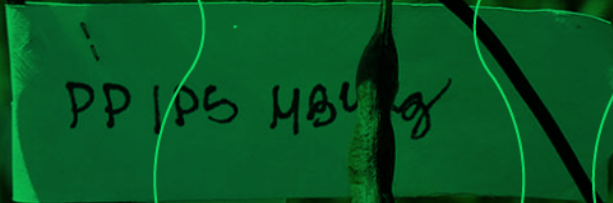
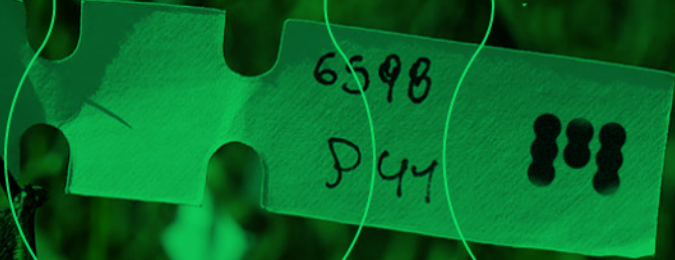




Moolec™

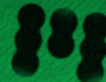


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3rd Quarter FY 2023

# Business Update

May 30, 2023





**Luxembourg. May 30, 2023** – Moolec Science SA (Nasdaq: MLEC) a science-based food ingredient company focused on producing animal proteins in plants through Molecular Farming, today reported its business update for the third quarter of Fiscal Year 2023 ended March 31, 2023.

The main highlights of the Company’s business update are as follows:

- On January 3, the Company started trading on Nasdaq under tickers “MLEC” for the common shares, and “MLECW” for the Company’s warrants.
- Progress in the company’s R&D and Regulatory front is on track:
  - Meat replacement product pipeline made significant scientific progress to produce animal proteins in plant hosts.
  - Regulatory clearance from USDA-APHIS for Molecular GLA safflower plants was achieved.
  - Molecular Safflower seed multiplication progress is on track based on the company’s internal schedule. Expression levels in GLA were approximately 60%, 10% above expectations.
  - Meat replacement (YEEA) scaled-up in R&D stages and new meat proteins were successfully expressed.
- Integration of downstream and upstream capabilities:
  - Moolec acquired plant-based ingredient capabilities to consolidate Molecular Farming Technology.
  - The company has recently signed a Memorandum of Understanding (MOU) with Bioceres Crop Solutions (NASDAQ: BIOX) for up to 20.000 tons of Sustainable HB4® soybean as working capital, payable with common shares or cash in 3 years.

*“We are very pleased to update the market for the first time as a public company, as the pioneer Molecular Farming Food-Biotech company in public markets. I want to thank our entire team for their unwavering commitment in building a category creator in the food industry. We look forward to continuing our journey in building a more resilient and sustainable food system for the good of the planet.”* stated Gaston Paladini, Chief Executive Officer, Chairman, and Co-Founder of Moolec Science. *“We have been able to deliver very important scientific, operational, and regulatory milestones, as well as business and financial progress, in a very short period of time. Proud of Moolec’s Team, the Moolers!”* also added.

*“Having completed our business combination on December 30, 2022, and commenced the trading on Nasdaq, as of January 3, 2023, we are confident that access to the public markets will provide Moolec the flexibility and exposure to continue growing the Company. We also commend our team’s progress and momentum in research and development. Our continued efforts have positioned Moolec at the forefront of plant-based animal protein development. We are pleased with our progress thus far as we continue to deliver results in multiple areas simultaneously,”* added José Lopez Lecube, Chief Financial Officer and Director of Moolec Science.



## Conference Call

Management will host a Conference Call and question-and-answer session, which will be accompanied by a presentation available during the webinar. To access the call, please use the following information:

- Date: Wednesday, May 31, 2023
- Time: 8:00 a.m. ET
- Registration link: [https://zoom.us/webinar/register/WN\\_-247IVcTSjG8O-cdXAt4FQ#/registration](https://zoom.us/webinar/register/WN_-247IVcTSjG8O-cdXAt4FQ#/registration)

Please connect 5-10 minutes prior to the start time to register and join. A replay and the pdf version of the presentation will be available approximately two hours after the conclusion of the live event via the company's [Investor Relations website](#).

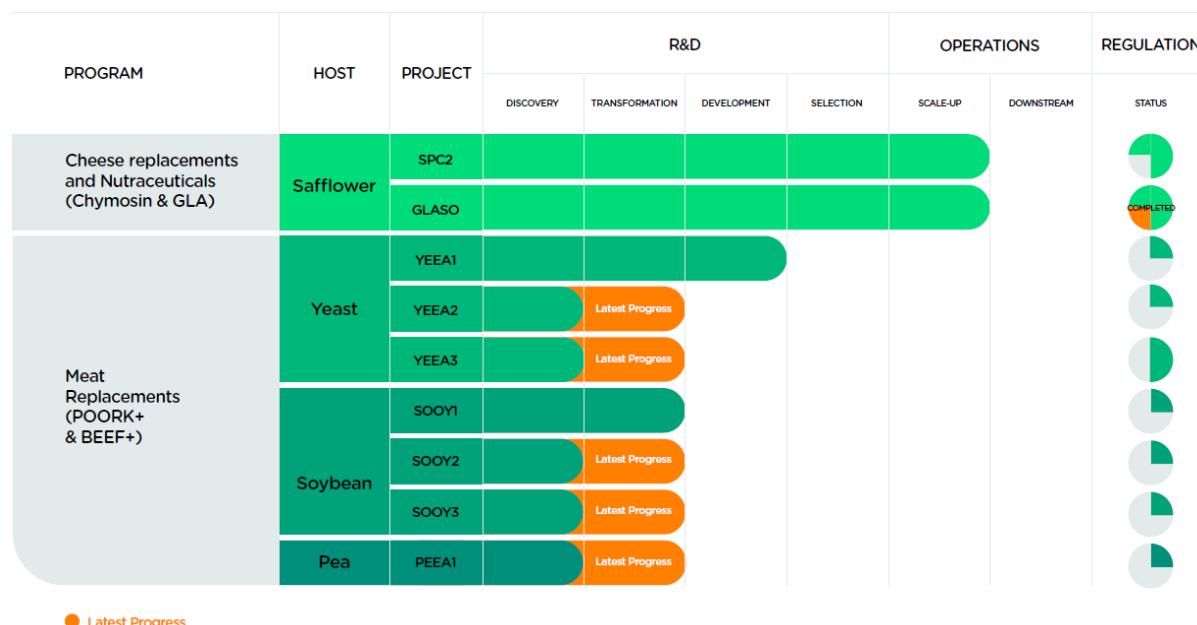
## Forward-Looking Statements

This press release contains “forward-looking statements.” Forward-looking statements may be identified by the use of words such as “forecast,” “intend,” “seek,” “target,” “anticipate,” “believe,” “expect,” “estimate,” “plan,” “outlook,” and “project” and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. Such forward-looking statements with respect to performance, prospects, revenues, and other aspects of the business of Moolec Science S.A. (“Moolec”) are predictions, projections and other statements about future events that are based on current expectations and assumptions and, as a result, are subject to risks and uncertainties. Although we believe that we have a reasonable basis for each forward-looking statement contained in this press release, we caution you that these statements are based on a combination of facts and factors, about which we cannot be certain. We cannot assure you that the forward-looking statements in this press release will prove accurate. These forward-looking statements are subject to a number of significant risks and uncertainties that could cause actual results to differ materially from expected results, including, among others, changes in applicable laws or regulations, the possibility that Moolec may be adversely affected by economic, business and/or other competitive factors, costs related to the scaling up of Moolec’s business and other risks and uncertainties, including those included under the header “Risk Factors” in the Form F-1 Registration Statement filed with the U.S. Securities and Exchange Commission (“SEC”), as well as Moolec’s other filings with the SEC. Should one or more of these risks or uncertainties materialize, or should any of our assumptions prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable securities laws. Accordingly, you should not put undue reliance on these statements.



# 1. Scientific and Operational Progress

## Pipeline Status



### Seed Multiplication - Cheese Replacement & Nutraceuticals

In early January, 25 tonnes of SPC2 (Safflower Chymosin) were harvested from the production campaign 2022/2023. This campaign equates to a 42 times expansion of genetically modified safflower seeds. This material will be used to continue the process and product optimization.

The Idaho 2022 GLASO (Safflower GLA) campaign yielded 450 kg of material, in line with expectations. This campaign equates to a 25 times expansion of genetically modified safflower seeds. This material will be utilized to continue scaling up seed inventory during the 2023 campaign in Idaho. Furthermore, GLASO levels in the Safflower oil for the 2022 campaign were approximately 60%, 10% above expectations.

### Regulatory Clearance of Moolec’s Molecular Plants

On March 31, 2023, USDA-APHIS completed its Regulatory Status Review of GLA safflower plants and stated that these GLA safflower plants are not subject to the APHIS regulation found at 7 CFR part 340, the regulation governing the movement and cultivation of genetically engineered plants and other organisms.

This achievement has positive impacts on Moolec’s operations as there is no longer need for permits to import, move interstate, or grow GLA safflower plants in the



US. This will translate in enhanced efficiencies for the Company's upstream by decreasing operating costs that we would have incurred if the crop was regulated.

The United States Food and Drug Administration (US-FDA) had already approved GLASO uses for humans as a new dietary ingredient in supplement products and for use as an ingredient in nutritional beverages and medical foods. US-FDA also had approved food uses for animals, including GLASO for dog and cat food, as well as the GLA safflower seed meal for cattle and poultry.

### **R&D - Meat Replacements**

YEEA2 and YEEA3 projects reached the transformation stage. The expression of YEEA2 and YEEA3 proteins has been qualitatively and quantitatively analyzed through standard techniques. Furthermore, the expressed proteins were partially purified, with the goal of determining functional characteristics in order to formulate for desired applications. Also, the prototyping platform grew from a 3 liters lab scale to a 300 liters semi-pilot scale in facilities located in India.

SOOY1 project started with 550 T0 transgenic events that were screened for the presence of the desired meat protein via PCR tests and yield metrics. As a result of the analysis, we have narrowed down the number of events to 256 T1 transgenics events. The remaining events were further narrowed down using the main KPIs from the plants where 140 T2 events have been selected. Expression level analysis testing the presence of animal proteins has begun and we expect results in the short term.

SOOY2 and SOOY3 projects completed the discovery stage that involved the feasibility assessment and construct design. These two genes reached the start of the Transformation stage. The expression constructs have been inserted into plants. Currently, the detection and quantification of SOOY2 and SOOY3 meat proteins is being optimized.

PEEA1 project has started the transformation stage with 145 T1 transgenic events from which 16 events have already reached the greenhouse.



## 2. Integration of downstream and upstream capabilities

### Downstream capabilities

On April 24, 2023, Moolec Science completed the acquisition of a plant-based food ingredient Company with capabilities dedicated to the production and commercialization of functional soy proteins.

This decision accelerates the Company's business plan execution by combining existing commercial and manufacturing capabilities in different geographies, with the deep-science approach of its Molecular Farming Platform.

With the integration Moolec will benefit from:

- State-of-the-art industrial facilities with a processing capacity of 10,000 tons.
- Commercial channels in more than 14 countries on 3 different continents.
- A team of technicians, engineers, agronomists, and plant-based professionals.
- A portfolio of ingredients which are currently utilized in hamburgers, sausages, and other plant-based products in the traditional and alternative food industries.

This downstream capability will work as an "Industrial Demo Center" to robust the Company's asset light/partnership business model.

The transaction contemplated acquiring 100% of ownership in exchange for USD 6 million, of which ~USD 2.5 million is paid in cash, and the rest is paid with Moolec's shares in 3 years based on vesting and business metrics.

### Upstream capabilities

On May 29, 2023, the Company entered into a Memorandum of Understanding with Bioceres Crop Solutions (NASDAQ: BIOX) with the objective to secure working capital for our recently acquired downstream capabilities and incorporate HB4 soybean technology as enhanced upstream capabilities.

Upon closing of definitive documentation, Moolec would have access to up to 20 thousand tons of HB4<sup>®</sup> soybeans progressively in the next 3 years with a deferred share based payment. This would cover the majority of raw material needed for our downstream capabilities in the next 18 to 24 months.

The deal would reaffirm the commitment and alignment with one of Moolec's main partners and bring an ESG approach that consolidates seed-to-fork strategy and would add value to the Company's product.



### 3. Financial Overview

#### Unaudited Financial Statements Highlights (9MFY23 vs 9MFY22)

##### a. Statement of operations

- R&D expenses of \$980,585 during 9MFY23 increased 38.5% compared to the same period last year, primarily due to the different stage and nature of the projects.
- Administrative expenses of \$1,486,378 during 9MFY23 decreased 3.5% compared to the same period last year.
- Other operating expenses of \$3,584,298 increased by \$3,543,278 compared to the same period of the previous year primarily due to transaction costs related to the consummation of the Business Combination Agreement (excluding those that have been recognized in Equity in accordance with IFRS-IASB).
- For the 9MFY23 we recorded a charge for the cost relating to the listing of shares of \$42,705,061, accounted as non-cash share based payment in accordance with IFRS 2. We recognised such cost of listing shares for the excess of the fair value of shares deemed to have been issued by Moolec over the fair value of LightJump's identifiable net assets at the date of the reorganization.

##### b. Statement of financial position

- As of March 31, 2023 there was an increase of \$14,292,716 in our total assets arising to \$19,984,433 compared to June 30, 2022 mainly related to the incorporation of the cash resulting from the consummation of the Business Combination Agreement and the recording of non-current receivables with some of our existing shareholders. Our liabilities have increased \$4,308,517, arising to \$8,395,901 mainly due to the recording of transaction costs payable to third parties
- Current assets, which mainly comprise Cash and cash equivalents, increased since June 30, 2022 due to the funds received from the SPAC and from investors related to the backstop agreement.
- Non current assets increased because of the subscription of 1.5 million shares before the transaction at \$10 to be paid after 5 years (whose present value is \$8,070,003).
- Current liabilities increased because of the recognition of transaction costs payables related to the Business Combination Agreement. We have agreed with the majority of our creditors different payment schedules up to 2024. In addition, we have recorded some other liabilities with related parties. Also included here are the Warrants for a total of \$1,666,500.



### c. **Statement of cash flows**

- Our principal source of liquidity has been through shareholders funding, and which have historically been sufficient to meet our working capital and capital expenditure requirements. As of March 31, 2023 and June 30, 2022, we had cash and cash equivalents of \$6,219,910 and \$1,081,808, respectively.
- We have used net cash in operating activities for the 9M2023 mainly related to payments of transactions expenses paid for \$3,223,270 jointly with other operating expenses paid for \$1,622,567.
- We have generated \$10,000,015 for the 9M2023 in financing activities related to the inflows resulting from the Business Combination Agreement.
- We have used \$148,748 for the 9M2023 in investing activities related to the additions of intangible assets related to our Research and Development process.

### **Capital Raising Subsequent Events**

#### a. **Share Purchase Agreement with Nomura**

On April 14th, the company entered into a Share Purchase Agreement with Nomura Securities International, Inc. The Agreement provides for a committed equity financing facility under which the Company has the option, but not the obligation, to sell up to the equivalent of USD 50 million in aggregate gross purchase price of its ordinary shares to Nomura over a 36-month period, subject to the terms of the Agreement. The Company intends to use the proceeds from any future sales of securities under the financing facility, if it is utilized, for general corporate purposes.

