

Pursuant to Art. 25, para 1 and 2 and based on Art. 33 para 1, indent 9 of the Memorandum of Association of "Sojaprotein" A.D. Becej, and Art. 64. of the Law on Securities and Other Financial Instruments and Art. 6 of the Rulebook on Contents and Manner of Reporting by Public Companies and Notification on Holding Voting Shares the Board of Directors of

**»SOJAPROTEIN«A.D. BECEJ
ANNOUNCES
AN INVITATION TO THE REGULAR ANNUAL MEETING OF
"SOJAPROTEIN" A.D. BECEJ**

1. The 10th regular annual session of the Meeting of "Sojaprotein" Joint Stock Company for Soybean Processing Becej is convened for June 30th 2010 on the business premises of "Sojaprotein" A.D. in Becej, Industrijska Zona bb, beginning at 2 p.m.
2. The Board of Directors of "Sojaprotein" A.D. Becej has motioned for the session of the Meeting the following agenda:
 1. **Election of Chairman of the Meeting, Establishment of the Voting Committee and Election of the Minutes Verifier;**
 2. **Adoption of the Minutes from the Previous Session of the Meeting of "Sojaprotein" A.D. Becej;**
 3. **Draft of the Decision on the adoption of the Business Operation Report and Annual Financial Statement of "Sojaprotein" A.D. Becej for the business year 2009 with the opinion of the Supervisory Board of "Sojaprotein" A.D. Becej and Auditor's Report and adoption of Financial Reports of "Sojaprotein" A.D. Becej for the business year 2009 with the Report of the Supervisory Board.**

A motion is made to adopt the Annual Financial Statement of "Sojaprotein" A.D. Becej for the business year 2009 of (in thousand dinars) with total revenues of 17,084,232 thousand dinars, total expenditures at the level of 16,558.422 thousand dinars, so that the gross profit amounts to 525,810 thousand dinars, and net profit (after tax) amounts to 488,229 thousand dinars. Motion is made to adopt the Financial Statement and Business Operation Report of "Sojaprotein" A.D. Becej for the business year 2009 which truthfully and objectively reflect the business operation of the Joint Stock Company in the business year 2009. Motion is made to adopt the Auditor's Report of «Deloitte» d.o.o. Belgrade on audit of financial statements for the business year 2009 and opinion of the Supervisory Board of "Sojaprotein" A.D. Becej approving the Auditor's Report on audit of accounting statements, Annual Statement and Business Operation Report of "Sojaprotein" A.D. Becej for the business year 2009. Motion is made to adopt the Consolidated Financial Reports of "Sojaprotein" A.D. Becej for the business year 2009 and the opinion of the Supervisory Board of "Sojaprotein" A.D. Becej approving the Consolidated Financial Statements for the business year 2009.

4. Report of the Board of Director of disposal of own shares of "Sojaprotein" A.D.

Based on the Decision of disposal of own shares dated September 4, 2009 on «Sojaprotein» A.D. presented an offer to the shareholders, on pro rata basis – proportional to the number of whole shares in their possession, for disposal of the balance of 40,582 own shares (making 0.532% of the total number of shares) at the price of 934.00 dinars per share. Over the period from September 14 until September 29, 2009 the company disposed of 29,526 own shares this way. The balance of 11,056 own Company shares, not sold to the shareholders based on pro-rata offer, was disposed of by sale in the organized market – Belgrade Exchange, at the market price.

5. Motion for Decision on the election of members of the Board of Directors of "Sojaprotein" A.D. Becej

Decision draft: to elect as members of the Board of Directors of "Sojaprotein" A.D. Becej Zoran Mitrovic, Stanko Popovic, Milija Babovic, Branislava Pavlovic, Milanko Simic, Nikola Dolinka, Nebojša Vukovic, Jasenka Stekic

and Olivera Ilincic.

6. Motion of Decision on relieving the President and members of the Supervisory Board of «Sojaprotein»A.D.

Decision draft: to relieve the President and members of the Supervisory Board of «Sojaprotein»A.D: Samir Krak, Jelena Mitrovic and Marija Petrovic, due to expiration of the term of office.

7. Motion for Decision on election of President and members of the Supervisory Board of «Sojaprotein»A.D. Becej

Decision draft: to elect for a four year period of office as President of the Supervisory Board of «Sojaprotein» A.D. Samir Krak, to elect as members of Supervisory Board of «Sojaprotein» A.D Jelena Mitrovic and Marija Petrovic.

8. Motion for Decision on distribution of profit;

Draft of Decision: to distribute the net profit of "Sojaprotein" A.D. Becej realized in the business year 2009 in the amount of 488,228,218.27 dinars as follows: part of 5% of the profit amounting to 24,411,410.91 dinars to the Company reserves, and the balance of the part of profit generated in 2009 amounting to 463,816,807.36 dinars is retained as undistributed profit. The total undistributed profit of »Sojaprotein«A.D. Becej amounts to 2,525,756,972.43 dinars and consists of undistributed profit from the previous years and amounts to 2,061,940,165.07 dinars and undistributed profit realized in the business year 2009 amounting to 463,816,807.36 dinars.

9. Motion for Decision on increase of original capital of "Sojaprotein" A.D. from undistributed profit;

Draft of Decision: to increase the original capital of "Sojaprotein" A.D. Becej by the part of undistributed profit amounting to 1,030,969,678.25 dinars, by 2,223,540 new shares of the IX issues, without par value and with accounting value of 463,661,404 dinars. Right to free shares based on this capital increase is granted to the Company shareholders on the date of the Decision on capital increase (June 30, 2010), according to records issued by the Central Securities Depository and Clearing House pro rata their share in the existing original Company capital.

10. Motion for Decision on issuing shares of "Sojaprotein" A.D. from undistributed profit without public offer

Draft of Decision: to issue shares of the IX issue on the basis of increased original capital from undistributed profit in the total volume of 1,030,969,678.25 dinars, i.e. 2,223,540 shares without part value and with accounting individual value of 463,661,404 dinars. Each share of the IX issue grants a single vote at the Company Meeting and equal rights as well as shares from the previous issues of the Issuer. For each of the existing 7,621,304 shares of the previous issues the 0,2917532 shares of the IX issue are issued. The shares of the IX issue are distributed to the shareholders that were registered on the date of this Decision (June 30, 2010) in the Central Securities Depository and Clearing House pro rata their share in the existing original capital of the Company.

11. Motion for Decision on appointment of Auditor for auditing the financial statements of "Sojaprotein" A.D. Becej for the year 2010.

Motion was made to select as Auditor performing the audit of the financial statements of "Sojaprotein" A.D. Becej for the business year 2010 the company "Deloitte " d.o.o. Beograd

3. The Board of Directors has determined by its decision that the list of shareholders with voting shares, the right to participate in the work of the Meeting and other rights pursuant to Art. 286 of the Law on Business Entities, as determined on June 11, 2010 (day of determining the shareholders) according to the Statement from the Central Register of Securities. The list of shareholders is held at the Company seat and is available to

all shareholders with voting shares at the Meeting.

4. The right to direct participation and decision making at the session is granted to owners of shares and proxies disposing with at least 30,000 shares. The shareholders that individually have less than 30,000 shares, but together more than that number, in order to exercise their right to vote and participate in the Company Meeting can appoint their proxy.
5. The session of the Meeting of "Sojaprotein" Joint Stock Company for Soybean Processing Becej is convened by publishing of this Invitation and its publishing on the Company's internet page, www.soyaprotein.com, without interruption until the date of holding the session of the Meeting. The shareholders shall not be provided with individual written invitations to the session of the Meeting. The shareholders are hereby invited to attend the session of the Company Meeting.
6. The shareholders can gain insight in the agenda with the written documents in Becej – on the business premises of "Sojaprotein" A.D. Becej Industrijska Zona bb, and on the internet page of the Company www.soyaprotein.com, starting from publishing of this Invitation. The insight can be realized on business day during the business hours, from 8 a.m. – 4 p.m.
7. This notification represents at the same time a Report on the significant event – Convening of the regular annual session of the Company Meeting, pursuant to Article 64 of the Law on Securities and Other Financial Instruments and Art. 6 of the Rulebook on Contents and Manner of Reporting by Public Companies and Notification on Holding Voting Shares

**CHAIRMAN OF THE BOARD OF DIRECTORS OF
"SOJAPROTEIN" A.D. BEČEJ
Zoran Mitrović**