



RANDON S.A. Implementos e Participações

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

Minutes no. 727 of the Board of Directors` Meeting

DATE, TIME, VENUE: October 5, 2012, at 10:00 AM, at the Company`s headquarters located at Abramo Randon Avenue, 770, Caxias do Sul, RS.

ATTENDANCE: all members of the Board of Directors;

CHAIR AND SECRETARY: Raul Anselmo Randon, Chair, and Alexandre Randon, Secretary.

RESOLUTIONS: By unanimous vote, the Board members decided to authorize the Executive Board, statutory and non-statutory, to take the necessary measures to (i) enter into a financial transaction known as Credit Note to Export with Banco do Brasil S.A. in the amount of up to US\$ 200,000,000.00 (Two hundred million Reais), with a total term to pay of up to 7 (seven) years, two (2) of which as grace period and 5 (five) for payment, with semi-annual amortization and cost equivalent to the variation of CDI (Interbank Deposit Certificate) rate, plus 1.20% per annum; and, (ii) grant a fiduciary guarantee on behalf of its controlled company Suspensys Sistemas Automotivos Ltda., with Banco do Brasil S.A., in a financial operation called Credit Note to Export negotiated by such controlled company, in an amount of up to R\$ 30,000,000.00 (Thirty million Reais), with a total term of up to 7 (seven) years, two (2) of which as grace period and 5 (five) for payment, with semi-annual amortization and cost equivalent to the variation of CDI (Interbank Deposit Certificate), plus 1.20% per annum.

CLOSURE: There being no other matters to address, these minutes were drawn up, read, approved and signed by the attending Board Members.

Caxias do Sul, October 5, 2012.

Raul Anselmo Randon

Alexandre Randon

Célia Maria Xavier Larichia

Ruy Lopes Filho

Hugo Eurico Irigoyen Ferreira