



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

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

### **Minutes no. 783 of the Board of Directors` Meeting**

DATE, TIME, VENUE: November 4, 2014, at 10:00 AM, 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;

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

RESOLUTIONS: The Board of Directors members unanimously resolved:

(1<sup>st</sup>) to formalize their favorable opinion about the Financial Statements and their Notes, audited by *KPMG Auditores Independentes*, and Management Report for the third quarter (3Q2014) and first nine months (9M2014) of the fiscal period under progress; (2<sup>nd</sup>) to authorize the Executive Board, statutory and non-statutory, to take the necessary measures to amend the Export Credit Note (NCE) in the amount of R\$ 50.000.000,00, negotiated on February 22, 2013 with Banco Bradesco S.A., which now has a term of 36 months from the amendment on, at the interest rate cost of 7% per annum, with quarterly interest payments and principal paid in a lump sum; (3<sup>rd</sup>) to authorize the Executive Board, statutory and non-statutory, to negotiate financial operations under *FINAME Manufacturer* – in *Production Modality*, in the amount of up to R\$ 444.426.571,20 with Bank J. Safra S.A., for a maximum term of up to 19 months per operation and at an interest rate cost of 6% per year, with quarterly payment of interest and principal amount paid in a lump sum; and, (4<sup>th</sup>) to rectify the name of the financial institution in RCA (Minutes) No. 772, from *Banco Safra S.A.* to *Banco J. Safra S.A.*

CLOSURE: There being no other matters to address, the minutes were written up, read, approved and signed by the Board members.

Caxias do Sul, November 4, 2014.

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho

Célia Maria Xavier Larichia

Hugo Eurico Irigoyen Ferreira