

Nominating and Nominating and Governance Committee Charter

The Board of Directors of Bioceres Crop Solutions Corp. (hereinafter, either "Bioceres" and/or the "Company") has developed and adopted this charter concerning the functioning and responsibilities of the Company's Nominating and Governance Committee (hereinafter, the "Charter").

The duties and responsibilities of the Nominating and Governance Committee are the following: (i) to identify and recommend persons qualified and eligible to serve as Directors of the Company; (ii) to identify and recommend persons qualified and eligible to serve as Executive Officers (as defined hereinbelow) of the Company; (iii) to determine the applicable criteria for the selection of qualified candidates to serve as Directors and Executive Officers; (iv) to recommend members of the Board of Directors to be nominated as members of the different Committees of the Company, as well as to recommend the removal thereof; (v) to recommend to the Company Board the implementation of the Governance Guidelines; (vi) to review the independent status or lack of such of members of the Board of Directors pursuant to the applicable rules in effect; (vii) to monitor the self-evaluation conducted by the Board of Directors and by each of the Company Committees; and (viii) to monitor the performance evaluation of Executive Officers conducted by the Compensation Committee.

1. Nominating and Governance Committee Composition and Functioning

1.1. Composition

The Nominating and Governance Committee shall function as a body and shall be composed by 3 (three) regular acting directors, who shall be appointed by the Board of Directors from among its members by simple majority of votes.

1.2. Functioning

The Nominating and Governance Committee shall, in its first session, appoint a President and a Vice-President, who will replace the President in the event of absence, impediment, incapacity or death of the former.

The Nominating and Governance Committee shall meet at least three times a year or, less often, at the request of any of its members. The Nominating and Governance Committee meetings shall be called by the President or Vice-President, as the case may be, by giving due notices to each regular member, which shall be addressed to such domiciles as they shall inform to the Company on occasion of accepting the position. The notice of meeting shall be served at least 72 (seventy-two) hours in advance. The Nominating and Governance Committee can function with the absolute majority of its members being present, either personally and/or communicated through media for simultaneous

transmission of sound, images or words. The decisions shall be adopted by the majority vote of the members attending the meeting. In the event of a tie, the vote of the President – or the Vice-President, if acting in the former’s place- shall decide. In the event of absence of any of its members, the alternate member shall replace him/her. The resolutions adopted by the Nominating and Governance Committee shall be registered in the corresponding book and signed by all members attending the meeting. All other members of the Board of Directors may attend the deliberations of the Nominating and Governance Committee, with a right to speak, but not to vote.

The actions proposed by the Nominating and Governance Committee shall be submitted for consideration by the Board of Directors, informing the Board Chairman in advance for proper inclusion thereof in the corresponding agenda.

1.3. Term of office

Members of the Nominating and Governance Committee shall hold office for the term set by the Board of Directors at the time of their appointment, and they may be reelected indefinitely. Once their term of office has expired, the Nominating and Governance Committee members shall continue to hold office until their successors have been appointed. Any director losing his/her capacity as such for any reason whatsoever shall automatically be removed from membership of the Nominating and Governance Committee.

1.4. Budget

The Committee shall have the authority, as it may deem necessary or appropriate, to retain consultants, experts and other independent professionals to select candidates for the positions of Director and/or Executive Officer of the Company. For such purpose, the Company’s Annual General Meeting shall approve a budget for the Nominating and Governance Committee which shall provide for the possibility of such retention costs and any other expenses as may be foreseen for the fulfillment of its duties. The amount of said budget shall be proposed to the Annual General Meeting by the Board of Directors (which shall, for the calculation thereof, involve the Nominating and Governance Committee acting during the previous fiscal year), with a detail of the retentions and any other expenses forecasted therein.

2. Validity

2.1. This Charter shall become effective as of the date of its adoption by the Board of Directors (hereinafter, the “Effective Date”).

2.2. The Nominating and Governance Committee Charter will be available on the Company website www.biocerescrops.com as of the Effective Date.

