



## **RANDON S.A. Implementos e Participações**

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

### **Minutes no. 758 of the Board of Directors` Meeting**

DATE, TIME, VENUE: December 10, 2013, at 5:00 PM, at the Company`s headquarters located at Abramo Randon Avenue, 770, Caxias do Sul, RS.

ATTENDANCE: the majority of members of the Board of Directors.

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

RESOLUTIONS: According to the Agenda scheduled for the Meeting, known to all, and by unanimous vote, the Board members decided to authorize the members of the Executive Board, statutory and non-statutory, to take the necessary measures to negotiate a Letter of Subordination issued by Banco Randon S.A., in the amount of up to R\$ 60.000.000,00, with maturity of up to 10 years, at the cost of 100% of the CDI (Interbank Deposit Certificate).

The Board member Célia Maria Xavier Larichia, unable to attend the Meeting, has sent, in writing, by e-mail, her 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 attending Board Members.

Caxias do Sul, December 10, 2013

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho

Hugo Eurico Irigoyen Ferreira