



VEHICLES AND TRAILERS

AUTO PARTS

SERVICES



Caxias do Sul, RS, May 8, 2013. Randon S.A – Implementos e Participações (BM&FBovespa RAPT3 and RAPT4), the controlling holding company of ten companies operating within the segments of vehicles and trailers/semi-trailers, auto parts and financial services, reports its results for the first quarter of 2013 (1Q2012) ended March 31, 2013. 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 FIRST QUARTER/2013 RESULTS

- **1Q2013 Total Gross Revenue**, before consolidation, is **R\$ 1.5 billion**, an increase of 33.8% compared with 1Q2012;
- **1Q2013 Consolidated Net Revenue** reached **R\$ 974.9 million**, up 32.7% from 1Q2012;
- **1Q2013 EBITDA** was **R\$ 119.5 million**, 84.0% up from 1Q2012;
- **R\$ 39.7 million of Consolidated Net Profit** in 1Q2013, with a **Net Margin** of 4.1%.

Conference Call on Results

09 MAI 2013, Thursday,

11:30 AM. Brasília

10: 30 AM. New York

3:30 PM. London

+55 (11) 3127.4971 or (11) 3728-5971

Ticker: RANDON

Simultaneous Translation Into English

+ 1 516-3001066 Call from NY

+ 55 11 3127.4971/3728.5971 Call from SP

HIGHLIGHTS

The main highlights of the quarter were:

- EBITDA went up 84.0% in 1Q2013 compared with 1Q2012, reaching R\$ 119.5 million;
- Consolidated sales to foreign market reached US\$ 55.3 million during the quarter, an increase of 2.0% compared with the same quarter in 2012;
- Consolidated Net Income was R\$ 39.7 million in the quarter, 111.2% up from 1Q2012.

OVERVIEW

From the beginning of the year, we were sure that demand would pick back up again from a process that began in the second half of 2012 onwards, boosting confidence in the domestic economy and encouraging, as a result, investments in the commercial vehicle market.

Our expectations proved right mainly on agricultural yields. Conab's (National Food Supply Company) estimates a domestic crop of 184 million tons of grain for 2013, which is 10% higher than the volume harvested in 2012 (166.17 million tons). A 4% increase in planted area and excellent agricultural commodity prices on the international market, associated with good climate, is creating an atmosphere of optimism in the primary sector, which is ultimately favoring other activities closely linked to transport.

1Q13 ended with 43,558 trucks produced, an increase of 39.1% over the same period in 2012. The numbers demonstrate the firm recovery of the sector, indicating a return to normal levels in this market. The production of trailers and semi-trailers, for example, went up almost 22% up when compared to 1Q12, showing the favorable scenario for growth throughout this 1Q13, evenly impacting all product families of trailers/semi-trailers.

A positive environment was shown also in the margins of the Company, which went through a process of re-composition in the period. Several factors have boosted profitability, such as: (i) greater utilization of the manufacturing capacity of our plants, making it possible to dilute fixed costs and economies of scale, (ii) the end of the ERP stabilization process of the Company and creation of synergy, and (iii) adequacy of the administrative and functional structures of the Companies of the Group in 2012.

When examining the period from August 2012 to the end of 1Q13 and evaluating the growth of sales volume and production, as well as the recovery of profitability, the Company perceives the maturation of a recovery cycle in its results.

As long as these market conditions continue, associated with the expectations of evolution of the Brazilian economy for the year, we believe this growth process will go on towards the achievement of our projections for 2013.

Note: The EBIT and EBITDA indicators, as of 2013, and their related comparisons with prior periods, have been calculated based on the figures presented in the financial statements provided in the CPC technical pronouncement nº 26 - Presentation of Financial Statements - and on CVM Instruction 527, of October 2012, which deals with the disclosure of this indicator.

“A positive environment was shown also in the margins of the Company, which went through a process of re-composition in the period.”

MAIN FIGURES (R\$ Thousand)

	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Total Gross Revenue (*)	1,518,225	1,134,803	33.8%	1,518,225	1,511,753	0.4%
Domestic market	1,407,185	1,038,662	35.5%	1,407,185	1,393,381	1.0%
Foreign market	111,040	96,141	15.5%	111,040	118,372	-6.2%
Foreign market in US\$	55,267	54,371	1.6%	55,267	65,557	-15.7%
Consolidated Net Revenue	974,906	734,734	32.7%	974,906	1,005,717	-3.1%
Consolidated Gross Profit	224,934	162,248	38.6%	224,934	197,580	13.8%
Gross Margin (%)	23.1%	22.1%	1.0 p.p.	23.1%	19.6%	3.4 p.p.
Consolidated Net Profit	39,686	18,794	111.2%	39,686	15,568	154.9%
Net Margin (%)	4.1%	2.6%	1.5 p.p.	4.1%	1.5%	2.6 p.p.
Consolidated EBITDA	119,526	64,968	84.0%	119,526	71,802	66.5%
EBITDA Margin (%)	12.3%	8.8%	3.5 p.p.	12.3%	7.1%	5.2 p.p.

(*) Without elimination of inter-company sales.

Values in thousands of Reais

Randon S.A. Implementos e Participações ended 1Q13 with a consolidated net income of R\$ 39.7 million, which is 111.2% higher than the same period in 2012. The company achieved consolidated net revenues of R\$ 974.9 million in the quarter, 32.7% up from that achieved in the first quarter of 2012. Total gross revenues, including inter-company sales, totaled R\$ 1.5 billion in the first quarter of 2013, 33.8% up from that achieved in the same period in 2012. Consolidated EBITDA totaled R\$ 119.5 million in 1Q2013 and EBITDA margin achieved 12.3%, an increase of 3.5 percentage points over the first quarter of 2012.

OPERATING PERFORMANCE

Total Gross Revenue

Total gross revenue with taxes and before consolidation reached R\$ 1.5 billion in 1Q2013, 33.8% higher than that achieved in the same period last year (R\$ 1.1 billion). When comparing with the fourth quarter of 2012, gross revenues grew by 0.4%.

Consolidated Net Revenue

In 1Q2013, consolidated net revenue totaled R\$ 974.9 million, an increase of 32.7% when compared to the same quarter in 2012. This recovered performance began back in the fourth quarter of 2012 through a significant number of new purchase orders of trailers/semi-trailers coming in and growth in the segment of auto parts as well.

CONSOLIDATED NET REVENUE BREAKDOWN BY COMPANY.