3. Committee Duties and Responsibilities

Following are the duties and responsibilities of the Committee:

1. Formulate, from time to time, recommendations to the Board of Directors as to any changes the Committee deems necessary or desirable regarding the size of the Board of Directors or of any Committee thereof.
2. Identify individuals qualified to become members of the Board of Directors and recommend to the Board the nominees to stand for election as directors at the Annual General Meeting. In the case of a vacancy in the position of director (including a vacancy created as a result of an increase in the size of the Board of Directors), the Committee shall recommend to the Board a person to fill such vacancy. In nominating candidates, the Committee shall take into consideration the skills, diversity, business experience in other organizations of comparable size, the interaction of the candidate with the experience of other Board members, and the Committee shall provide its opinion as to why it considers the proposed candidate to be a desirable addition for the Board of Directors and the Committees thereof. The Committee may consider candidates proposed by the Company management and executive officers, but is not required to do so.
3. Develop and recommend to the Board of Directors the standards to be applied in making recommendations of future candidates to hold the position of Company Director to the Annual General Meeting.
4. Identify Board members qualified to serve on any Committee of the Board of Directors (including the Nominating and Governance Committee) and recommend that the Board appoint the identified member or members to the respective committee. In nominating a candidate for committee membership, the Committee shall take into consideration the factors it may deem appropriate, including, without limitation (i) the applicable laws in effect and the rules of the securities market, (ii) the consistency between the candidate's experience and the goals of the Committee, and (iii) the interrelation between the candidate's experience and the experience of other Committee members.
5. Review and recommend, as appropriate, continuing education programs for members of the Board of Directors and of the different Committees.
6. Identify individuals qualified to become executive officers of the Company and recommend to the Board of Directors the nominees to stand for election as executive officers of the Company. In the case of a vacancy in the position of an executive officer, the Committee shall recommend to the Board a person to fill such vacancy. In nominating candidates, the Committee shall take into consideration the skills, studies, diversity, business experience in other organizations of comparable size, the interaction of the candidate with the experience of other Executive

Officers, and the Committee shall provide its opinion as to why it considers the proposed candidate to be a desirable addition for the Company.

7. Oversee that the Board of Directors and the different Committees of the Company conduct the corresponding annual self-evaluations.
8. Oversee that the Compensation Committee conducts the corresponding performance evaluations of the Company executive officers and management.
9. Inform the Board of Directors its assessment on the self-evaluation process of each of the Board Committees.
10. Submit to the Board of Directors the self-evaluation on the performance of the Nominating and Governance Committee sixty (60) days after the end of the fiscal year.
11. Develop and recommend to the Board of Directors a set of corporate governance principles applicable to the Company and review those principles and, if the Committee deems appropriate, recommend any changes to the Board of Directors Governance Guidelines.
12. Review and assess the Company's compliance with the corporate governance requirements established by the U.S. Securities and Exchange Commission and the New York Stock Exchange and other applicable laws and regulations relating to corporate governance.
13. Review and make recommendations about the structure and functions of Board Committees, after consultation with the respective Committee Presidents.
14. Recommend to the Board of Directors such additional actions related to corporate governance matters as the Committee may deem necessary or advisable from time to time.
15. Oversee compliance with the Company Governance Guidelines and verify that they are observed.
16. Exercise, from time to time, any other duties or responsibilities expressly delegated to the Committee by the Board of Directors related to the corporate governance principles.

4. Performance evaluation

The Nominating and Governance Committee shall produce and provide to the Board of Directors an annual performance evaluation of the Committee, which evaluation shall compare the performance of the Nominating and Governance Committee with the requirements set forth in this Charter. The performance evaluation shall also include a review and re-evaluation of the suitability of this Charter and, in case the Committee deems necessary or desirable to make any amendments to this Charter, it shall so recommend to the Board of Directors. The performance evaluation shall be submitted to the Board of Directors sixty (60) days after the end of the fiscal year.