



ASX RELEASE

7 June 2018

\$3.50 million Placement and Share Purchase Plan

Highlights:

- **Tinybeans has successfully raised \$3.50 million via a share placement from institutional and high net worth investors**
- **Tinybeans will launch a Share Purchase Plan (SPP) at the same issue price of the Placement**
- **Proceeds will be used to continue product development, scale user growth and revenues**

Tinybeans Group Limited (ASX: TNY) (Tinybeans or the Company), the technology platform that provides parents with one safe space to capture and share their children's life stories with family, is pleased to advise that it has successfully raised \$3.50 million (before costs) via a share placement to institutional, professional and sophisticated investors (**Placement**).

In addition, the Company will be launching a Share Purchase Plan (**SPP**) to issue up to the maximum permitted amount of shares without shareholder approval being required under the ASX Listing Rules.

Funds raised will be used to continue to invest in the Company's engineering and technology, user growth marketing and revenue generating activities.

Placement

In total, the Company has raised \$3.50 million via a share placement to institutional, professional and sophisticated investors. The Placement was managed by Bell Potter Securities.

The Placement will be completed through the issue 6,363,636 shares at an issue price of 55 cents per share to raise approximately \$3.50 million (before costs). The Placement will be completed by utilising the Company's existing capacity to issue shares under ASX Listing Rules 7.1 and 7.1A.

Shares will be issued on or before Friday, 15 June 2018. All shares issued under the Placement will rank equally with all existing ordinary shares.

Chief Executive Officer, Eddie Geller, said:

"I am excited with the strong demand from new investors for the Placement. This enables Tinybeans' to continue to grow the company with the prospect of delivering future returns to its shareholders. Since listing in April 2017, Tinybeans' has grown its registered and monthly active users by more than 50%. Excitingly also, revenue has increased over 57%. This new



funding will allow the company to make the bigger technology investments to further innovate our product and increase our market share even more.”

Share Purchase Plan

In addition, the Company will undertake a SPP offer to all existing, eligible Australian and New Zealand shareholders. The SPP will be conducted at the same issue price as the Placement offer price of 55 cents per share, which for the purposes of Listing Rule 7.2 (exception 15), represents a discount of 16.74% to the VWAP of the Company’s shares over 5 days (on which sales in the shares were recorded) immediately prior to this announcement (up to 6 June 2018) of approximately 66.06 cents (source: Orient Capital).

Key details of the SPP are as follows:

- (a) Each eligible Australian and New Zealand shareholder of the Company who is registered on the Company’s register of shareholders on the Record Date (6 June 2018) will have the opportunity to purchase a minimum of \$2,000 and up to \$15,000 worth of new ordinary shares in the Company at an issue price of 55 cents per share (subject to discretionary scale back) (**SPP Shares**), without incurring brokerage or other transaction charges.
- (b) The SPP Shares will rank equally with all existing ordinary shares.
- (c) The SPP will be capped at the maximum permitted amount without shareholder approval being required under the Listing Rules and the Company reserves the right to scale back applications under the SPP.
- (d) The offers under the SPP are non-renounceable and non-transferable and, therefore, eligible shareholders cannot transfer their right to purchase SPP Shares to a third party.
- (e) The SPP is not underwritten.
- (f) The SPP Offer Booklet and accompanying form are expected to be despatched on or around Monday, 18 June 2018, and copy of which will be available on ASX.

Management options and new US ESOP

The Company has considered the existing incentive securities in place, and wishes to grant, subject to receipt of shareholder approval, 7.35 million unlisted management options to certain existing Australian and US-based senior employees and directors of the Company.

The options will have staggered exercise prices of \$1.00, \$1.25 and \$1.50, which all represent a significant premium to the recent trading of the Company’s share price.

The terms of the options have been designed to assist in aligning the interests of the proposed recipients to shareholders of the Company, and where applicable, to provide remuneration in a cost effective and efficient manner.

The Board recognises that as a significant part of the Company’s operations and employees are based in the United States, it is important to implement an employee incentive scheme that can be utilised to incentivise residents based in the United States. Accordingly, the



Company has prepared an employee incentive scheme specifically suitable for residents of the United States entitled the “US Stock Option Plan” (**US ESOP**).

Shareholder approval will be sought for the entire proposed issue of unlisted management options, and the adoption of the new US ESOP. At this stage, the Company anticipates that shareholder approval will be sought in July 2018.

Key dates for the Placement and SPP*

SPP Record Date	Wednesday, 6 June 2018
Placement and SPP announced to ASX	Thursday, 7 June 2018
Issue of Placement Shares	Friday, 15 of June, 2018
Despatch of SPP Offer Booklet and SPP Opening Date	Monday, 18 June 2018
SPP Closing Date	Monday, 9 July 2018
Issue of SPP Shares	Tuesday, 10 July 2018
Despatch of shareholding statements	Wednesday, 11 July 2018
SPP Shares commence trading on ASX	Thursday, 12 July 2018
Extraordinary General Meeting (to consider issue of Management options)	Mid July 2018

* Please note, the dates set out above are indicative only and are subject to change without notice. Any change in the timetable does not affect any rights or obligations you have as a result of accepting the SPP.

For more information, please contact:

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About Tinybeans Group Limited

Tinybeans Group Limited (ASX: TNY) is a mobile and web-based technology platform that provides parents with one safe space to capture and share their children's life stories with family. Tinybeans offers an experience without the distractions or privacy concerns that arise when sharing a child's memories. Tinybeans generates revenue from advertising from brands, premium subscriptions and printed products.

Founded in Sydney, Australia in 2012, Tinybeans serves a deeply engaged user base of over 2.4 Million users in over 200 countries/territories and keeps over 100 million precious memories safe.

Every day millions of users including celebrities, politicians and high-profile families rely on Tinybeans as their primary platform for capturing, storing and sharing their children's life stories.

www.tinybeans.com