



RANDON S.A. IMPLEMENTOS E PARTICIPAÇÕES

Publicly-Traded Company
CNPJ/MF nº 89.086.144/0001-16

MATERIAL FACT

In conformity with the applicable legislation, **Randon S.A. Implementos e Participações** ("Randon")- **BM&FBovespa RAPT3 and RAPT4 ticker** – informs its shareholders and other members of the securities market that, on this date, an Investment Agreement was signed between Randon, its controlled company Fras-le S.A. ("Fras-le") and the *GIF V Pipe Fundo de Investimento em Participações* ("Gávea"), through which and subject to certain conditions, Gávea shall make an investment in Fras-le ("Investment Agreement").

The Investment Agreement was signed as a public offering of primary distribution of shares issued by Fras-le, all registered, book-entry shares with no par value, free and clear of any liens or encumbrances ("Shares"), to be held in Brazil, with restricted placement efforts, in accordance with the terms of the Securities and Exchange Commission ("CVM") No. 476, of January 16, 2009, as amended, ("CVM Instruction 476" and "Restricted" Offering, respectively) with professional investors in non-organized over-the-counter market, in accordance with the Material Fact released by Fras-le on this date ("Material Fact").

The Investment Agreement was signed as a private negotiation, but will be settled as a Restricted Offer.

The entering into this Investment Agreement has been approved by the Board of Directors of Randon.

Randon administrators will keep its shareholders and the market informed about the evolution of the facts herein described.

Caxias do Sul, April 8, 2016.

Geraldo Santa Catharina
Investor Relations Director