



RAN DON S.A. Implementos e Participações
CNPJ 89.086.144/0011-98
Publicly-Traded Company

**Annual Ordinary and Extraordinary General Meeting
CALL NOTICE**

We invite the shareholders of Randon S.A. Implementos e Participações (“Company”) to participate in the Ordinary and Extraordinary General Meetings (“AGOE”) to be held on April 27, 2017, at 3:30 PM, at the headquarters of the Company, on Abramo Randon Avenue, 770, Interlagos District, Caxias do Sul, RS, to discuss the following agenda:

In the Ordinary General Meeting:

- (a) Examine, discuss and vote for the Annual Report, Financial Statements, and Independent Auditors’ and Supervisory Board’s Reports for the fiscal year ended December 31, 2015.
- (b) Resolve on the composition of the Board of Directors and elect its members;
- (c) Elect, if applicable, the members of the Supervisory Board;
- (d) Establish the remuneration of the Administrators and, if elected, of the Supervisory Board members.

In the Extraordinary General Meeting:

Deliberate on the amendment of Art. 5 of the Company’s Bylaws, so as to discuss the increase of the capital stock of the Company, approved by the Board of Directors, within the limits of the authorized capital, in RCA No. 818, held on June 29, 2016.

General Instructions:

Representation: to participate in and vote at the Ordinary General Meeting, the shareholders or their legal representatives must attend it by submitting evidence of their respective equity interest issued by the depository financial institution or by the custodian financial institution, in addition to the following documents: (i) Individuals: identity card and, if applicable, the respective power of attorney; (ii) Legal Person: Submit the incorporation documents and the documents corroborating the correctness of the representation. If the shareholder is to be represented by a proxy, the proxy shall have been appointed not longer than one year before the date of the meeting, be a shareholder, an officer of the Company, attorney or a financial institution, being incumbent upon the investment fund manager to represent its condominium members except in the case of legal entities, which may be represented by representatives nominated according to the rules of the Civil Code, as per decision of the CVM Board in the Process RJ2014/3578. Pursuant to the provisions of Art. 15 of the Company’s Bylaws, the Company requests that these documents be delivered at the Company’s headquarters, preferably by April 26, 2017.

Information and documents relating to the Ordinary General Meeting: the additional information provided for in CVM Instruction 481/2009, as well as the Shareholders’ Participation Manual containing the information, guidelines to shareholders and the detailing of the matters listed in the agenda, will be available within the time limit laid down in item VIII, Art. 21 of said ICVM INSTRUCTION, in the pages of the world wide web of the Company, <http://ri.randon.com.br>, in the Brazilian Securities Commission (CVM), www.cvm.gov.br and BM& FBovespa S.A., *Bolsa de Valores, Mercadorias e Futuros* www.bmfbovespa.com.br.

Cast an absentee ballot/vote: Pursuant to CVM Instruction no. 481/2009, as amended, the Company will adopt the system of casting an absentee vote (at a distance), allowing its shareholders to send their votes through their respective custodian agents, through the depository financial institution



responsible for the shareholders' services or directly to the Company, as per template to be made available by the Company within the time limit laid down in paragraph 1, Article 21 of said CVM INSTRUCTION, as per instructed in item 12.2 of the Reference Form of the Company.

Multiple voting: Pursuant to CVM Instruction No. 165, of December 11, 1991, as amended by CVM Instruction 282, of June 26, 1998, the minimum percentage *of the* Company's voting capital required to request multiple *votes* in the election of the members of the Board of Directors is 5% (five *percent*).

Clarifications: Any clarifications can be obtained through the e-mail address ri@randon.com.br, or by phone (54) 3239-2505.

Caxias do Sul, March 24, 2017.

Raul Anselmo Randon – Chairman of the Board of Directors