



## **RANDON S.A. Implementos e Participações**

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

### **Minutes no. 886 of the Board of Directors' Meeting**

DATE, TIME AND VENUE: November 7, 2019, at 10:00 AM, at the Company's headquarters located at Abramo Randon Ave. 770, CEP 95055-010, in Caxias do Sul, RS.

ATTENDANCE: All members of the Board of Directors, with the Board member Pedro Ferro Neto participating by teleconference. Also present were the members of the Executive Board.

PRESIDING BOARD: David Abramo Randon (Chair) and Alexandre Randon, (Secretary).

RESOLUTIONS: According to the Meeting's Agenda and the applicable statutory and legal provisions, the Board members unanimously decided to:

**(1st)** after analyzing the previously-submitted documents and hearing the Directors' presentation, formalize their favorable opinion about the Financial Statements and Management Report for the third quarter (3Q2019) and nine first months of the current fiscal period (9M19), prepared on September 30, 2019 and audited by Ernst & Young Auditores Independentes SS;

**(2nd)** approve the amendment to the Internal Regulations of the Board of Directors so as to adapt them to the implementation of the Governance Portal, as well as their restatement, as attached to these minutes; and

**(3rd)** authorize the Executive Board to take the required measures to set up a one-member controlled company, with an investment /initial capital of R\$ 3,000,000.00 (Three million Reais), being the purpose of it to develop innovation-related initiatives and thus improving and developing new businesses through relationship with startups and/ or creation of new solutions.

CLOSURE: There being no other matters to address, the minutes were drawn up, read, approved and signed by the Board members present to the meeting.

Caxias do Sul, November 7, 2019.

David Abramo Randon

Alexandre Randon

Ruy Lopes Filho

Hugo Eurico Irigoyen Ferreira