



RANDON S.A. Implementos e Participações

Publicly-Traded Company
CNPJ 89.086.144/0011-98
NIRE 43300032680

Minutes no. 804 of the Board of Directors` Meeting

DATE, TIME, VENUE: December 10, 2015, at 2:00 PM, at the Company`s headquarters located at Abramo Randon Avenue, 770, Caxias do Sul, RS – Zip code: 95055-010.

ATTENDANCE: Most members of the Board of Directors. The Board member Antônio José de Carvalho has justified his absence to the meeting.

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

RESOLUTIONS: According to the Meeting`s Agenda, known to all, and by unanimous vote, and pursuant to Article 22 – item “f”, of the Company`s By-Laws, the Board Members decided to hold an election of two additional members to comprise the Executive Board for the remaining unified period of two (2) years, until April 2017, who will remain in their positions until new members are elected. The following officers were elected: **Alexandre Dorival Gazzi**, Brazilian, married, mechanical engineer, residente and domiciled in Caxias do Sul (RS), at Rua Ítalo Antônio Corsetti, no. 120, casa 29 Zip Code 95044-109, bearer of the Identity Card RG No. 2000769162-SSP/RS and enrolled with the Private Taxpayer`s Registry under no. 198.611.760-04; and **Pedro Ferro Neto**, Brazilian, married, mechanical engineer, resident and domiciled in Caxias do Sul (RS), at Rua Arcy da Rocha Nóbrega, no. 220, apt 501, Zip Code 95040-000, bearer of Identity Card RG no. 6128677777-SSP/RS and enrolled with the Private Taxpayer`s Registry under No. 051.567.138-07, both to serve as Directors.

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, 2015.

Raul Anselmo Randon

Alexandre Randon

Hugo Eurico Irigoyen Ferreira

Ruy Lopes Filho