Intercompany sales accounted for 18.1% of total revenue in the first quarter of 2013 against 17.4% in the same quarter of 2012. See table, as follows:

	1Q2013				1Q2012	
	NET REVENUE	INTER-COMPANY SALES	CONSOLIDATED NET REVENUE	% OVER REVENUE	CONSOLIDATED NET REVENUE	% OVER REVENUE
Randon S.A. Impl. e Participações (Parent Company)	447,126	68,906	378,220	38.8%	231,974	31.6%
Randon Impl. p/o Transporte Ltda.	98,913	3,343	95,570	9.8%	85,955	11.7%
Randon Brantech Ltda.	26,905	2,388	24,517	2.5%	5,784	-
Randon Argentina S.A.	15,443	0	15,443	1.6%	17,877	2.4%
Escritórios Internacionais	638	638	-	-	0	-
VEHICLES AND TRAILERS/SEMI-TRAILERS	589,025	75,275	513,750	52.7%	341,590	46.5%
Master Sist. Automotivos Ltda.	118,411	27,049	91,362	9.4%	68,410	9.3%
Jost Brasil Sistemas Automotivos Ltda.	53,616	15,769	37,847	3.9%	31,425	4.3%
Fras-Le S.A. (Consolidated)	167,495	10,873	156,622	16.1%	146,969	20.0%
Suspensys Sistemas Automotivos Ltda.	221,510	67,400	154,110	15.8%	128,108	17.4%
Castertech Fundação e Tecnologia Ltda	18,797	19,104	(307)	0.0%	47	-
AUTOPARTS	579,829	140,195	439,634	45.1%	374,959	51.0%
Randon Administradora de Consórcios Ltda.	16,758	0	16,758	1.7%	15,038	2.0%
Randon Investimentos Ltda.	4,764	0	4,764	0.5%	3,147	0.4%
FINANCIAL SERVICES	21,522	0	21,522	2.2%	18,185	2.5%
TOTAL	1,190,376	215,470	974,906	100.0%	734,734	100.0%

Values in thousands of Reais

CONSOLIDATED NET REVENUE BREAKDOWN BY SEGMENT

	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Vehicles and Road Equipment	52.70%	46.49%	6.21 p.p.	52.70%	58.67%	-5.97 p.p.
Trailers/ Semi-Trailers (un.)	74.18%	70.22%	3.96 p.p.	74.18%	69.52%	4.66 p.p.
Specialty Vehicles (un.)	12.41%	8.57%	3.84 p.p.	12.41%	18.92%	-6.51 p.p.
Rail freight cars (un.)	13.41%	21.21%	-7.80 p.p.	13.41%	11.56%	1.85 p.p.
Auto parts	45.10%	51.03%	-5.94 p.p.	45.10%	39.18%	5.92 p.p.
Friction Material (ton.)	35.63%	39.20%	-3.57 p.p.	35.63%	40.90%	-5.27 p.p.
Brakes (un.)	20.78%	18.24%	2.54 p.p.	20.78%	20.80%	-0.01 p.p.
Coupling Systems (un.)	8.61%	8.38%	0.23 p.p.	8.61%	7.25%	1.36 p.p.
Suspension and Undercarriage Systems (un.)	35.05%	34.17%	0.89 p.p.	35.05%	31.09%	3.96 p.p.
Castings (ton.)	-0.07%	0.01%	-0.08 p.p.	-0.07%	-0.03%	-0.04 p.p.
Financial Services	2.21%	2.47%	-0.27 p.p.	2.21%	2.15%	0.05 p.p.
Coop-payment plan quotas sold	100.00%	100.00%	0.00 p.p.	100.00%	100.00%	0.00 p.p.

PHYSICAL VOLUME SOLD

The physical volumes in 1Q2013 had the following performance:

	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Vehicles and Road Equipment						
<i>Trailers/ Semi-Trailers (un.)</i>	5,370	3,840	39.8%	5,370	6,100	-12.0%
<i>Specialty Vehicles (un.)</i>	313	183	71.0%	313	192	63.0%
<i>Rail freight cars (un.)</i>	304	350	-13.1%	304	384	-20.8%
Autopeças						
<i>Friction Material (ton.)</i>	17,800	17,900	-0.6%	17,800	17,100	4.1%
<i>Brakes (un.)</i>	220,944	158,033	39.8%	220,944	192,233	14.9%
<i>Coupling Systems (un.)</i>	26,685	20,286	31.5%	26,685	21,879	22.0%
<i>Suspension and Undercarriage Systems (un.)</i>	104,195	74,173	40.5%	104,195	83,748	24.4%
<i>Castings (ton.)</i>	7,076	4,885	44.9%	7,076	5,044	40.3%
Financial Services						
<i>Coop-payment plan quotas sold</i>	1,726	1,975	12.6%	1,726	3,135	-44.9%

COMMENTS BY MARKET SEGMENT

Vehicles and Road Equipment

The production of trailers/semi-trailers by the Company increased 39.8% in 1Q13 compared with the same period last year, surpassing the purchase of trailers/semi-trailers by the market, whose growth was 21.9%.

Among the product families of the Road Equipment Division, we highlight increased sales of reefer, tank and sugar-cane equipment.

We also highlight the development and expansion of RANDON BRANTECH production capacity, specializing in refrigerated equipment, whose net revenue rose more than 400%, coming from R\$ 6.7 million in 1Q2012 to R\$ 26.9 million in 1Q2013, reinforcing the strategic character of the acquisition completed in November 2011.

We recall that in 1Q12, Company's production was affected by the implementation of the new ERP, making it difficult to compare the figures of that period with the current volume. Another positive point is related with the previous knowledge of the interest cost of the FINAME PSI line of credit for the whole year, as mentioned below.

Rail Freight Cars

The production of rail freight cars in 1Q13 followed the pace of the end of

4Q12, with volumes consistent with the expectation of the Company. New orders are expected for the year, even though the production line was adapted, at the end of 1Q13, to manufacture road equipment (trailers and semi-trailers).

Specialty Vehicles

As expected, the line of specialty vehicles showed an outstanding performance, with volumes substantially higher than those produced in the same period in 2012.

This excellent performance was due to federal public investments made in the purchase of backhoe loaders to be used in State and local infrastructure, as reported on 4T12.

The sector remains heated and the Company is very optimistic with regard to its line of specialty vehicles in 2013.

Auto Parts

Consistent with the growth of 39.1% in the production of trucks and 21.9% in towed vehicles, the Auto Parts Division showed important recovery. This line, which supplies primarily the demand for brand new commercial vehicles, especially brakes, coupling systems, and suspension/undercarriage systems, showed increased volumes of 39.8%, 31.5% and 40.5%, respectively, in 1Q13.

This improvement goes against pessimistic estimates in the auto parts industry for commercial vehicles in Brazil and creates a favorable environment for the balance of demand, sales and stocks.

We recall that Fras-le, controlled company responsible for the manufacture of friction materials, was less affected by the transition from the Euro III to Euro V in 2012, reason for which, in comparing the volumes produced in 1Q13 and 1Q12, the variation is less significant.

The Company believes that production of auto parts in this 1Q13 is sustainable and must go on throughout the year, supported by a heated demand in the commercial vehicle market.

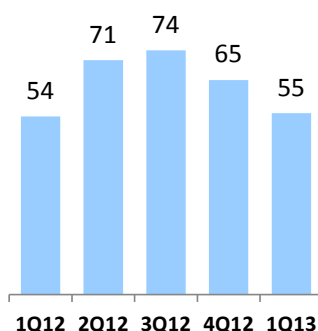
Incentives (valid for trucks, buses and trailers/semi-trailers)

IPI Exemption (Federal VAT) – from 5% to zero - for commercial vehicles until DEC 2013).

Finame PSI 4 and “Procaminhoneiro” - special financing terms for commercial vehicles, offered by BNDES, with interest rate of 3.0% /year until JUN/2013 and 4% a.a. until DEC/13.

“ This line, which supplies primarily the demand for brand new commercial vehicles, especially brakes, coupling systems, and suspension/undercarriage systems, showed increased volumes of 39.8%, 31.5% and 40.5%, respectively, in 1Q13”.

EXPORTS Values in US\$ Million



EXPORTS

Consolidated sales abroad in this first quarter of 2013 totaled US\$ 55.3 million, 2.0% higher than the same period in 2012. Exports of Randon Companies accounted for 11.9% of consolidated net revenue in the first quarter of 2013 against 17.4% in the same period in 2012.

In the foreign units of the Company, total gross revenues (without eliminating inter-company sales) totaled, in 1Q13, US\$ 26.0 million.

Exports

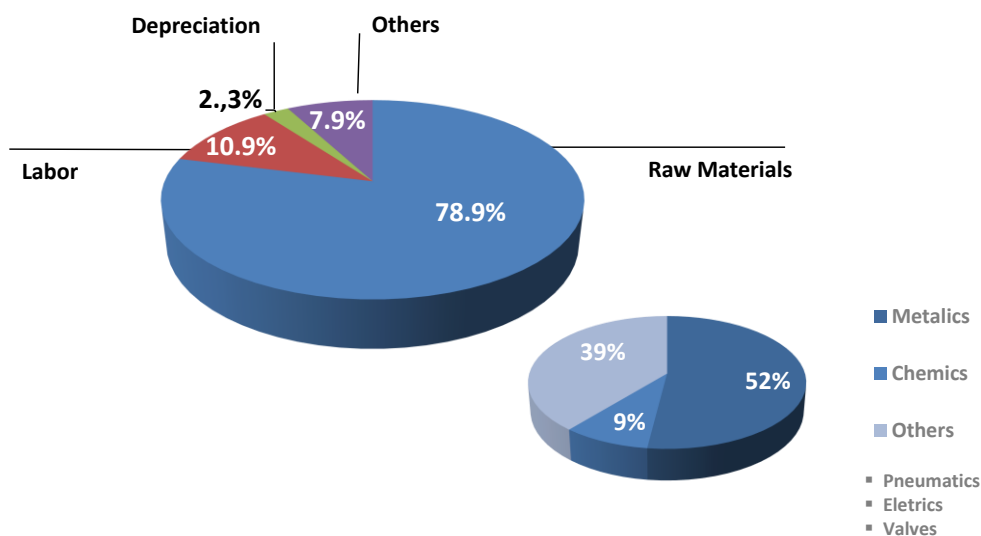
	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Randon S/A Impl. e Partic.+Randon Impl. p/ o Transp. Ltda.	25,869	20,348	27.1%	25,869	37,161	-30.4%
Vehicles Division	65	1,382	-95.3%	65	526	-87.6%
VEHICLES AND ROAD EQUIPMENT	25,934	21,730	19.3%	25,934	37,687	-31.2%
Master	4,044	4,541	-10.9%	4,044	2,887	40.1%
Jost	1,682	1,395	20.6%	1,682	1,276	31.8%
Fras-le	21,715	25,943	-16.3%	21,715	22,239	-2.4%
Suspensys	1,892	762	148.3%	1,892	1,432	32.1%
AUTO PARTS	29,333	32,641	-10.1%	29,333	27,834	5.4%
TOTAL	55,267	54,371	1.6%	55,267	65,521	-15.6%

COST OF PRODUCTS SOLD

In 1Q2013, the cost of goods sold amounted to 76.9% of consolidated net revenue (R\$ 750.0 million), a decline of 1.0 percentage points over the R\$ 572.5 million for the same period in 2012 (77.9% of consolidated net revenue). When comparing with the immediately preceding quarter where the percentage was 80.4%, the variation was most significant 3.5 percentage points less.

We understand that the breakdown of CPV in 1Q13 demonstrates the Company's effort in going back to historical levels when comparing the distribution of each kind of cost in relation to net sales.

The chart below shows Cost of Products Sold breakdown in 1Q13:



OPERATING EXPENSES

Operating expenses (administrative, commercial and other non-operating expenses) in 1Q2013 totaled R\$ 134.4 million (R\$ 124.0 million in the same period of 2012). These expenses accounted for 13.8% of consolidated net revenue in 1Q2013, against 16.9% in 1Q2012. If compared with 4Q12, variation was 1.7 percentage points lower.

Other Operating Expenses/ Income

The value of other operating revenues in 1Q13 totaled R\$ 5.0 million (0.5% over the consolidated net revenue) against R\$ 2.7 million in the same quarter of 2012 (0.4% over the consolidated net revenue), keeping the same level (0.4%) of consolidated net revenues in 4Q2012. The other operating expenses reached R\$ 9.2 million (0.9% over consolidated net revenue in 1Q13 - R\$ 8.7% million in 1Q12, or 1.2% over consolidated net revenue). In 4Q12, this value reached R\$ 8.8 million or 0.9% over consolidated net revenue. Standing out in this account is the Profit Sharing Program, which varies according to revenues and result, and which, in this period of 2013, was higher than in the previous quarters.

