

Pursuant to Article 224 and 213 para 3. of the Company Law (Official Gazette of the Republic of Serbia No. 25/2004), Article 97 of the Code of Rules of the Central Securities Depository and Clearing House (Official Gazette of the Republic of Serbia No. 113/2006), in the process of pro rata (sale) disposal of shares to all the shareholders, SOJAPROTEIN A.D. BEČEJ is presenting:

OFFER FOR PRO RATA SALE (DISPOSAL) OF TREASURY SHARES

1. MAIN DATA ON THE OFFER FOR PRO RATA SALE (DISPOSAL) OF TREASURY SHARES

1.1. Name, seat, Reg. No. and Tax I.D. No. (PIB) of issuer selling (disposing) treasury shares	SOJAPROTEIN A.D. BEČEJ Industrijska zona bb, Bečej Reg. No.: 08114072 Tax I.D. No. (PIB): 100741587
1.2. Date of Resolution of the Board of Directors and Shareholders' Meeting	Resolution of the Meeting No. 16-350/2 dated 19/2/2009. Resolution of the Board of Directors No. 16-1816 dated 4/9/2009.
1.3. Type, class and number of shares to which this Offer pertains	Voting common shares 40,582 shares i.e. 0.53248% of the total number of issued shares CFI code: ESVUFR ISIN number: RSSOJAE21837
1.4. Particulars of the rights related to the shares	Right to manage, right to dividend and right to part of the bankruptcy and liquidation mass.

2. TERMS OF OFFER FOR SALE (DISPOSAL) OF SHARES

2.1. Price at which the shares are offered for sale	934,00 dinars per single share Offered shares are paid in money.
2.2. Maximum number of shares being sold and percentage	40,582 pieces i.e. 0.53248 % of the total number of issued shares.
Rights to subscribe and pay for treasury shares	The shareholder is entitled proportional to its right to subscribe and pay the shares
2.4. Date of opening and date of closing of the offer for sale (disposal) of treasury shares	Date of opening of the offer: 14/9/2009 Date of closing of the offer: 29/9/2009
2.5. Subscription and payment procedure	The right to subscribe and pay is granted to the owners of common shares of SOJAPROTEIN A.D. BEČEJ, according to unique shareholders' records from the Central Securities Depository and Clearing House on 4/09/2009 pro rata the share in the share capital of SOJAPROTEIN A.D. BEČEJ. Subscription and payment of shares may be performed by persons that provide previously evidence of owning a proprietary securities account with a member of a Central Register ("Client's data"). The subscription and payment may be performed every business day (Monday- Friday) during the validity of the offer from 9 a.m. until 3 p.m. ending with 29/9/2009 at 12 o'clock a.m. inclusive. The subscription and payment shall be made by issuing

	<p>instructions for the acquisition of shares with HYPO ALPE-ADRIA BANK a.d. Belgrade at the addresses in:</p> <ul style="list-style-type: none"> - Belgrade Bulevar Mihajla Pupina 6, - Novi Sad at the address Bulevar Oslobođenja 18 and - Bečej at the address Trg Oslobođenja 3. <p>The payment of shares is made in cash by payment to a specific purpose account of SOJAPROTEIN A.D. BEČEJ No. 908-16501-42 with reference to number 43730030-2924000167, open with HYPO ALPE-ADRIA BANK a.d. Beograd, which is a member of the Central Register</p> <p>The remaining unsold shares shall be offered for sale in an organized stock market, namely at the Belgrade Stock Exchange (Beogradska berza a.d. Beograd).</p>
2.6. Expenses borne by the shareholder that had accepted this offer	A shareholder that accepts the offer for sale (disposal) of treasury shares of SOJAPROTEIN A.D. BEČEJ shall bear the costs in accordance with the effective Tariff List of the Central Register and member of the Central Register through which the acquisition of issuer's shares was made.
2.7. Manner and term within which the bidder transfers the ownership of shares after finalization of the sale (disposal) of treasury shares	Order for transfer of shares from proprietary account of SOJAPROTEIN A.D. BEČEJ to the proprietary account of the shareholder – buyer opened with a member of the Central Register within 3 business days from the date of closing of the offer.
2.8. Name and seat of the broker-dealer company that had participated in the preparation of offer for sale (disposal) of treasury shares	Sinteza Invest Group a.d. Beograd Jurija Gagarina 32/II, Novi Beograd E-mail: info@sinteza.net Tel: 011/2099-500, 2099-501
2.9. Submission of offer	SOJAPROTEIN A.D. BEČEJ will provide the offer for sale (disposal) of own shares (pro-rata) to all shareholders, owners of common shares that are entitled on September 4, 2009 pursuant to the number of owner whole shares to acquire at least one treasury sale offered for sale by the Company.
3.0. Obligation of publishing the offer for takeover	Pursuant to Art. 6 of the Law on Takeover of Shareholding Companies (Official Gazette of the Republic of Serbia No. 46/06), a person that acquires issuer's shares, which, together with the shares already owned, exceed 25% of the total number of votes granted by issuer's voting shares, is obligated to notify about the acquisition the organizational form of the organized market in which the issuer's shares are traded, the Securities Commission and the issuer and publish the offer for takeover under the conditions and terms and in the manner stipulated by the respective Law.

In Bečej, on September 9, 2009

Chairman of the Board of Directors

Zoran Mitrović