



RANDON S.A. IMPLEMENTOS E PARTICIPAÇÕES
Listed Company

MATERIAL FACT

Randon S.A. Implementos e Participações ("Randon" or "Company"), listed company, headquartered at Av. Abramo Randon, 770, Caxias do Sul, RS, in compliance with the rules established by Law 6,404, dated December 15, 1976, as amended ("Corporations Law"), and in CVM Instruction No. 358, of January 3, 2002, as amended ("CVM Instruction 358"), hereby informs its shareholders and to the public in general, that at the Board of Directors Meeting held on April 13, 2018, the attending board members approved the 2nd (second) issuance of commercial papers, up to 5 five series, issued by the Company, totaling, on the date of issue, the amount of up to R\$ 350,000,000.00 (three hundred and fifty million reais) ("Issue"), for public distribution with restricted efforts, in accordance with CVM Instruction 566 of July 31, 2015, as amended and CVM Instruction 476 of January 16, 2009, as amended. Up to sixty-three commercial papers shall be issued, of which: (i) up to seven (7) commercial papers within the scope of the first series, totaling R\$ 23,999,990.00 (twenty-three million, nine hundred and ninety-nine thousand, nine hundred and ninety reais) (First Series Commercial Papers) with nominal unitary value corresponding to R\$ 3,428,570.00 (three million, four hundred and twenty-eight thousand, five hundred and seventy reais) ("Nominal Unit Value of the First Series Commercial Papers "); (ii) up to seven (7) commercial Papers within the scope of the second series, in the amount of up to R\$ 25,000,010.00 (twenty-five million and ten reais) ("Second Series Commercial Papers "), with a corresponding unit nominal value of R\$ 3,571,430.00 (three million, five hundred and seventy-one thousand, four hundred and thirty reais) ("Nominal Unit Value of the Second Series Commercial Papers "); (iii) up to twenty-one (21) commercial papers within the scope of the third series, in the amount of up to R\$ 162,999,984.00 (one hundred sixty-two million, nine hundred and ninety-nine thousand, nine hundred and eighty-four reais) (Third Series Commercial Papers), with a corresponding unit nominal value of R\$ 7,761,904.00 (seven million, seven hundred and sixty-one thousand, nine hundred and four reais) ("Nominal Unit Value of the Third Series Commercial Papers"); (iv) up to seven (7) commercial papers within the scope of the fourth series, in the amount of up to R\$ 13,000,015.00 (thirteen million and fifteen reais ("Fourth Series Commercial Papers"), with a corresponding nominal unit value of R\$ 1,857,145.00 (one million, eight hundred

fifty-seven thousand, one hundred and forty-five reais) ("Nominal Unit Value of the Fourth Series Commercial Papers "); and (v) up to 21 (twenty one) commercial Papers within the scope of the fifth series, in the amount of up to R\$ 125,000,001.00 (one hundred and twenty five million and one reais) ("Fifth Series Commercial Papers" together with the First Series Commercial Papers, the Second Series Commercial Papers, the Third Series Commercial Papers and the Fourth Series Commercial Papers, "Commercial Papers"), with nominal unit value corresponding to R\$ 5,952,381.00 (five million, nine hundred and fifty-two thousand, three hundred and eighty-one reais) ("Nominal Unit Value of the Fifth Series Commercial Papers" and together with the Nominal Unit Value of the First Series Commercial Papers with Nominal Unit Value of the Second Series Commercial Papers, with the Nominal Unit Value of the Third Series Commercial Papers and the Nominal Unit Value of the Fourth Series Commercial Papers, "Nominal Unit Value"). For all legal purposes, (i) the First Series Commercial Papers will be issued with a term of up to 365 (three hundred and sixty-five) days as of the date of issue ("First Series Commercial Papers Maturity Date"); (ii) the Second Series Commercial Papers will be issued with a term of up to 730 (seven hundred and thirty) days counted from the issue date ("Second Series Commercial Papers Maturity Date"); (iii) the Third Series Commercial Papers will be issued with a term of up to 1,095 (one thousand and ninety-five) days as of the date of issue ("Third Series Commercial Papers Maturity Date"); (iv) the Fourth Series Commercial Papers will be issued with a term of up to 1,460 (four hundred and sixty) days as of the issue date ("Fourth Series Commercial Papers Maturity Date"); and (v) the Fifth Series Commercial Papers will be issued with a term of up to 1,825 (eight hundred and twenty-five) days as of the date of issue ("Fifth Series Commercial Papers Maturity Date" and, together with First Series Commercial Papers Maturity Date, the Second Series Commercial Papers Maturity Date, the Third Series Commercial Papers Maturity Date and the Fourth Series Commercial Papers Maturity Date, the "Maturity Dates"). The Issue is exclusively intended for professional investors as defined in article 9-A of CVM Instruction 539, dated November 13, 2013, as amended.

There will be no update of the Nominal Unit Value of the Commercial Papers by any index. Each of the Commercial Papers of each series will be entitled to the payment of interest on the Nominal Unit Value of each of the Commercial Papers of each series from the respective issue date of each series until the respective Maturity Date or Early Maturity Date, corresponding to 114% (one hundred and fourteen percent) of the average daily rates of DI - Interbank Deposits of one day, over extra-group, expressed as a percentage per year, base 252 (two hundred and fifty and two)

Business Days (as defined below), calculated and disclosed daily by B3 in the daily newsletter, available on its website (<http://www.cetip.com.br>) ("Remuneration").

The Remuneration will be calculated exponentially and cumulatively, pro rata temporis, for Business Days elapsed, incident on the Nominal Unit Value of each of the Commercial Papers of each series, according to the calculation criteria defined in the "Formula's Notebook for Commercial Papers - CETIP21" available on B3's website (<http://www.cetip.com.br>), except in the case of early maturity, in which case the Remuneration shall be paid in the form and deadlines set forth in the respective carton, as applicable, from the issue date to the Maturity Date or the Early Maturity Date of the Commercial Papers.

The net resources raised by the Company with the Issue will be fully used to reinforce the Company's working capital.

The minutes of the RCA that approved the Issue, as well as, among others, the terms and conditions described herein, will be available for consultation on the websites of the Company and the CVM, pursuant to the applicable regulations.

This Material Fact is being disclosed by the Company exclusively in compliance with CVM Instruction 358 and the Corporations Law, in a way that is exclusively informative and should not be interpreted and/or considered, for all legal purposes, as a material of sale and/or disclosure of the Commercial Papers.

Caxias do Sul (RS), April 13, 2018.

Geraldo Santa Catharina
Investor Relations Officer