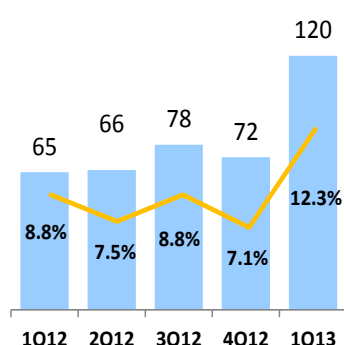
EBITDA/ EBITDA MARGIN

GROSS CASH GENERATION

EBITDA in 1Q13 went up by 84.0% compared to that achieved in the same quarter of 2012, reaching R\$ 119.5 million (12.3% of consolidated net revenue) compared to R\$ 65.0 million for the 2012 quarter, or 8.8% over the consolidated net revenue.

This recovery in gross cash generation is associated with improvement in the Brazilian market of commercial vehicles, as already seen, allowing for greater dilution of fixed costs and economies of scale through increased sales and

EBITDA/Ebitda Margin
Consolidated Values - R\$ Million



production volume. This is consistent with the Company's goal of going back to its historic EBITDA margin.

We also emphasize that the performance of the Company in 1Q12, and in 2012 as a whole, was strongly impacted by non-recurring factors such as the transition from Euro III to Euro V model (engine technology), implementation of the new ERP and reduced predictability of demand, caused by uncertainties in the economic environment.

	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Consolidated Net Revenue	974,906	734,734	32.7%	974,906	1,005,717	-3.1%
Cost of Products Sold	-749,972	-572,486	31.0%	-749,972	-808,137	-7.2%
Consolidated Gross Profit	224,934	162,248	38.6%	224,934	197,580	13.8%
(-) Operating Expenses	-130,248	-117,885	10.5%	-130,248	-151,855	-14.2%
(-) Other Expenses / Income	-4,170	-6,009	-30.6%	-4,170	-4,079	2.2%
Result from Activities	90,516	38,354	136.0%	90,516	41,646	117.3%
(+) Depreciation / Amortization	29,010	26,614	9.0%	29,010	30,156	-3.8%
EBITDA Consolidado	119,526	64,968	84.0%	119,526	71,802	66.5%
EBITDA Margin (%)	12.3%	8.8%	3.5 p.p.	12.3%	7.1%	5.2 p.p.

Valores em R\$ Mil

GROSS INCOME

Gross income reached R\$ 224.9 million in the first quarter of 2013, accounting for 23.1 % of consolidated net revenue (38.6 % higher than that reached in the first quarter of 2012, or 1.0 percentage points), when gross income totaled R\$ 162.2 million, which is 22.1 % of the consolidated net revenue. Comments on this are under the Revenue and EBITDA chapter.

EBIT

OPERATING INCOME BEFORE FINANCIAL EXPENSES

EBIT totaled R\$ 90.5 million in 1Q2013 (9.3% of consolidated net revenue), an increase of 136.0% compared with 1Q2012, which was R\$ 38.4 million (5.2% of the consolidated net revenue).

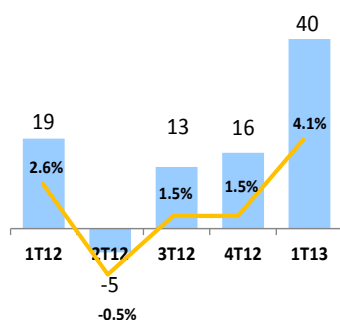
FINANCIAL INCOME

Net financial income in the first quarter of 2013 was R\$ 6.2 million in the negative (R\$ 7.9 million in the negative in the same period in 2012). Despite showing an increase in debt in the period, the fall in the exchange rate helped minimize larger effects in this result.

INCOME TAX AND SOCIAL CONTRIBUTION

Income Tax and Social Contribution totaled R\$ 24.9 million in the first quarter of 2013 (R\$ 13.8 million in the same period of 2012), for profit before income tax of R\$ 84.3 (R\$ 46.3 million in the same period in 2012).

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



NET INCOME

Net income in 1Q2013 reached R\$ 39.7 million (R\$ 0.16 per share) or 111.2 % higher when compared with the income of R\$ 18.8 million in the same quarter in 2012 (R\$ 0.08 per share). The percentage of consolidated net margin was 4.1% in this quarter of 2013 against 2.6% in the same quarter of 2012.

INDEBTEDNESS

Consolidated net financial debt (gross debt less cash) amounted to R\$ 803.3 million at the end of 1Q13, which is equivalent to a multiple of 2.37 times the EBITDA of the last 12 months. In the same period of 2012, this value was R\$ 562.8 million (1.18 times the EBITDA of the last twelve months).

It is to be noted that part of the Company's consolidated net indebtedness, R\$ 139.5 million refers to financial activity (*Banco Randon* and *Randon Consórcios*). Excluding the amount relating to these activities, consolidated net debt of industrial operations would be R\$ 663.8 million, a multiple 1.96 times the EBITDA of the last twelve months.

Below is a comparison of debt in the last two quarters:

Values in Thousands of Reais	31/03/2012	31/12/2012	31/03/2013
Total Gross Debt (R\$)	1,288,027	1,861,663	2,451,569
Total Consolidated Net Debt (R\$)	562,835	760,358	803,264
Industrial Consolidated Net Debt(R\$)	519,977	627,412	663,774
Services Consolidated Net Debt(R\$)	42,858	132,946	139,490
Net Debt (US\$)	308,894	372,086	398,880
US Dollar quote	1.8221	2.0435	2.0138

COMPARATIVE PERFORMANCE

	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Total Gross Revenue without eliminations	1,518,225	1,134,803	33.8%	1,518,225	1,511,753	0.4%
Consolidated Net Revenue	974,906	734,734	32.7%	974,906	1,005,717	-3.1%
Consolidated Gross Profit	224,934	162,248	38.6%	224,934	197,580	13.8%
Consolidated Net Profit	39,686	18,794	111.2%	39,686	15,568	154.9%
Operating Shareholders` Equity (EBIT) - Consolidated	90,516	38,354	136.0%	90,516	41,646	117.3%
Consolidated EBITDA	119,526	64,968	84.0%	119,526	71,802	66.5%
Consolidated Net Financial Debt	803,264	562,835	42.7%	803,264	760,358	5.6%
Consolidated Net Financial Income	-6,234	7,908	-178.8%	-6,234	-2,511	148.3%
<i>Financial Income</i>	37,670	48,560	-22.4%	37,670	34,768	8.3%
<i>Financial Expenses</i>	-43,904	-40,652	8.0%	-43,904	-37,279	17.8%
Consolidated Administrative and Commercial Expenses	-130,248	-117,885	10.5%	-130,248	-151,855	-14.2%
Consolidated Profit per Share	0.16	0.08	105.8%	0.16	0.06	154.9%

Values in thousands of R\$

INVESTMENTS

R\$ 31.9 million in consolidated investments was recorded in 1Q2013, against R\$ 97.8 million in 1Q2012. In 1Q12, investments have reached R\$ 54.1 million.

Below are investments breakdown by Company:

Investments

	1Q2013	1Q2012	Δ%	1Q2013	4Q2012	Δ%
Randon S/A Impl. e Partic.	5,230	12,237	-57.3%	5,230	6,628	-21.1%
Randon Implem. p/o Transporte	2,218	971	128.4%	2,218	2,134	3.9%
Randon Brantech	503	253	-	503	1,291	-
Randon Argentina	62	2,599	-97.6%	62	805	-92.3%
Randon Automotive	1	1	-	1	0	-
Randon Middle East	0	0	-	0	0	-
VEHICLES AND ROAD EQUIPMENT	8,014	16,061	-50.1%	8,014	10,858	-26.2%
Master	1,740	3,956	-56.0%	1,740	3,420	-49.1%
Jost	527	1,984	-73.4%	527	637	-17.3%
Fras-le	5,488	56,273	-90.2%	5,488	9,775	-43.9%
Suspensys	14,466	17,695	-18.2%	14,466	28,124	-48.6%
Castertech	1,549	1,585	-2.3%	1,549	1,219	27.1%
AUTO PARTS	23,770	81,493	-70.8%	23,770	43,175	-44.9%
Consórcios	54	174	-69.0%	54	19	184.2%
Randon Investimentos	16	36	-55.6%	16	7	128.6%
FINANCIAL SERVICES	70	210	-66.7%	70	26	169.2%
TOTAL	31,854	97,764	-67.4%	31,854	54,059	-41.1%

Values in thousands of Reais

STOCK MARKET

Subsequent Material Fact

We inform that at the time this Release was being prepared, the Company, Randon S.A. Implementos e Participações ("Randon") BM&FBovespa RAPT3 and RAPT4 - communicated to its shareholders and other members of the securities market that, on April 29, 2013, it entered into an agreement of purchase and sale of quotas representing 49.999% of the share capital of Suspensys Sistemas Automotivos Ltda. ("Suspensys"), in which the Company already had a 50.001% stake.

Suspensys, the result of a successful *joint venture* with the American Group Meritor, is engaged in the manufacturing of suspension systems, axles, beams, hubs, brake drums, and supports for commercial vehicles. In 2011 and 2012, the net revenue of Suspensys was, respectively, R\$ 1.168,4 million and R\$ 730,9 million, and achieved an EBITDA of R\$ 142.0 million and R\$ 68.4 million. The operation is part of the ongoing Expansion and Development Plan of Randon Companies, through which the Group is expanding the scope of activity of this Subsidiary, allowing the exploration of new markets. The transaction total value amounts to US\$ 195 million and was negotiated under the suspensive condition of its approval by Sistema Brasileiro de Defesa de Concorrência (Brazilian competition Defense System). The operation was approved by the Board of Directors of Randon, and not constitute a relevant investment for the purposes of the

provisions of Art. 256, Law No. 6.404/76.

Grand Opening of Suspensys – Resende

Also during the drafting of this Report, on May 6, 2013, it took place the grand opening of the new plant of Suspensys in the city of Resende, RJ, at the Parque de Fornecedores of MAN Latin America. Investments of about R\$ 60 million were made in the new plant, whose building area is 14,400 m². The plant will create, as of now, 100 new jobs and will supply automotive components for the assembly of buses and trucks.

Investor Relations

According to the schedule of 2013 corporate events, the Company held, on February 28, 2013, the 11th Meeting with the Media and Guests, at the Company's headquarters, in Caxias do Sul, date on which the Company disclosed the 4Q2012 results.

The Company participated as a guest in the following events:

- Santander: 17th Annual Latin America Conference – Cancun;
- Credit Suisse Brazil Ideas - Sao Paulo;
- 3rd Auto Day BofA Merrill Lynch – Sao Paulo;
- BTG Pactual XIII CE Conference - Sao Paulo;
- Bank of America Merrill Lynch Brazil Conference – Sao Paulo;
- Citi's 21st Annual Latin America Conference - NY

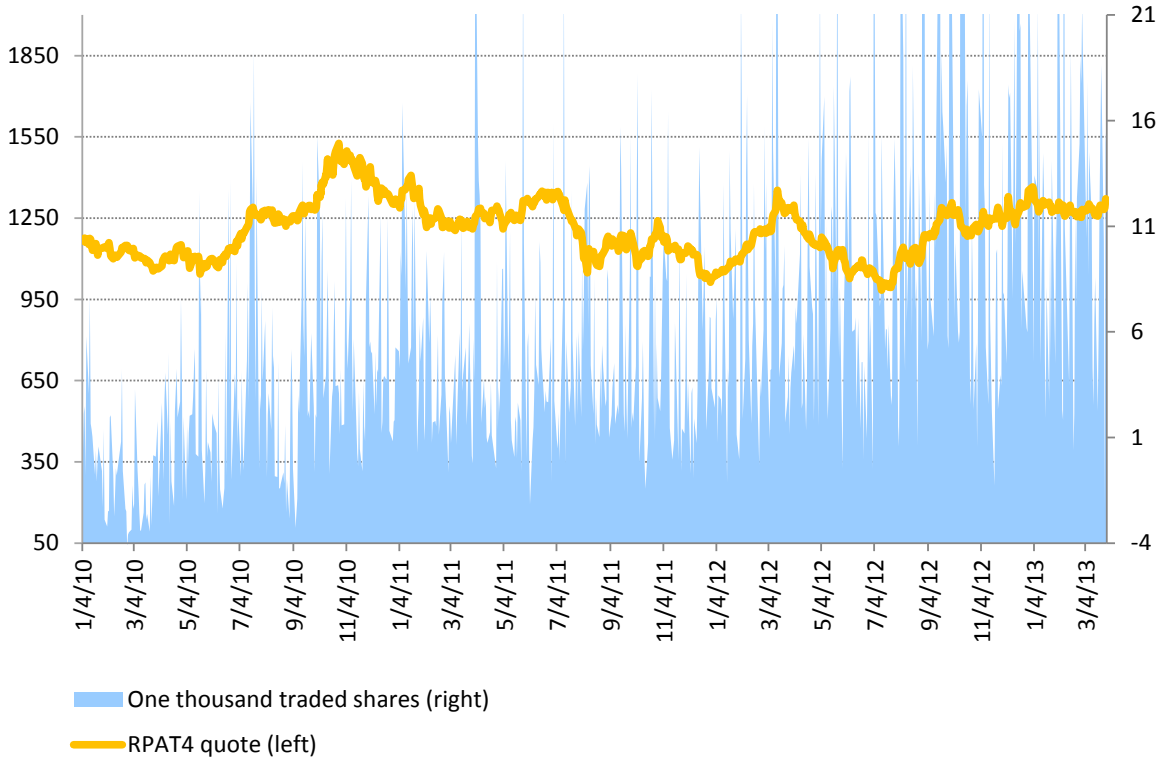
In 1Q2013, the Company recorded an average daily volume of trades of R\$ 14.8 million against R\$ 10.1 million in the same period of 2012.

Performance of Shares

The preferred shares of Randon S.A. - Implementos e Participações in 1Q13 have appreciated by 0.7 %. On March 31, 2013, they were quoted at R\$ 12.60 per share. In the same period, Ibovespa index showed a 7.5% variation in the negative.

73.5 million preferred shares were traded in the same period, in 148,439 trades, on the spot market of BM&FBovespa (São Paulo Stock Market). In this period, the Company recorded an average daily volume of trades of R\$ 14.8 million against R\$ 10.1 million in the same period of 2012.

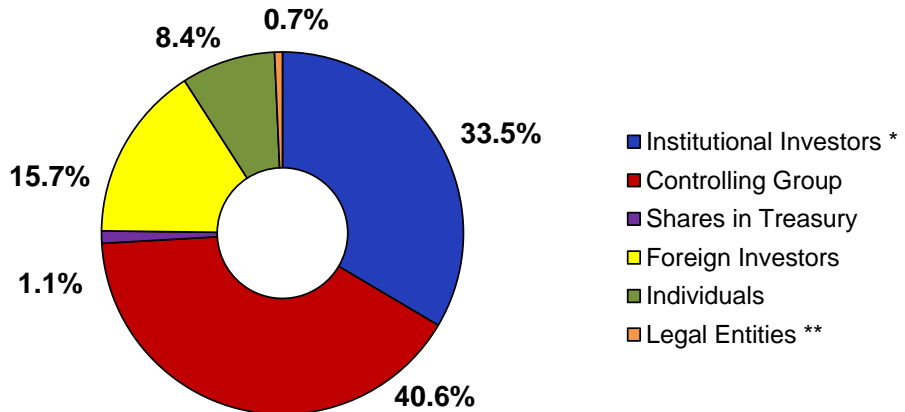
Performance of Shares and Traded Volumes



Shareholders` Profile

On March 31, 2013, the shareholders` profile of the Company's total shares (common and preferred) was as follows:

Shareholders' Profile - Total of Shares



* Funds and nvestments Clubs

** Companies, Banks, Stockbrockers and Associations

AWARDS

In the first quarter of 2013, Randon Companies received awards, of which we highlight:

✓ Randon S.A. has been again included in the survey “*Marcas de quem Decide*” (Brand survey) held by Instituto Qualidata, in partnership with the Newspaper *Jornal do Comércio* (which has existed for 15 years). The largest manufacturer of trailers and semi-trailers in Latin America is one of the most remembered brands in the category *Great Brand in the State of Rio Grande do Sul*. Another company of the Group – Randon Consórcios – also appears in the ranking through its brand *Racon*, taking the first place as the most remembered brand, being also the favorite brand for the respondents of the survey – in the Coop-payment plans category.

✓ Fras-le has just received the Everest Award, granted by *Distribuidora Automotiva*, a company of Comolatti Group, in this 3rd Edition of the Suppliers Qualification System. The Award evaluates the performance of its 27 major manufacturers of auto parts. In evaluating the champion suppliers, *Distribuidora Automotiva* takes into account the following areas in which the supplier is exemplary: Service Level, Process Adequacy, Economic Indices, Commercial Aspects, and Social and Environmental Responsibility. Vendors performance is obtained through a regular average score in all of these criteria. Fras-le was the winner in the category Economic Index, which involves Term to pay suppliers, margin percentage, gross profit performance and representativeness of the supplier.

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
Geraldo Santa Catharina – Director

Investor Relations Director

Geraldo Santa Catharina

HR and Administrative Diretor – Holding Division

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 (Fiscal Council)

Fernando Bevilacqua e Fanchin
Imer José Puerari
João Carlos Sfredo
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 – CEO of Fras-le
Alexandre Dorival Gazzi – Corporate Director
Luis Antonio Oselame – Corporate Director
Norberto José Fabris – Corporate Director





EARNINGS RELEASE - 1Q2013 / 1Q2012

ATTACHMENT I.a

CONSOLIDATED STATEMENTS OF INCOME - QUARTERLY

Values expressed in thousands of Reais

	1Q013	%	1Q2012	%	1Q2013	%	4Q2012	%	Var. %	
									1Q2013/1Q2012	1Q2013/4Q2012
Gross Revenue	1.231,275	126.3%	915,367	124.6%	1,231,275	126.3%	1,212,994	120.6%	34.5%	1.5%
Deduction in Gross Revenue	-256,369	-26.3%	-180,633	-24.6%	-256,369	-26.3%	-207,277	-20.6%	41.9%	23.7%
Net Revenue	974,906	100.0%	734,734	100.0%	974,906	100.0%	1,005,717	100.0%	32.7%	-3.1%
Cost of Sales and Services	-749,972	-76.9%	-572,486	-77.9%	-749,972	-76.9%	-808,137	-80.4%	31.0%	-7.2%
Gross Profit	224,934	23.1%	162,248	22.1%	224,934	23.1%	197,580	19.6%	38.6%	13.8%
Sales Expenses	-85,336	-8.8%	-72,115	-9.8%	-85,336	-8.8%	-107,121	-10.7%	18.3%	-20.3%
Administrative Expenses	-44,912	-4.6%	-45,770	-6.2%	-44,912	-4.6%	-44,734	-4.4%	-1.9%	0.4%
Financial Income	-6,234	-0.6%	7,908	1.1%	-6,234	-0.6%	-2,511	-0.2%	-178.8%	148.3%
<i>Financial Income</i>	37,670	3.9%	48,560	6.6%	37,670	3.9%	34,768	3.5%	-22.4%	-41.5%
<i>Financial Expenses</i>	-43,904	-4.5%	-40,652	-5.5%	-43,904	-4.5%	-37,279	-3.7%	8.0%	-18.6%
Investments Valuation Income	0	0.0%	0	0.0%	0	0.0%	0	0.0%	-	-
Other Expenses/ Income	-4,170	-0.4%	-6,009	-0.8%	-4,170	-0.4%	-4,079	-0.4%	-30.6%	2.2%
Result before Income Tax	84,282	8.6%	46,262	6.3%	84,282	8.6%	39,135	3.9%	82.2%	115.4%
Provision for Income Tax and Social Contribution Taxes	-24,905	-2.6%	-13,817	-1.9%	-24,905	-2.6%	-9,817	-1.0%	80.2%	153.7%
Interest of non-controlling shareholders	-19,691	-2.0%	-13,651	-1.9%	-19,691	-2.0%	-13,750	-1.4%	44.2%	43.2%
Net Profit for the Period	39,686	4.1%	18,794	2.6%	39,686	4.1%	15,568	1.5%	111.2%	154.9%
EBIT	90,516	9.3%	38,354	5.2%	90,516	9.3%	41,646	4.1%	136.0%	117.3%
EBITDA	119,526	12.3%	64,968	8.8%	119,526	12.3%	71,802	7.1%	84.0%	66.5%
EBITDA Margin (%)	12.3%		8.8%		12.3%		7.1%		3.5 p.p.	5.2 p.p.



EARNINGS RELEASE - 1Q2013 / 1Q2012

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		
	1Q2013	1Q2012	Δ%	1Q2013	1Q2012	Δ%	1Q2013	1Q2012	Δ%	1Q2013	1Q2012	Δ%
Gross Revenue	635,422	416,424	53%	572,229	478,924	19%	23,624	20,019	18%	1,231,275	915,367	35%
Deduction in Gross Revenue	(121,674)	(74,833)	63%	(132,594)	(103,965)	28%	(2,101)	(1,835)	14%	(256,369)	(180,633)	42%
Net Revenue	513,748	341,591	50%	439,635	374,959	17%	21,523	18,184	18%	974,906	734,734	33%
Cost of Sales and Services	(427,574)	(277,172)	54%	(320,842)	(295,314)	9%	(1,556)	-	-	(749,972)	(572,486)	31%
Gross Profit	86,174	64,419	34%	118,793	79,645	49%	19,967	18,184	10%	224,934	162,248	39%
Operating Expenses	(56,886)	(54,555)	4%	(61,781)	(52,980)	17%	(15,751)	(16,359)	-4%	(134,418)	(123,894)	8%
Financial Income	(2,622)	438	-699%	(4,137)	8,068	-151%	525	(598)	-188%	(6,234)	7,908	-179%
Operating Income	26,666	10,302	159%	52,875	34,733	52%	4,741	1,227	286%	84,282	46,262	82%
Net Profit for the Period	17,029	6,015	183%	19,356	11,354	70%	3,301	1,425	132%	39,686	18,794	111%
EBIT	29,288	9,864	197%	57,012	26,665	114%	4,216	1,825	131%	90,516	38,354	136%
EBITDA	39,155	18,841	108%	75,883	44,059	72%	4,488	2,068	117%	119,526	64,968	84%
GROSS MARGIN (%)	16.8%	18.9%	-2.1 p.p.	27.0%	21.2%	5.8 p.p.	92.8%	100.0%	-7.2 p.p.	23.1%	22.1%	1.0 p.p.
EBITDA MARGIN (%)	7.6%	5.5%	2.1 p.p.	17.3%	11.8%	5.5 p.p.	20.9%	11.4%	9.5 p.p.	12.3%	8.8%	3.5 p.p.
NET MARGIN (%)	3.3%	1.8%	1.5 p.p.	4.4%	3.0%	1.4 p.p.	15.3%	7.8%	7.5 p.p.	4.1%	2.6%	1.5 p.p.

ATTACHMENT II STATEMENTS OF CASH FLOW – INDIRECT METHOD

Values expressed in thousands of Reais

	Parent Company		Consolidated	
	31/03/2013	31/03/2012	31/03/2013	31/03/2012
Cash Flows from operations				
Income for the Period	39,686	18,794	39,686	18,794
Adjustments to conciliate income to cash and Banks generated by operations:				
Provision for income tax and social contribution – current and deferred	2,594	1,914	3,724	10,894
Depreciation and amortization	8,738	8,008	29,010	26,614
Provision for disputes and litigation	-	-	175	2,569
Provision for doubtful accounts	1,325	809	632	2,357
Provision for obsolete stock	203	441	51	2,974
Other provisions	1,453	(9,628)	(1,771)	(33,231)
Residual value of written off and sold fixed assets	138	51	1,236	577
Written off investments	-	-	-	29
Net Equity	(28,405)	(15,988)	-	-
Net Equity of other controlled companies	-	-	(3,423)	(2,106)
Interest of minority shareholders	-	-	19,758	(10,468)
Exchange rate variation in controlled companies abroad	-	-	(1,675)	(1,253)
Variations in loans	317,917	10,809	329,546	(12,792)
Variations in derivative contracts	-	(459)	(590)	(1,920)
Profit and Dividends from Controlled Companies				
Variation in assets and liabilities				
Financial investments	(65,447)	(31,792)	(77,137)	(59,003)
Accounts receivable from customers	(56,557)	(13,283)	(89,693)	(20,380)
Inventories	(5,346)	(43,908)	(38,505)	(85,263)
Accounts receivable	(16,416)	48,273	(21,396)	74,295
Suppliers	8,647	14,645	41,434	39,727
Accounts payable	(2,543)	(2,460)	8,092	11,932
Income tax and social contribution paid	-	24	-	(7,580)
Net cash from operations	205,987	(13,750)	239,154	(22,298)
Cash flows from investments				
Purchase of shares or quotas	-	(1,159)	-	(1,159)
Acquisition of fixed assets	(5,796)	(8,273)	(29,629)	(84,011)
Income and dividends receivable from controlled companies	5,505	5,380	-	-
Capital pay-up in controlled company	(12,500)	-	-	-
Additions to fixed assets	566	(2,805)	(303)	(12,594)
Cash Flows used in Investment Activities	(12,225)	(6,857)	(29,932)	(97,764)
Cash Flows from Investments				
Payment of dividends	-	-	-	14,480
Interest on capital payable	-	(28,353)	-	(29,732)
Loans	274,272	18,727	389,579	100,052
Payment of loans	(50,861)	(13,404)	(98,903)	(45,513)
Loans made (paid) with controlling company and controlled companies	(674)	-	(498)	-
Loans made (paid) with other related parties	1,143	(9,667)	27	(157)
Interest paid on loans	(18,491)	(12,826)	(30,090)	(23,089)
Net cash used (coming from) in loans and financing	205,389	(45,523)	260,115	16,041
Increase / (decrease) in cash and cash equivalents	399,151	(66,130)	469,337	(104,021)
Statement of Increase in Cash and Banks				
At beginning of period	556,503	303,093	855,255	736,191
At end of period	955,654	236,963	1,324,592	632,170
Increase (Decrease) in cash and cash equivalents.	399,151	(66,130)	469,337	(104,021)



