Suppliers) in the category Road Equipment. Promoted by NTC & Logística (Associação Nacional do Transporte de Cargas e Logística) (National Association of Cargo Transport and Logistics), the award aims to stimulate permanent improvement of the supplier market.

**Board of Directors**

Raul Anselmo Randon – Chairman  
Alexandre Randon - Vice-Chairman  
Célia Maria Xavier Larichia – Board Member  
Hugo Eurico Irigoyen Ferreira – Board Member  
Ruy Lopes Filho – Board Member

**Executive Board**

David Abramo Randon – President Director  
Alexandre Randon – Vice-President Director  
Erino Tonon – Vice-President Director  
Astor Milton Schmitt - Director

**Investor Relations Director**

Astor Milton Schmitt

**Financial Director of Holding Division**

Geraldo Santa Catharina

**Administration and HR Executive Manager**

Vanderlei Novello

Ieda Maria Onzi Perosa – Accountant CRC/RS 49886/O-3

**Investor Relations**

Hemerson Fernando de Souza

Angelica - Maria A. Mossmann

Claudia Onzi Ide

Eduardo Frederico Willrich

Meri - Lusmeri Tomazzoni

**Audit Board**

Carlos Osvaldo Pereira Hoff  
Maria Tereza Casagrande  
Nilo José Panazzolo

**Executive Committee (Non-Statutory)**

David Abramo Randon – President Director  
Alexandre Randon – Vice-President Director  
Erino Tonon – Vice-President Director  
Daniel Raul Randon – President Director of Frac-  
le.  
Astor Milton Schmitt - Director  
Alexandre Dorival Gazzi – Executive Director  
Luis Antonio Oselame – Executive Director  
Norberto José Fabris – Executive Director

54 3209.2505

[ri@randon.com.br](mailto:ri@randon.com.br)





EARNINGS RELEASE 4Q2011/2011

ATTACHMENT I.a

CONSOLIDATED STATEMENTS OF INCOME - QUARTERLY

Values expressed in thousands of

	4Q2011	%	4Q2010	%	2011	%	2010	%	Variações %	
									4Q2011/4Q2010	2011/2010
<b>Gross Revenue</b>	1,308,382	126.5%	1,296,828	125.5%	5,244,528	126.2%	4,662,324	125.4%	0.9%	12.5%
Deduction in Gross Revenue	(274,298)	-26.5%	(263,267)	-25.5%	(1,088,132)	-26.2%	(943,352)	-25.4%	4.2%	15.3%
<b>Net Revenue</b>	<b>1,034,084</b>	<b>100.0%</b>	<b>1,033,561</b>	<b>100.0%</b>	<b>4,156,396</b>	<b>100.0%</b>	<b>3,718,972</b>	<b>100.0%</b>	<b>0.1%</b>	<b>11.8%</b>
<b>Cost of Sales and Services</b>	<b>(805,156)</b>	<b>-77.9%</b>	<b>(788,514)</b>	<b>-76.3%</b>	<b>(3,137,503)</b>	<b>-75.5%</b>	<b>(2,812,368)</b>	<b>-75.6%</b>	<b>2.1%</b>	<b>11.6%</b>
<b>Gross Profit</b>	<b>228,928</b>	<b>22.1%</b>	<b>245,047</b>	<b>23.7%</b>	<b>1,018,893</b>	<b>24.5%</b>	<b>906,604</b>	<b>24.4%</b>	<b>-6.6%</b>	<b>12.4%</b>
Sales Expenses	(98,864)	-9.6%	(73,661)	-7.1%	(351,014)	-8.4%	(271,507)	-7.3%	34.2%	29.3%
Administrative Expenses	(40,687)	-3.9%	(38,871)	-3.8%	(152,903)	-3.7%	(138,349)	-3.7%	4.7%	10.5%
Financial Income	10,264	1.0%	11,977	1.2%	60,038	1.4%	13,767	0.4%	-	-
<i>Financial Income</i>	77,634	7.5%	44,539	4.3%	258,227	6.2%	166,484	4.5%	74.3%	74.2%
<i>Financial Expenses</i>	(67,370)	-6.5%	(32,562)	-3.2%	(198,189)	-4.8%	(152,717)	-4.1%	106.9%	114.5%
Investments Valuation Income	0	0.0%	0	0.0%	0	0.0%	0	0.0%	-	-
Other Expenses/ Income	(7,849)	-0.8%	(13,066)	-1.3%	(45,781)	-1.1%	(37,464)	-1.0%	-39.9%	22.2%
<b>Result before Income Tax</b>	<b>91,792</b>	<b>8.9%</b>	<b>131,426</b>	<b>12.7%</b>	<b>529,233</b>	<b>12.7%</b>	<b>473,051</b>	<b>12.7%</b>	<b>-30.2%</b>	<b>11.9%</b>
Provision for Income Tax and Social Contribution Taxes	(17,458)	-1.7%	(25,681)	-2.5%	(139,480)	-3.4%	(112,629)	-3.0%	-32.0%	23.8%
Interest of non-controlling shareholders	(22,012)	-2.1%	(23,043)	-2.2%	(111,188)	-2.7%	(101,873)	-2.7%	4.5%	9.1%
Management Bonus	(2,082)	-0.2%	(2,590)	-0.3%	(9,416)	-0.2%	(9,056)	-0.2%	-19.6%	4.0%
<b>Net Profit for the Period</b>	<b>50,240</b>	<b>4.9%</b>	<b>80,112</b>	<b>7.8%</b>	<b>269,149</b>	<b>6.5%</b>	<b>249,493</b>	<b>6.7%</b>	<b>-37.3%</b>	<b>7.9%</b>
<b>EBIT</b>	<b>81,528</b>	<b>7.9%</b>	<b>119,449</b>	<b>11.6%</b>	<b>469,195</b>	<b>11.3%</b>	<b>459,284</b>	<b>12.3%</b>	<b>-31.7%</b>	<b>2.2%</b>
<b>EBITDA</b>	<b>104,936</b>	<b>10.1%</b>	<b>137,642</b>	<b>13.3%</b>	<b>556,658</b>	<b>13.4%</b>	<b>541,388</b>	<b>14.6%</b>	<b>-23.8%</b>	<b>2.8%</b>
<b>EBITDA Margin (%)</b>	<b>10.1%</b>		<b>13.3%</b>		<b>13.4%</b>		<b>14.6%</b>		<b>-3.2 p.p.</b>	<b>-1.2 p.p.</b>