#### b. **Debt Issuance through subsidiary**

On April 27th, the company, through its wholly owned subsidiary (ValoraSoy), issued financial debt for a total amount of USD 2 million at 0% interest rate to be utilized for working capital and general corporate purposes.

#### c. **Memorandum of Understanding with BIOX**

On May 30th, the company subscribed to a MOU with BIOX which contemplated discussions to enter into an Equity Subscription with maturity in three years.

BIOX will make an in kind subscription with up to 20,000 tons of HB4<sup>®</sup> soybean in a mutually agreed delivery schedule.

In exchange the instrument considers a Principal of up to USD 14 MM, a PIK of 9%, and a Strike of \$11/share. At maturity Moolec would have the option to pay the Principal and PIK amount in cash or shares. BIOX may convert the instrument to common shares prior to maturity only if MLEC share is above \$11.





## ANNEX: Statement of Operations, Statement of Financial Position and Cash Flow Statement

### Condensed consolidated statements of Operations

	For the nine months ended March 31, 2023	For the nine months ended March 31, 2022	Change
	(in USD)		(%)
<b>Continuing operations</b>			
Research and development expense	(980,585)	(708,211)	38.5%
Marketing expense	(54,155)	(61,353)	(11.7%)
Administrative expense	(1,486,378)	(1,539,971)	(3.5%)
Other operating expense	(3,584,298)	(41,020)	n/a
<b>Loss from operations</b>	<b>(6,105,416)</b>	<b>(2,350,555)</b>	<b>159.7%</b>
Financial income/expenses	(230,376)	(657,779)	(65.0%)
Share based payment cost of listing shares	(42,705,061)	-	n/a
<b>Loss before Income tax</b>	<b>(49,040,853)</b>	<b>(3,008,334)</b>	<b>1,530.2%</b>
Income tax	-	-	-
<b>Loss of the period</b>	<b>(49,040,853)</b>	<b>(3,008,334)</b>	<b>1,530.2%</b>
<b>Basic and diluted loss per share</b>	<b>(1.48)</b>	<b>(0.10)</b>	<b>1,422.0%</b>



## Condensed consolidated statements of financial position

	As of March 31, 2023	As of June 30, 2022	Change
	(in USD)		(%)
Non current assets	12,825,325	4,607,848	178.3%
Current assets	7,159,108	1,083,869	560.5%
<b>Total assets</b>	<b>19,984,433</b>	<b>5,691,717</b>	<b>251.1%</b>
<b>Equity</b>	<b>11,588,532</b>	<b>1,604,333</b>	<b>622.3%</b>
Current liabilities	8,395,901	4,087,384	105.4%
Non-current liabilities	-	-	n/a
<b>Total liabilities</b>	<b>8,395,901</b>	<b>4,087,384</b>	<b>105.4%</b>
<b>Total liabilities and equity</b>	<b>19,984,433</b>	<b>5,691,717</b>	<b>251.1%</b>

## Condensed consolidated statements of cash flows

	For the nine months ended March 31, 2023	For the nine months ended March 31, 2022	Change
	(in USD)		(%)
Net cash used in operating activities	(4,845,837)	(1,277,070)	279.4%
Net cash used in investing activities	(148,748)	-	n/a
Net cash generated from financing activities	10,000,015	1,500,000	566.7%
<b>Net increase in cash and cash equivalents</b>	<b>5,005,430</b>	<b>222,930</b>	<b>2,145.3%</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>1,081,808</b>	<b>980,527</b>	<b>10.3%</b>
Effect of exchange rate changes on cash equivalents	132,672	(11,655)	n/a
<b>Cash and cash equivalents at end of the period</b>	<b>6,219,910</b>	<b>1,191,802</b>	<b>421.9%</b>



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