EARNINGS RELEASE - 1Q2013 / 1Q2012

ATTACHMENT III SUMMARIZED FINANCIAL STATEMENTS AS OF MARCH 31, 2013
Values in thousands of Reais

BALANCE SHEET	CONSOLIDATED	VEHICLES AND TRAILERS / SEMI-TRAILERS				AUTOPARTS				
	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
Assets	5,021,397	3,239,061	288,999	50,360	61,958	870,243	499,085	93,591	485,673	159,134
Current Assets	3,371,764	1,824,017	215,417	37,086	37,358	456,026	262,885	65,521	260,332	42,640
Cash and equivalents	1,648,306	1,113,604	51,609	399	3,720	202,098	138,394	20,139	80,233	11,168
Receivables	853,316	362,201	79,602	11,264	15,935	97,778	56,557	26,973	107,422	2,832
Inventory	571,752	217,338	47,888	6,261	12,120	126,128	49,902	15,644	60,972	24,115
Deferred Charges/ Recoverable costs	195,946	97,352	34,062	17,014	5,426	20,725	6,616	1,720	8,805	4,187
Others	102,444	33,522	2,255	2,148	158	9,297	11,416	1,045	2,901	338
Noncurrent Assets	1,649,633	1,415,044	73,582	13,274	24,600	414,217	236,199	28,071	225,340	116,494
Credit controlling company/controlled companies	0	12	0	0	0	0	0	0	0	0
Consortiums for resale	26,929	7,069	0	0	0	0	0	0	0	0
Deferred Charges/ recoverable costs	36,848	7,309	954	2,213	332	15,965	857	620	7,395	1,202
Other non-current assets	29,339	7,450	37	0	22	366	74	25	370	6
Taxes under litigation	15,661	732	0	0	0	13,398	198	1,192	122	0
Investments/Property, Plant, Property/Intangible/Deferred	1,540,856	1,392,472	72,590	11,061	24,246	384,488	235,071	26,233	217,454	115,285
Liabilities	5,021,397	3,239,061	288,999	50,360	61,958	870,243	499,085	93,591	485,673	159,134
Current Liabilities	1,463,120	798,801	105,054	22,517	32,753	238,083	104,502	30,126	122,801	17,302
Suppliers	248,739	98,516	79,161	16,206	29,709	36,710	26,011	11,798	57,273	3,880
Financing institutions	870,290	578,280	0	4,104	235	155,824	47,093	3,391	23,547	10,822
Salaries and benefits	65,243	24,792	4,923	481	506	15,907	6,375	2,135	7,263	1,176
Taxes and Fees	56,293	15,776	3,144	1,166	839	16,107	5,326	3,074	7,664	1,073
Advances for customers and others	222,555	81,437	17,826	560	1,464	13,535	19,697	9,727	27,054	350
Noncurrent Liabilities	1,642,689	1,032,591	1,530	10,545	5,277	257,799	97,709	2,335	107,515	17,578
Financing institutions	1,581,280	1,003,332	0	9,913	235	223,196	88,864	0	95,704	40,910
Debits with controlled companies	0	0	0	0	0	0	0	0	0	0
Diverse taxes and contributions	23,156	14,166	1,011	0	5,041	16,382	6,846	2,303	8,215	(23,382)
Provision for contingencies	13,911	2,889	300	0	0	9,423	118	30	1,012	49
Other non-current liabilities	24,342	12,204	219	632	0	8,798	1,880	2	2,583	0
Total Net Equity	1,915,588	1,407,669	182,414	17,298	23,929	374,361	296,874	61,131	255,356	124,253
<i>Net Equity</i>	1,407,669	1,407,669	182,414	17,298	23,929	373,425	296,874	61,131	255,356	124,253
<i>Minority interest</i>	507,919	0	0	0	0	937	0	0	0	0



EARNINGS RELEASE - 1Q2013 / 1Q2012

ATTACHMENT III SUMMARIZED FINANCIAL STATEMENTS AS OF MARCH 31, 2013
Values in thousands of Reais

	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	SUSPENSYS	CASTERTECH	RANDON ADM. CONSÓRCIOS	RANDON INVESTIMENTOS
INCOME STATEMENT												
Net turnover	974,906	447,126	98,913	15,443	26,905	167,495	118,411	53,616	221,510	18,797	16,758	4,764
Cost of goods and services	-749,972	-376,843	-84,920	-12,339	-22,208	-125,316	-95,711	-42,163	-181,054	-16,602	0	-1,556
Gross income	224,934	70,283	13,993	3,104	4,697	42,179	22,701	11,453	40,456	2,195	16,758	3,208
Sales expenses	-85,336	-33,492	-6,808	-1,045	-762	-15,623	-4,159	-1,926	-10,400	-316	-11,105	0
Administrative expenses	-44,912	-18,201	-3,687	-722	-479	-11,744	-3,785	-1,160	-6,005	-797	-2,013	-2,160
Financial income	-6,234	-2,015	497	-1,283	39	-3,997	621	529	-573	-831	525	0
Investment valuation income	0	28,405	0	0	0	0	8,476	0	0	0	0	0
Other expenses/income	-4,170	1,784	410	0	-33	-2,056	-976	-542	-2,587	296	-184	-288
Income before taxes	84,282	46,764	4,405	53	3,462	8,759	22,876	8,354	20,890	547	3,980	760
Provision for taxes and social contributions	-24,905	-7,078	-1,315	-32	-1,211	-2,348	-3,938	-2,486	-4,952	-117	-1,134	-293
Interest of non-controlling shareholders	-19,691	0	0	0	0	-54	0	0	0	0	0	-7
Net income for the period	39,686	39,686	3,089	22	2,250	6,356	18,938	5,868	15,938	430	2,846	460
EBIT	90,516	20,374	3,908	1,337	3,423	12,756	13,780	7,825	21,464	1,378	3,455	760
EBITDA	119,526	29,112	4,731	1,511	3,555	21,644	16,550	8,542	26,396	2,942	3,695	792
EBITDA MARGIN (%)	12.26%	6.51%	4.78%	9.78%	13.21%	12.92%	13.98%	15.93%	11.92%	15.65%	22.05%	16.63%