EARNINGS RELEASE 4Q2011/2011

ATTACHMENT I.b

CONSOLIDATED ACCRUED INCOME STATEMENT BY MARKET SEGMENT

Values expressed in thousands of Reais

	Vehicles and Trailers/Semi-trailers			Autoparts			Financial Services			Consolidated		
	4Q2011	4Q2010	Δ%	4Q2011	4Q2010	Δ%	4Q2011	4Q2010	Δ%	4Q2011	4Q2010	Δ%
<b>Gross Revenue</b>	656,070	717,170	-9%	633,296	564,511	12%	19,016	15,147	26%	1,308,382	1,296,828	1%
Deduction in Gross Revenue	(129,671)	(139,472)	-7%	(142,831)	(122,267)	17%	(1,796)	(1,528)	18%	(274,298)	263,267)	4%
<b>Net Revenue</b>	<b>526,399</b>	<b>577,698</b>	-9%	<b>490,465</b>	<b>442,244</b>	11%	<b>17,220</b>	<b>13,621</b>	26%	<b>1,034,084</b>	<b>1,033,561</b>	0%
<b>Cost of Sales and Services</b>	<b>(425,016)</b>	<b>(443,280)</b>	-4%	<b>(380,140)</b>	<b>(345,334)</b>	10%	-	-	-	<b>(805,156)</b>	<b>(788,514)</b>	2%
<b>Gross Profit</b>	<b>101,383</b>	<b>134,518</b>	-25%	<b>110,325</b>	<b>96,908</b>	14%	<b>17,220</b>	<b>13,621</b>	26%	<b>228,928</b>	<b>245,047</b>	-7%
Operating Expenses	(67,752)	(62,600)	8%	(65,415)	(51,593)	27%	(14,233)	(11,405)	25%	(147,400)	(125,598)	17%
Financial Income	3,954	3,998	-1%	6,909	7,844	-12%	(599)	135	-544%	10,264	11,977	-14%
<b>Operating Income</b>	<b>37,585</b>	<b>75,916</b>	-50%	<b>51,819</b>	<b>53,159</b>	3%	<b>2,388</b>	<b>2,351</b>	2%	<b>91,792</b>	<b>131,426</b>	-30%
<b>Net Profit for the Period</b>	<b>32,101</b>	<b>58,355</b>	-45%	<b>16,286</b>	<b>19,629</b>	-17%	<b>1,853</b>	<b>2,128</b>	-13%	<b>50,240</b>	<b>80,112</b>	-37%
<b>EBIT</b>	<b>33,631</b>	<b>71,918</b>	-53%	<b>44,910</b>	<b>45,315</b>	-1%	<b>2,987</b>	<b>2,216</b>	35%	<b>81,528</b>	<b>119,449</b>	-32%
<b>EBITDA</b>	<b>41,886</b>	<b>78,905</b>	-47%	<b>59,826</b>	<b>56,299</b>	6%	<b>3,224</b>	<b>2,438</b>	32%	<b>104,936</b>	<b>137,642</b>	-24%
<b>GROSS MARGIN (%)</b>	<b>19.3%</b>	<b>23.3%</b>	-3.6 p.p.	<b>22.5%</b>	<b>21.9%</b>	0.6 p.p.	<b>13.9%</b>	<b>17.3%</b>	-3.3 p.p.	<b>22.1%</b>	<b>23.7%</b>	-0.8 p.p.
<b>EBITDA MARGIN (%)</b>	<b>8.0%</b>	<b>13.7%</b>	-5.7 p.p.	<b>12.2%</b>	<b>12.7%</b>	-0.5 p.p.	<b>18.7%</b>	<b>17.9%</b>	0.8 p.p.	<b>10.1%</b>	<b>13.3%</b>	-3.2 p.p.
<b>NET MARGIN (%)</b>	<b>6.1%</b>	<b>10.1%</b>	-4.0 p.p.	<b>3.3%</b>	<b>4.4%</b>	-1.1 p.p.	<b>10.8%</b>	<b>15.6%</b>	-4.8 p.p.	<b>4.9%</b>	<b>7.8%</b>	-2.9 p.p.





EARNINGS RELEASE 4Q2011/2011

ATTACHMENT I.b

CONSOLIDATED ACCRUED INCOME STATEMENT BY MARKET SEGMENT

Values expressed in thousands of

	Vehicles and Trailers/Semi-trailers			Autoparts			Financial Services			Consolidated		
	2011	2010	Δ%	2011	2010	Δ%	2011	2010	Δ%	2011	2010	Δ%
<b>Gross Revenue</b>	2,562,079	2,313,143	11%	2,613,940	2,292,195	14%	68,509	56,986	20%	5,244,528	4,662,324	12%
Deduction in Gross Revenue	(495,245)	(436,040)	14%	(586,185)	(501,626)	17%	(6,702)	(5,686)	18%	(1,088,132)	(943,352)	15%
<b>Net Revenue</b>	<b>2,066,834</b>	<b>1,877,103</b>	10%	<b>2,027,755</b>	<b>1,790,569</b>	13%	<b>61,807</b>	<b>51,300</b>	20%	<b>4,156,396</b>	<b>3,718,972</b>	12%
<b>Cost of Sales and Services</b>	<b>(1,606,393)</b>	<b>(1,459,879)</b>	10%	<b>(1,531,110)</b>	<b>(1,352,489)</b>	13%	-	-	-	<b>(3,137,503)</b>	<b>(2,812,368)</b>	12%
<b>Gross Profit</b>	<b>460,441</b>	<b>417,224</b>	10%	<b>496,645</b>	<b>438,080</b>	13%	<b>61,807</b>	<b>51,300</b>	20%	<b>1,018,893</b>	<b>906,604</b>	12%
Operating Expenses	(255,590)	(214,322)	19%	(243,722)	(192,869)	26%	(50,386)	(40,129)	26%	(549,698)	(447,320)	23%
Financial Income	21,651	(1,790)	-1310%	38,720	14,954	159%	(333)	603	-155%	60,038	13,767	336%
<b>Operating Income</b>	<b>226,502</b>	<b>201,112</b>	13%	<b>291,643</b>	<b>260,165</b>	12%	<b>11,088</b>	<b>11,774</b>	-6%	<b>529,233</b>	<b>473,051</b>	12%
<b>Net Profit for the Period</b>	<b>162,439</b>	<b>147,254</b>	10%	<b>98,516</b>	<b>93,523</b>	5%	<b>8,195</b>	<b>8,716</b>	-6%	<b>269,149</b>	<b>249,493</b>	8%
<b>EBIT</b>	<b>204,851</b>	<b>202,902</b>	1%	<b>252,923</b>	<b>245,211</b>	3%	<b>11,421</b>	<b>11,171</b>	2%	<b>469,195</b>	<b>459,284</b>	2%
<b>EBITDA</b>	<b>234,919</b>	<b>230,843</b>	2%	<b>309,376</b>	<b>298,525</b>	4%	<b>12,363</b>	<b>12,020</b>	3%	<b>556,658</b>	<b>541,388</b>	3%
<b>GROSS MARGIN (%)</b>	<b>22.3%</b>	<b>22.2%</b>	0.1 p.p.	<b>24.5%</b>	<b>24.5%</b>	0.0 p.p.	<b>17.9%</b>	<b>23.0%</b>	-5.1 p.p.	<b>24.5%</b>	<b>24.4%</b>	0.1 p.p.
<b>EBITDA MARGIN (%)</b>	<b>11.4%</b>	<b>12.3%</b>	-0.9 p.p.	<b>15.3%</b>	<b>16.7%</b>	-1.4 p.p.	<b>20.0%</b>	<b>23.4%</b>	-3.4 p.p.	<b>13.4%</b>	<b>14.6%</b>	-1.2 p.p.
<b>NET MARGIN (%)</b>	<b>7.9%</b>	<b>7.8%</b>	0.0 p.p.	<b>4.9%</b>	<b>5.2%</b>	-0.3 p.p.	<b>13.3%</b>	<b>17.0%</b>	-3.7 p.p.	<b>6.5%</b>	<b>6.7%</b>	-0.2 p.p.



