

## MATERIAL ANNOUNCEMENT

Orlândia, SP, Brazil, April 8, 2010 – CAROL hereby informs that:

CAROL – COOPERATIVA DOS AGRICULTORES DA REGIÃO DE ORLÂNDIA and SODRUGESTVO GROUP have announced today the signature of a Memorandum of Understanding to create a joint venture, named CAROL SODRU.

CAROL will transfer to the joint venture its assets related to: the origination and processing of soybeans in the states of SP, GO, MG, MS, and TO, the distribution of fertilizers and other inputs, and the production and distribution of soy seeds.

SODRUGESTVO GROUP will contribute with cash. The objective of the joint venture is to originate 3,000,000 tons of soybeans until 2014-2015, segregating GMO and non GMO beans; to become a significant importer and distributor of fertilizers and other inputs in Brazil; to develop its crushing capacity in new regions.

SODRUGESTVO GROUP will own 51% of CAROL SODRU and CAROL will own 49%. CAROL's management will keep a key role in CAROL SODRU.

**About CAROL:** CAROL – COOPERATIVA DOS AGRICULTORES DA REGIÃO DE ORLÂNDIA was founded in 1963 and became Brazil's fourth largest agricultural cooperative with strong agricultural influence over five Brazilian states (SP, MG, GO, MS and TO). Its current activities involve the origination of soybean and other grains, the processing and crushing of soybean, the production and sale of soybean and sorghum seeds, the sale and distribution of fertilizers and inputs to agricultural producers all over its influence area, the production and sale of animal feed products, the furnishing of technical assistance to farmers, credit and insurance services as well as the management of a agricultural retail chain.

**About SODRUGESTVO GROUP:** Sodrugestvo ([www.sodrugestvo.com](http://www.sodrugestvo.com)) has been founded in 1994 and is focused on servicing the agricultural markets through specialized infrastructures, dedicated logistics, processing facilities and trading and distribution of selected commodities. Sodrugestvo has its head office and its largest facility in the Kaliningrad Oblast of Russia. With 18 locations in 7 countries, Sodrugestvo has more than 1,000 collaborators. In 2009, Sodrugestvo has crushed more than 1.1 million tons of soybeans and rapeseed, becoming a leading player in Northern, Central and Eastern Europe. Consolidated sales for the year ending June 30th 2009 have reached \$845 mil., confirming an average annual growth of 15% or more for the last ten years. Sodrugestvo is privately held.