

**YOUR VOTE IS IMPORTANT. PLEASE VOTE TODAY.**

2025

**Vote by Internet – QUICK ★★ EASY  
IMMEDIATE – 24 Hours a Day, 7 Days a Week or by Mail**

**MOOLEC SCIENCE SA**

Your Internet vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card. Votes submitted electronically over the Internet must be received by 11:59 p.m., Eastern Time, on December 11, 2025.



**INTERNET –  
www.cstproxyvote.com**

Use the Internet to vote your proxy. Have your proxy card available when you access the above website. Follow the prompts to vote your shares.



**Vote at the Meeting –**

If you plan to attend the virtual online extraordinary general meeting, you will need your 12 digit control number to vote electronically at the extraordinary general meeting. To attend: <https://www.cstproxy.com/moolecscience/egm2025>



**MAIL –** Mark, sign and date your proxy card and return it in the postage-paid envelope provided.

**PLEASE DO NOT RETURN THE PROXY CARD  
IF YOU ARE VOTING ELECTRONICALLY.**

**▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲**

**PROXY**

**THE BOARD OF DIRECTORS OF THE COMPANY RECOMMENDS A VOTE “FOR” ALL PROPOSALS.**

Please mark your votes like this



**AGENDA**

(a) **Proposal 1 – The Share Consolidation Proposal** – to approve, as an ordinary resolution, in accordance with article 8 of the Company’s Articles, the consolidation of every issued and unissued ordinary share, par value \$0.10 per share, of the Company (the **Ordinary Shares**), at a ratio (within a range of not less than 1-for-10 and not greater than 1-for-25 (the **Share Consolidation**), with the exact ratio to be determined by further action at the discretion of the Board, to be effective on a date between December 17, 2025 and May 14, 2026 as may be determined by the Board and announced by the Company (the **Effective Date**), so that a shareholder holding every 10 to 25 Ordinary Shares (the **Pre-Consolidation Ordinary Shares**) will hold 1 Ordinary Share of par value ranging from US\$1.00 to US\$2.50 each (the **Post-Consolidation Ordinary Shares**), with such Post-Consolidation Ordinary Share having the same rights and being subject to the same restrictions as the Pre-Consolidation Ordinary Shares as set out in the amended and restated memorandum and articles in effect at the time of Effective Date, and any fractional shares created as a result of the Share Consolidation would be rounded up to the nearest whole share.

*IT IS RESOLVED, AS AN ORDINARY RESOLUTION THAT, pursuant to article 8 of the Company’s current memorandum and articles of association (the “Articles”), the consolidation of every issued and unissued ordinary share, par value \$0.10 per share, of the Company (the “Ordinary Shares”), at a ratio within a range of not less than 1-for-10 and not greater than 1-for-25 (the “Share Consolidation”), with the exact ratio to be determined by further action at the discretion of the Board to be effective between December 17, 2025 to May 14, 2026 as may be determined by the Board and announced by the Company (the “Effective Date”), so that all shareholders holding every 10 to 25 Ordinary Shares (the “Pre-Consolidation Ordinary Shares”) will hold 1 Ordinary Share of par value US\$1.00 to US\$2.50 each (the “Post-Consolidation Ordinary Shares”), with such Post-Consolidation Ordinary Shares having the same rights and being subject to the same restrictions as the Pre-Consolidation Ordinary Shares as set out in the amended and restated memorandum and articles of association in effect at the time of Effective Date, and any fractional shares created as a result of the Share Consolidation to be rounded up to the nearest whole share be approved.*

FOR  AGAINST  ABSTAIN

In respect of any and all fractional entitlements to the issued consolidated shares of the Company resulting from the Share Consolidation, the Board be authorised to settle as it considers expedient any difficulty which arises in relation to the Share Consolidation, including but without prejudice to the generality of the foregoing: rounding up fractions of shares issued to or registered in the name of such shareholders of the Company following or as a result of the Share Consolidation to the nearest whole share, and/or capitalizing all or any part of any amount for the time being standing to the credit of any reserve or fund of the Company (including its share premium account and profit and loss account) whether or not the same is available for distribution and applying such sum in paying up unissued shares to be issued to the shareholders of the Company to round up any fractions of shares issued to or registered in the name of such shareholders of the Company following or as a result of the Share Consolidation;

*IT IS RESOLVED, AS A SPECIAL RESOLUTION THAT, immediately following the Share Consolidation being effected, the Company shall adopt the amended and restated memorandum and articles of association in the form annexed to this proxy statement (the “A&R M&A”) in substitution for, and to the exclusion of, the Company’s existing Articles, to reflect the Share Consolidation and the terms of the Post-Consolidation Ordinary Shares.*

FOR  AGAINST  ABSTAIN

(b) **Proposal 2 – The A&R M&A Proposal** – immediately following the Share Consolidation being effected, to approve, as a special resolution, the proposal to adopt the amended and restated memorandum and articles of association in the form annexed to the proxy statement (the A&R M&A) in substitution for, and to the exclusion of, the Company’s existing Articles, to reflect the Share Consolidation and the terms of the Post-Consolidation Ordinary Shares;

*IT IS RESOLVED, AS AN ORDINARY RESOLUTION THAT, the adjournment of the Extraordinary General Meeting to a later date or dates or indefinitely, if necessary or convenient, either (x) to permit further solicitation and vote of proxies in the event that there are insufficient votes for, or otherwise in connection with, the approval of any of the foregoing proposals or (y) if our Board determines before the Extraordinary General Meeting that it is not necessary or no longer desirable to proceed with the other proposals.*

FOR  AGAINST  ABSTAIN

(c) **Proposal 3 – The Adjournment Proposal** - to approve, as an ordinary resolution, the adjournment of the Extraordinary General Meeting to a later date or dates or indefinitely, if necessary or convenient, either (x) to permit further solicitation and vote of proxies in the event that there are insufficient votes for, or otherwise in connection with, the approval of any of the foregoing proposals or (y) if our Board determines before the Extraordinary General Meeting that it is not necessary or no longer desirable to proceed with the other proposals (the **Adjournment Proposal**, and together with the Share Consolidation Proposal and the A&R M&A Proposal, the **Proposals**).

**CONTROL NUMBER**

[Empty box for control number]

**Signature** \_\_\_\_\_ **Signature, if held jointly** \_\_\_\_\_ **Date** \_\_\_\_\_ **2025.**  
Note: Signature should agree with name printed hereon. If shares are held in the name of more than one person, EACH joint owner should sign. Executors, administrators, trustees, guardians, and attorneys should indicate the capacity in which they sign. Attorneys should submit powers of attorney.

**Important Notice Regarding the Availability  
of Proxy Materials for the Extraordinary General Meeting  
to be held virtually on December 12, 2025 at 9:00 a.m. Eastern time**

**This notice of meeting and the accompany  
proxy statement are available at  
<https://www.cstproxy.com/moolecscience/egm2025>.**

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 October 24, 2025, at 11:59 p.m. (Eastern 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 December 10, 2025, at 11:59 p.m.(Eastern 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 virtually.

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

▲ FOLD HERE • DO NOT SEPARATE • INSERT IN ENVELOPE PROVIDED ▲

**PROXY**

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS**

**MOOLEC SCIENCE SA**

**C/O OGIER GLOBAL (CAYMAN) LIMITED, 89 NEXUS WAY,  
CAMANA BAY, GRAND CAYMAN KY1-9009, CAYMAN ISLANDS**

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.

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).

For the purpose of the foregoing, the Proxy may, in the name and on behalf of the Shareholder, 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.

**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.**

(Continued and to be marked, dated and signed on the other side)