EARNINGS RELEASE 4 Q 2 0 1 1 / 2 0 1 1

**ATTACHMENT II STATEMENTS OF CASH FLOW – INDIRECT METHOD**  
**Values expressed in thousands of Reais**

	Parent Company		Consolidated	
	Dec 31, 2011	Dec 31, 2010	Dec 31, 2011	Dec 31, 2010
<b>Cash Flow from Operations</b>				
<b>Income for the Period</b>	269,149	249,493	269,149	249,493
Adjustments to conciliate income to cash and Banks generated by operations:				
:				
Depreciation and amortization	27,340	25,563	87,463	82,104
Provision for disputes	2,000	1,917	10,369	4,193
Provision for doubtful accounts	7,046	8,051	9,818	9,958
Provision for obsolete inventory	374	516	3,774	4,746
Provision for current and deferred income tax and social contribution	37,413	16,736	135,683	88,605
Other provisions	12,727	20,855	11,990	10,069
Residual value of written off and sold fixed assets	859	6,933	3,705	8,290
Investments write-off	221	-	397	963
Net Equity	(142,481)	(144,881)	-	-
Net Equity of other controlled companies	-	-	(12,507)	(16,163)
Interest of minority shareholders	-	-	61,389	75,037
Exchange rate variation of controlled companies abroad	-	-	2,142	(598)
Variation in loans	47,737	27,053	92,263	38,955
Variation in derivative contracts	633	-	1,896	1,070
<b>Profit and dividends from controlled companies</b>	69,909	56,576	-	-
<b>Variation in assets and liabilities</b>				
Accounts receivable	(16,641)	(124,981)	(77,932)	(140,164)
Financial investments	(24,039)	-	(143,936)	-
Accounts receivable from customers	86,437	(91,746)	(97,597)	(120,165)
Inventories	(110,944)	4,433	(214,395)	(58,407)
Suppliers	(19,264)	8,795	45,817	(2,817)
Accounts payable and provisions	(43,929)	49,573	(33,420)	105,886
Income tax and social contribution paid	(46,819)	(29,419)	(144,305)	(117,473)
<b>Net cash from operations</b>	<b>157,728</b>	<b>85,467</b>	<b>11,763</b>	<b>223,582</b>
<b>Cash Flow from Investments</b>				
Additions to investment - premium	(9,903)	-	-	-
Purchase of Property, Plant and Equipment	(65,452)	(67,555)	(175,673)	(142,005)
Purchase of shares or quotas	(9,026)	-	(323)	-
Payment of capital in controlled company	(71,139)	(55,288)	-	-
Additions to intangible assets	(31,310)	(19,740)	(72,277)	(44,168)
<b>Cash Flow from Investments</b>	<b>(186,830)</b>	<b>(142,583)</b>	<b>(248,273)</b>	<b>(186,173)</b>
<b>Cash Flow from Investments</b>				
Payment of dividends	(26,039)	(12,104)	(32,815)	(3,623)
Payment on capital payable	(51,406)	(37,709)	(53,389)	(39,812)
Loans	293,779	440,323	562,809	696,997
Payment of loans	(280,651)	(42,278)	(445,577)	(218,059)
Loans from parent company and controlled companies	(949)	12,457	(1,870)	73
Loans from other related parties	(41,917)	3,525	(36,811)	4,375
Interest paid on loans	(37,202)	(21,101)	(69,129)	(44,536)
Net cash used in financing activities	(144,385)	343,113	(76,782)	395,415
Statement of decrease/increase in cash and cash equivalents	(173,487)	285,997	(313,292)	432,824
<b>Statement of Increase in Cash and Cash Equivalents</b>				
At the beginning of the year	455,003	169,006	1,049,483	616,659
At the end of the year	281,516	455,003	736,191	1,049,483
<b>Decrease/Increase in cash and Cash Equivalents</b>	<b>(173,487)</b>	<b>285,997</b>	<b>(313,292)</b>	<b>432,824</b>



EARNINGS RELEASE 4Q 2011 / 2011

ATTACHMENT III

SUMMARIZED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2011

Values in thousands of

BALANCE SHEET	CONSOLIDATED	VEHICLES AND TRAILERS / SEMI-TRAILERS				AUTOPARTS					FINANCIAL SERVICES	
	RANDON S/A IMPL. E PARTIC.	RANDON S/A IMPL. E PARTIC. CONTROLLING	RANDON IMPL. P/O TRANSP LTDA. SP	RANDON ARGENTINA	RANDON BRANTECH	FRAS-LE CONSOLIDATED	MASTER	JOST	SUSPENSY	CASTERTECH	RANDON ADM. CONSÓRCIOS	RANDON INVESTIMENTOS
<b>Assets</b>	<b>4,016,536</b>	<b>2,457,503</b>	<b>230,549</b>	<b>52,189</b>	<b>13,497</b>	<b>788,602</b>	<b>477,352</b>	<b>102,737</b>	<b>512,471</b>	<b>198,868</b>	<b>115,036</b>	<b>88,395</b>
Current Assets	2,543,758	1,069,801	158,782	42,421	9,225	463,410	226,167	74,740	356,329	62,739	70,452	86,346
Cash and equivalents	1,104,347	511,389	24,434	1,060	1,151	248,668	108,055	28,557	132,773	35,429	11,735	18,064
Receivables	616,495	222,601	55,553	9,136	2,825	83,970	56,257	24,101	141,114	1,097	884	68,259
Inventory	591,310	242,402	51,577	10,341	2,768	110,054	49,919	19,425	72,272	16,456	0	23
Deferred Charges/ Recoverable costs	151,148	66,993	25,720	16,484	2,378	16,961	3,822	1,749	7,797	9,219	25	0
Others	80,458	26,416	1,497	5,399	103	3,757	8,113	908	2,373	538	57,808	0
Noncurrent Assets	1,472,778	1,387,702	71,767	9,767	4,272	325,192	251,185	27,996	156,142	136,130	44,583	2,049
Credit controlling company/controlled companies	0	159	0	0	0	0	0	0	0	0	0	0
Consortiums for resale	24,823	9,241	0	0	0	0	0	0	0	0	15,582	0
Deferred Charges/ recoverable costs	18,337	7,226	3,828	1,409	185	15,267	4,571	1,495	6,076	22,898	5,037	1,477
Other non-current assets	32,282	9,789	478	557	85	1,382	485	179	815	35	19,937	13
Taxes under litigation	9,656	733	0	0	0	6,051	204	1,177	51	0	1,439	0
Investments/Property, Plant, Property/Intangible/Deferred	1,387,680	1,360,554	67,462	7,801	4,002	302,492	245,925	25,145	149,199	113,197	2,588	559
<b>Liabilities</b>	<b>4,016,536</b>	<b>2,457,503</b>	<b>230,549</b>	<b>52,189</b>	<b>13,497</b>	<b>788,602</b>	<b>477,352</b>	<b>102,737</b>	<b>512,471</b>	<b>198,868</b>	<b>115,036</b>	<b>88,395</b>
Current Liabilities	1,064,087	478,812	48,760	16,684	3,751	197,521	97,496	40,029	140,406	16,914	66,397	30,249
Suppliers	189,134	59,983	27,241	10,413	2,321	29,465	23,941	7,681	52,139	3,707	540	858
Financing institutions	478,236	236,014	0	2,626	1,138	117,770	43,041	9,928	49,528	10,719	0	7,472
Salaries and benefits	64,864	22,135	4,551	333	170	15,528	7,219	2,645	9,732	1,015	1,104	402
Taxes and Fees	43,158	13,565	2,166	2,060	48	9,966	4,546	3,295	5,096	816	1,259	337
Advances for customers and others	288,695	147,115	14,803	1,251	74	24,793	18,749	16,481	23,911	657	63,494	21,180
Noncurrent Liabilities	1,091,091	624,419	7,220	17,184	525	240,176	73,280	6,823	97,274	54,046	120	22,906
Financing institutions	1,009,639	563,969	0	17,184	525	207,413	62,504	3,608	56,567	53,436	0	22,896
Debits with controlled companies	22,604	25,260	0	0	0	0	0	0	0	0	0	10
Diverse taxes and contributions	30,949	24,142	6,611	0	0	26,083	8,393	2,855	13,837	610	30	0
Provision for contingencies	12,443	4,846	250	0	0	5,786	690	0	782	0	90	0
Other non-current liabilities	15,456	6,202	359	0	0	895	1,693	360	26,089	0	0	0
Total Net Equity	1,861,358	1,354,272	174,569	18,321	9,222	350,904	306,576	55,884	274,791	127,908	48,518	35,240
Net Equity	1,354,272	1,354,272	174,569	18,321	9,222	350,218	306,576	55,884	274,791	127,908	48,518	35,239
Minority interest	507,086	0	0	0	0	686	0	0	0	0	0	1



EARNINGS RELEASE 4Q 2011 / 2011

ATTACHMENT III

SUMMARIZED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2011

Values in thousands of

	CONSOLIDATED	VEHICLES AND TRAILERS / SEMI-TRAILERS				AUTOPARTS					FINANCIAL SERVICES	
BALANCE SHEET	RANDON S/A IMPL. E PARTIC.	RANDON S/A IMPL. E PARTIC. CONTROLLING	RANDON IMPL. P/O TRANSP LTDA. SP	RANDON ARGENTINA	RANDON BRANTECH	FRAS-LE CONSOLIDATED	MASTER	JOST	SUSPENSY	CASTERTECH	RANDON ADM. CONSÓRCIOS	RANDON INVESTIMENTOS
<b>INCOME STATEMENT</b>												
Net turnover	4,156,396	1,850,902	490,921	70,842	2,766	545,585	524,030	236,014	1,168,437	49,936	55,562	6,245
Cost of goods and services	(3,137,503)	(1,467,009)	(404,184)	(57,838)	(2,369)	(406,666)	(422,807)	(184,264)	(957,958)	(53,535)	0	0
Gross income	1,018,893	383,893	86,736	13,004	397	138,919	101,222	51,750	210,479	(3,598)	55,562	6,245
Sales expenses	(351,014)	(145,647)	(29,332)	(3,444)	0	(58,511)	(18,706)	(11,083)	(50,215)	(499)	(33,865)	0
Administrative expenses	(152,903)	(66,049)	(9,139)	(2,336)	(114)	(31,713)	(15,213)	(4,542)	(22,764)	(3,869)	(13,516)	(6,775)
Financial income	60,038	21,197	4,563	(4,300)	1	14,687	11,228	4,010	15,953	(5,914)	1,283	(1,616)
Investment valuation income	0	142,481	0	0	0	0	52,946	0	0	0	0	0
Other expenses/income	(45,781)	(19,503)	(3,305)	(183)	11	(5,914)	(6,713)	(2,774)	(11,456)	250	3,705	65
Income before taxes	529,233	316,372	49,522	2,742	294	57,468	124,764	37,361	141,997	(13,630)	13,170	(2,081)
Provision for taxes and social contributions	(139,480)	(42,348)	(15,789)	(947)	(99)	(11,499)	(19,681)	(10,820)	(40,781)	5,154	(3,506)	837
Interest of non-controlling shareholders	(111,188)	0	0	0	0	(210)	0	0	0	0	0	0
Management Bonus	(9,416)	(4,875)	0	0	0	(1,723)	(550)	(434)	(1,650)	0	(184)	0
<b>Net income for the period</b>	<b>269,149</b>	<b>269,149</b>	<b>33,733</b>	<b>1,794</b>	<b>195</b>	<b>44,036</b>	<b>104,533</b>	<b>26,107</b>	<b>99,566</b>	<b>(8,476)</b>	<b>9,479</b>	<b>(1,244)</b>
<b>EBIT</b>	<b>469,195</b>	<b>152,694</b>	<b>44,959</b>	<b>7,041</b>	<b>293</b>	<b>42,782</b>	<b>60,590</b>	<b>33,351</b>	<b>126,044</b>	<b>(7,716)</b>	<b>11,887</b>	<b>(465)</b>
<b>EBITDA</b>	<b>556,658</b>	<b>180,055</b>	<b>47,249</b>	<b>7,415</b>	<b>336</b>	<b>65,873</b>	<b>69,617</b>	<b>36,292</b>	<b>142,057</b>	<b>(2,336)</b>	<b>12,713</b>	<b>(349)</b>
<b>EBITDA MARGIN (%) ON NET REVENUES</b>	<b>13.4%</b>	<b>9.7%</b>	<b>9.6%</b>	<b>10.5%</b>	<b>12.1%</b>	<b>12.1%</b>	<b>13.3%</b>	<b>15.4%</b>	<b>12.2%</b>	<b>-4.7%</b>	<b>22.9%</b>	<b>-5.6%</b>