



RANDON S.A. Implementos e Participações

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

Minutes no. 755 of the Board of Directors` Meeting

DATE, TIME AND VENUE: October 25, 2013, at 5:00 PM., at the company`s headquarters located at Abramo Randon Ave., 770, in Caxias do Sul, RS.

PARTICIPANTS: All members of the Board of Directors.

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

RESOLUTIONS: According to the Agenda of the Day, known to all, the Board members unanimously decided to authorize the Directors, statutory and non-statutory, to take the following measures to open the following branches:

(i) located in the city of Caxias do Sul, State of Rio Grande do Sul, on Avenida Abramo Randon, no. 1262, Annex B, Interlagos District, ZIP CODE 95055-010, to operate with the following purpose: development, manufacture and sale of air and mechanical suspensions for trucks, buses and trailers, trailer axles, third axles, hubs and drums for trucks, buses and trailers; marketing, import and export of products, components, blocks, parts, pieces, systems and materials, directly or indirectly, related to its manufacturing activity; and, provision of technical assistance services to their products;

(ii) located in the city of Caxias do Sul, State of Rio Grande do Sul, at Rua Adolfo Randazzo, no. 10, Building 02, Suite 04, Santa Fé District, ZIP CODE 95046-800, with the following purpose: marketing on the domestic and foreign markets, of air and mechanical suspensions for trucks, buses and trailers; trailer axles; third axles, hubs and drums for trucks, buses and trailers; components, blocks, parts, pieces, systems and materials; and the provision of technical assistance services relating to their products;

(iii) in the city of Resende, State of Rio de Janeiro, at Rua Engenheiro Alan da Costa Batista, no. 100, Annex A, between the columns W14 and V14, Pedra Selada, ZIP CODE 27511-970, with the following purposes: manufacture and sale of mechanical and air suspensions for trucks and buses, third axles, hubs and drums for trucks and buses; and, marketing, import and export of products, components, blocks, parts, pieces, systems and materials, directly or indirectly, related to its manufacturing activity; and,



(iv) in the city of Resende, State of Rio de Janeiro, at Rua Projetada, no. 715, Annex A, Industrial Pole, ZIP CODE 27511-970, with the following purpose: manufacture of parts and accessories for steering system and suspension of motor vehicles; marketing, import and export of products, components, parts, pieces, systems and materials, directly or indirectly related to its manufacturing activity; and, provision of technical assistance and maintenance services to their products.

The Board members Hugo Eurico Irigoyen Ferreira and Célia Maria Xavier Larichia unable to attend the meeting have sent, in writing, their manifestation of agreement with the decisions made by the other board members.

CLOSURE: There being no other matters to address, these minutes were drawn up, read, approved and signed by the Board of Directors members. Caxias do Sul, October 25, 2013.

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho