

**Extraordinary General Meeting of**  
**Moolec Science SA**  
**(Registered Company No. 421988)**  
c/o Ogier Global (Cayman) Limited, 89 Nexus Way,  
Camana Bay,  
Grand Cayman KY1-9009, Cayman Islands  
(the “**Company**”)  
to be held on June 16, 2025, at 9:00 am (Eastern Daylight Time) at Park 10, Uruguay 6991, Victoria,  
B1609, Buenos Aires, Argentina  
(the “**Meeting**”)

This is a shareholder **proxy form** for registered holders of ordinary shares of par value US\$0.10 each in the Company (the “**shares**”).

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 on May, 30, 2025, at 11:59 p.m. (Eastern Daylight Time) (the “**Record Date**”).

If you are a registered holder of shares in the Company, please complete the proxy form provided to you.

In order to be taken into account, you must return the completed proxy form no later than June 12, 2025, at 11:59 p.m.(Eastern Daylight 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 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.**

**THIS PROXY FORM, WHEN EXECUTED, WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF YOU RETURN A SIGNED AND DATED PROXY FORM, BUT NO DIRECTION IS MADE, THIS PROXY FORM WILL BE VOTED "FOR" ALL PROPOSALS.**

The undersigned (the “**Shareholder**”),

(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 as of the Record Date in the share capital of

### **Moolec Science SA**

an Exempted Company registered by way of continuation in the Cayman Islands with Limited Liability having its registered office c/o Ogier Global (Cayman) Limited, 89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands and registered with the Cayman Islands Registrar of Companies, under company number OC-421988 (the "**Company**"),

hereby authorises and empowers \_\_\_\_\_, residing at \_\_\_\_\_ (the "**Proxy**"), acting individually, with power of substitution, as the Shareholder's true and lawful proxy,

for the purpose of attending, speaking and voting on behalf of the Shareholder as designated below at the extraordinary general meeting of shareholders of the Company to be held on June 16, 2025, at 9:00 am (Eastern Daylight Time) at Park 10, Uruguay 6991, Victoria, B1609, Buenos Aires, Argentina, or any adjournment or postponement thereof, with the following agenda:

### **AGENDA**

(i) To approve, by ordinary resolution, the Business Combination Agreement, as disclosed in the Company's Form 6-K filed with the U.S. Securities and Exchange Commission on April 17, 2025 (Commission File No. 001-41586), pursuant to Rules 13a-16 or 15d-16 under the Securities Exchange Act of 1934.

The full text of the resolution to be passed is as follows:

"RESOLVED, as an ordinary resolution, that the entry by the Company into the Business Combination Agreement dated as of April 17, 2025 (the **BCA**) by and among, Moolec Science SA, the Bioceres Group Initial Shareholders, Union Group, Nordelis, Bioceres Group, Gentle Tech, Nutrecon and Theo (each such term as defined therein), and the consummation of the transactions contemplated by the BCA, including the issuance of the consideration thereunder, and the performance of the Company of its obligations thereunder and thereby be ratified, approved, adopted and confirmed in all respects."

(ii) To approve, by ordinary resolution, the performance of the former and current members of the Board in the exercise of their duties in connection with the BCA and the transactions contemplated therein. Authorizations

The full text of the resolution to be passed is as follows:

"RESOLVED, as an ordinary resolution, to: (i) ratify and approve all actions taken by the current and former directors, on behalf and in the name of the Company in connection with the BCA

and the transactions contemplated therein between April 17, 2025 and the date hereof; and (ii) authorise the board of directors of the Company, any lawyer at Linklaters LLP, Ogier (Cayman) LLP and Ogier Global (Cayman) Limited, each of them acting individually, with power of substitution, on behalf and in the name of the Company, to take all actions required in connection with the BCA and the transactions contemplated therein, and the filing of all necessary documents with the Cayman Islands Registrar of Companies."

## VOTING ON RESOLUTIONS

The board of directors of the Company recommends a vote "for" all proposals.

Please indicate with an "X" in the appropriate boxes how you wish to vote with respect to what number of your shares on the relevant resolutions.

**THIS PROXY FORM, WHEN EXECUTED, WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF YOU RETURN A SIGNED AND DATED PROXY FORM, BUT NO DIRECTION IS MADE, THIS PROXY FORM WILL BE VOTED "FOR" ALL PROPOSALS.**

The Proxy is hereby instructed to vote on all resolutions on the agenda of the Meeting, or any adjournment or postponement thereof, as follows, hereby revoking any proxy form previously given or issued.

	FOR	AGAINST	ABSTAIN
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RESOLVED, as an ordinary resolution, that the entry by the Company into the Business Combination Agreement dated as of April 17, 2025 (the "**BCA**") by and among, Moolec Science SA, the Bioceres Group Initial Shareholders, Union Group, Nordelis, Bioceres Group, Gentle Tech, Nutrecon and Theo (each such term as defined therein), and the consummation of the transactions contemplated by the BCA, including the issuance of the consideration thereunder, and the performance of the Company of its obligations thereunder and thereby be ratified, approved, adopted and confirmed in all respects.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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RESOLVED, as an ordinary resolution, to: (i) ratify and approve all actions taken by the current and former directors, on behalf and in the name of the Company in connection with the BCA and the transactions contemplated therein between April 17, 2025 and the date hereof; and (ii) authorise the board of directors of the Company, any lawyer at Linklaters LLP, Ogier (Cayman) LLP and Ogier Global (Cayman) Limited, each of them acting individually, with power of substitution, on behalf and in the name of the Company, to take all actions required in connection with the BCA and the transactions contemplated therein, and the filing of all necessary documents with the Cayman Islands Registrar of Companies.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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The Proxy may represent the Shareholder for the purpose of any general meeting of shareholders of the Company resolving on the above resolutions, 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 Shareholder on any resolution submitted to said general meeting of shareholders of the Company as designated above, 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 or otherwise postponed (including following an absence of quorum).

*[Signature page follows]*

## SIGNATURE PAGE

Executed in \_\_\_\_\_, on \_\_\_\_\_ 2025.

By \_\_\_\_\_

Name:

Title: