



RANDON S.A. Implementos e Participações

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

Minutes no. 750 of the Board of Directors` Meeting

DATE, TIME AND VENUE: July 26, 2013, at 5:00 PM, at the Company`s headquarters, located at Abramo Randon Avenue, 770, in Caxias do Sul, RS.

PARTICIPANTS: All members of the Board of Directors.

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

RESOLUTIONS: In conformity with the Agenda of the Day, known to all, and by unanimous vote, the Board members decided to authorize the Executive Board, statutory and non-statutory, to take the necessary measures to: **(a)** to provide fidejussory guarantee on behalf of the controlled Company Suspensys Sistemas Automotivos Ltda before *Financiadora de Estudos e Projetos – FINEP*, in a financing operation to be negotiated by such controlled Company, in the amount of R\$ 19.800.000,00 (Nineteen million and eight hundred thousand Reais), with a term of 120 months, of which 36 months are of grace period and 84 months are for depreciation, at a fixed rate cost of 3.50% per annum; and, **(b)** negotiate a Standby Letter of Credit (SLOC) with Banco Itau BBA S.A., at a cost equal to 1.5% per annum on the outstanding balance, in order to provide a guarantee in favor of the controlled Company Randon Argentina S.A., in a loan made by this latter party with Banco Credicoop Cooperativo Ltda., in the amount of \$ 34.000.000,00 (Thirty-four million Argentine pesos), corresponding to approximately R\$ 14.238.000,00 (Fourteen million, two hundred and thirty-eight thousand Reais) at a term of 60 months and cost at the rate Badlar Bancos Privados; and; **(c)** increase the capital stock of the controlled Company Randon Brantech Implementos para o Transporte Ltda., upon payment with assets, which consist of machinery, equipment and inventories from the transfer of a production line to that controlled Company, whose book value is approximately R\$ 2.300.000,00 (two million three hundred thousand Reais).

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, July 26, 2013.

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho

Hugo Eurico Irigoyen Ferreira

Célia Maria Xavier Larichia