



Annual General Meeting of

Moolec Science SA

Société anonyme

Registered office: 17, boulevard F.W. Raiffeisen, L-2411 Luxembourg

Grand Duchy of Luxembourg

R.C.S. Luxembourg: B268440

(the "**Company**")

to be held on March 11, 2024 at 3 p.m. Luxembourg time

at 35, avenue J. F. Kennedy, L-1855 Luxembourg

Grand Duchy of Luxembourg

(the "**Meeting**")

This is a shareholder proxy form for registered holders of shares in the Company.

If your shares are held in "street name" through a bank or broker, you will receive instructions on how to vote from the bank or broker. You must follow their instructions in order for your shares to be voted. Internet and telephone voting also may be offered to shareholders owning shares through certain banks and brokers. If your shares are not registered in your own name and you would like to vote in person at the Meeting, you must obtain a "legal proxy" from the bank or broker that holds your shares to present at the meeting; to vote your shares online at the Meeting, you should contact your bank or broker to obtain your 16-digit control number or otherwise vote through the bank or broker.

This proxy will be automatically invalidated if the undersigned was not the holder of record of the referenced shares in the Company at 11:59 p.m (Eastern Standard Time) on February 26, 2024 (the "**Record Date**").

If you are a registered holder of shares in the Company, please complete the proxy form provided to you and return it to the Company by the Voting Deadline (as defined below).

In order to be taken into account, you must return the completed proxy form no later than March 7, 2024, 11:59 p.m. (Eastern Standard Time) (the "**Voting Deadline**").

You may revoke this proxy for the Meeting by (i) submitting a document revoking it prior to the Voting Deadline, (ii) submitting a duly executed proxy or voting form bearing a later date prior to the Voting Deadline or (iii) attending the Meeting and voting in person.

ANY PROXY FORM RECEIVED AFTER THE ABOVE VOTING DEADLINE SHALL BE DISREGARDED.

The undersigned (the "**Principal**"),

(i) In case of a natural person:

Full name: _____

Date and place of birth: ___/___/___ in _____

Nationality: _____

Address: _____

(ii) In case of a legal entity:

Name: _____

Corporate/Entity type: _____

Registrar and registration number: _____

Registered office: _____

being a holder of _____ shares in the share capital of

Moolec Science SA

a public limited liability company (*société anonyme*) governed by the laws of the Grand Duchy of Luxembourg, having its registered office at 17, boulevard F.W. Raiffeisen, L-2411 Luxembourg, Grand Duchy of Luxembourg, and registered with the Luxembourg register of commerce and companies (*Registre de Commerce et des Sociétés de Luxembourg*) under number B268440 (the "**Company**"),

hereby authorises and empowers _____, residing at _____ (the "**Attorney**"), acting individually, with power of substitution, as the Principal's true and lawful agent and attorney-in-fact,

for the purpose of representing the Principal at the annual general meeting of shareholders of the Company to be held at 35, avenue J. F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg, on March 11, 2024, at 3 p.m. (local time) with the following agenda:

AGENDA

- 1 To receive the report of the approved statutory auditor of the Company on the annual accounts as at 30 June 2023.
- 2 To approve the annual accounts for the year ended 30 June 2023.
- 3 To allocate the result of the year ended 30 June 2023.
- 4 To approve the remuneration of the directors of the Company.
- 5 To grant discharge to the directors and to the approved statutory auditor of the Company.
- 6 To re-appoint Kyle P. Bransfield as director of the Company, whose mandate ends following the annual general meeting which will approve the annual accounts for the period ended on 30 June 2023, for the period to end following the annual general meeting which will approve the annual accounts for the period to end on 30 June 2024.
- 7 To re-appoint Jose Lopez Lecube as director of the Company, whose mandate ends following the annual general meeting which will approve the annual accounts for the period ended on 30 June 2023, for the period to end following the annual general meeting which will approve the annual accounts for the period to end on 30 June 2024.
- 8 To re-appoint Gastón Paladini as director of the Company, whose mandate ends following the annual general meeting which will approve the annual accounts for the period ended on

30 June 2023, for the period to end following the annual general meeting which will approve the annual accounts for the period to end on 30 June 2024.

- 9** To re-appoint Natalia Zang as director of the Company, whose mandate ends following the annual general meeting which will approve the annual accounts for the period ended on 30 June 2023, for the period to end following the annual general meeting which will approve the annual accounts for the period to end on 30 June 2024.
- 10** To appoint Esteban Corley as director of the Company, for the period to end following the annual general meeting which will approve the annual accounts for the period to end on 30 June 2024.
- 11** To re-appoint the current approved statutory auditor of the Company.

The Attorney may represent the Principal for the purpose of any general meeting of shareholders of the Company resolving on the above agenda, waive to the extent necessary any and all convening and prior information requirements as well as any preferential subscription rights, vote in the name and on behalf of the Principal on any resolution submitted to said general meeting of shareholders of the Company, sign any documents, delegate under his own responsibility the present proxy to another representative and, in general, do whatever seems appropriate or useful.

This proxy will remain valid in case said general meeting of shareholders of the Company is adjourned, reconvened or otherwise postponed (including following an absence of quorum).

For the purpose of the foregoing, the Attorney may, in the name and on behalf of the Principal, sign and execute all documents, minutes, elect domicile and do and perform such other acts or things as may be required for the carrying out of this proxy, promising ratification.

[Signature page follows]



SIGNATURE PAGE

Executed in _____, on _____ 2024.

By _____

Name:

Title: