



RANDON S.A. Implementos e Participações

Listed Company

Minutes No. 965 of the Board of Directors Meeting

1. **DATE, TIME, AND VENUE:** On November 30, 2022, at 9:00 AM, through Atlas Governance Portal, being the Company's headquarter located in the city of Caxias do Sul, State of Rio Grande do Sul, at Avenida Abramo Randon, 770, 1st floor, Interlagos, CEP 95055-010.
2. **CALL NOTICE AND ATTENDANCE:** Call notice was waived due to the presence of all members of the Company's Board of Directors.
3. **PRESIDING BOARD:** David Abramo Randon – President - Claudia Onzi Ide - Secretary.
4. **RESOLUTION:** According to the Agenda, known by all, the Board members, by unanimous vote, without reservations or reservations, resolved:
 - 4.1. To approve the optional early redemption of all Promissory Notes of the 5th Series of the 2nd Issue, issued by the Company on April 30, 2018, with payment of a premium and without the need for approval by the Promissory Note Holders, in accordance with the procedure provided for in item IX of the Commercial Promissory Note, scheduled to occur on December 14, 2022; and, authorize the Company's Executive Officers to take any and all measures and enter into any and all instruments necessary for the implementation of the approved resolution, regardless of new corporate authorizations for that purpose.
 - 4.2. Approve the provision of personal guarantee by the Company, under the terms of the Finance Policy, in favor of the controlled companies contracting Itaú Unibanco Comercializadora de Energia Ltda., for the supply of energy in the free market, up to the amount of R\$ 98,975,808, 00 (ninety-eight million, nine hundred and seventy-five thousand, eight hundred and eight reais), effective for 3 (three) years, as of January 2023; and, to authorize the Officers, statutory and non-statutory, authorized to sign the documents necessary to make the guarantee effective.
 - 4.3. Approve the amendment to the corporate guarantee agreement entered into with Citigroup Inc., any of its subsidiaries or affiliates, including Citibank, N.A. and each of its branches wherever they are located ("Citigroup"), Corporate Guarantee, expanding the limit from US\$ 30,000,000.00 (thirty million U.S. dollars) to US\$ 40,000,000.00 (forty million U.S. dollars), which aims to guarantee financial operations of the Company's Subsidiaries domiciled abroad in their respective countries, with the Company's Directors being authorized to sign the necessary documents to carry out such amendment; and, the amendment to the agreement of the same nature signed by the subsidiary Fras-le S.A., which aims to guarantee its subsidiaries abroad, increasing the limit from US\$ 40,000,000.00 (forty million U.S. dollars) to US\$ 45,000,000.00 (forty-five million U.S. dollars), with the Company's representatives who are part of Fras-le's Board of Directors able to vote in favor of the operation. Such Corporate Guarantees are intended to eliminate costs with the contracting of other bank guarantees for each operation signed with Citigroup.
 - 4.4. Approve the granting of guarantee by the Company, favoring the controlled company Castertech Fundação e Tecnologia Ltda., registered with the CNPJ/ME under No. 08.304.706/0001-59, before the National Bank for Economic and Social Development ("BNDES"), in financing contracted by the latter, in the amount equivalent to up to US\$40,000,000.00 (forty million U.S. dollars) distributed in two EXIM Direct Pre-shipment sub-credits, one of which with a term of 5 (five) years, with monthly amortizations starting from the second year, and cost at the SELIC rate plus 0.80% per year and another with a term of 5 (five) years, with monthly amortizations starting from the second year, and cost at the SELIC rate



plus 1.25% per year. For this purpose, the Directors, statutory and non-statutory, are authorized to sign the documents necessary to make the guarantee effective. All members of the Company's Board of Directors expressed their agreement with the resolutions taken, through Atlas Governance Portal.

5. CLOSURE: There being no further business to discuss, the minutes were drawn up, read, approved in all its terms, and signed electronically by all Directors, through the Docusign digital platform.

Caxias do Sul, November 30, 2022.

Board members: David Abramo Randon, Alexandre Randon, Pedro Ferro Neto, Ana Carolina Ribeiro Strobel and Vicente Furletti Assis.

As Chairman of the Meeting, I declare that this is a faithful copy of the minutes drawn up in the proper book and the signed signatures are authentic.

Caxias do Sul, November 30, 2022.

David Abramo Randon
Chairman