



RANDON S.A. Implementos e Participações

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

Minutes nº 836 of the Board of Directors' Meeting

DATE, TIME, VENUE: June 20, 2017, at 9:00 AM, at the Company's headquarters located at Abramo Randon Avenue, 770, CEP 95055-010, Caxias do Sul, State of Rio Grande do Sul.

ATTENDANCE: All members of the Board of Directors, most of them physically present. Pedro Ferro Neto was present through his written vote;

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

RESOLUTIONS: In conformity with the Meeting's agenda, known to all, and by unanimous vote - which content is pursuant to Article 22 – Paragraph “v” of the Articles of Incorporation of the Company - the Board members decided to authorize the Directors – statutory and non-statutory – to take all the necessary measures to formalize an agreement of association (“Joint Venture Agreement”) between Randon S.A.- Implementos e Participações (“Company”), Comercial Epysa Peru S.A.C. and Comercial Epysa S.A. (“Epysa”) to set up a company to be located in the City of Lima, Peru, to be named Randon Peru S.A.C. (“Randon Peru”). The initial capital investment of both partners in Peru will be equivalent to US\$ 1,500,000.00 (One million and five hundred thousand dollars of the United States of America) and can reach up to US\$ 3,000,000.00 from the third year on. The controlling interest will belong to the Company, which will hold 51% (fifty-one percent) of the capital stock. The remaining stake - 49% (Forty-nine percent) will be held by Comercial Epysa Peru S.A.C., a subsidiary company of the Chilean company Comercial Epysa S.A. The joining of the technological know-how of the Company with the commercial expertise of Epysa – which has been a Randon partner for over 35 years, acting as the Company's distributor in Chile – is aimed at serving the Peruvian market through the setup of a business unit in that country for the manufacturing, assembly and sale of trailers and semi-trailers of Randon brand. The Board member Pedro Ferro Neto, unable to attend the meeting, has sent, in writing, his 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 Board members attending the Meeting.



Caxias do Sul, June 20, 2017.

Raul Anselmo Randon

Alexandre Randon

Ruy Lopes Filho

Derci Alcântara