



5 July 2023

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Cleansing Notice

Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth)

Tinybeans Group Limited (ASX: TNY) (OTCQB: TNYF) (Tinybeans or the Company) on Tuesday, 27 June 2023, announced the launch of a A\$2.5 million (equivalent to approximately US\$1.7 million¹) equity raising of new fully paid ordinary shares (**New Shares**) at an offer price of A\$0.15 per New Share (**Offer Price**).

The Equity Raising (defined below) is comprised of:

- a non-underwritten institutional placement on New Shares to raise gross proceeds of approximately A\$1.4 million (following an upsize in the bookbuild) (equivalent to approximately US\$0.9 million¹) (utilising ASX Listing Rule 7.1 capacity) conducted at the same time as the institutional component of the Entitlement Offer (**Placement**); and
- a fully underwritten² 1-for-4.6 pro rata accelerated non-renounceable entitlement offer of New Shares to raise gross proceeds of approximately A\$2.0 million (equivalent to approximately US\$1.3 million¹) (**Entitlement Offer**),

the Entitlement Offer and Placement are together the **Equity Raising**.

The Entitlement Offer consists of an entitlement offer to eligible institutional shareholders (**Institutional Entitlement Offer**), and an entitlement offer to eligible retail shareholders (**Retail Entitlement Offer**).

The Placement was conducted concurrently with the Institutional Entitlement Offer.

This notice is given by Tinybeans Group Limited ACN 168 481 614 ('**Company**' or '**Tinybeans**') under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

Following partial settlement of the Placement and full settlement of the Institutional Entitlement Offer, Tinybeans has today issued a total of 13,451,970 New Shares in the capital of the Company at an issue price of \$0.15, as per the Company's announcements made to the ASX on Tuesday, 27 June 2023, Thursday 29 June 2023 and the Appendix 2A lodged today. This consists of:

- 6,286,434 New Shares under the Placement; and
- 7,165,536 New Shares under the Institutional Entitlement Offer.

Details of the issue of New Shares

Class of shares:	Fully Paid Ordinary Shares
ASX Code of the securities:	TNY
Date of issue:	5 July 2023
Total number of shares issued:	13,451,970

¹ Assumes AUD:USD foreign exchange conversion of 0.6681.

² Refer to slides 39-42 of the investor presentation dated 27 June 2023 for a description of the terms and conditions of the underwriting arrangement.

Price per Placement Share:	\$0.15
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It is anticipated that the balance 2,821,376 New Shares under the Placement will be issued on or about 7 July 2023.

Cleansing information

In accordance with section 708A(6) of the *Corporations Act* (Cth) (**Corporations Act**), Tinybeans gives notice that:

- The New Shares under the Placement were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- This notice is being given under section 708A(5)(e) of the Corporations Act;
- As of the date of this notice, Tinybeans has complied with:
 - the provisions of Chapter 2M of the Corporations Act as they apply to Tinybeans; and
 - section 674 of the Corporations Act; and
- As of the date of this notice, there is no "excluded information" as defined in sections 708A(7) and 708A(8) of the Corporations Act which is required to be disclosed by Tinybeans.

For more information, please contact:

Chantale Millard

Chair

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Authorised and approved by the Board of Tinybeans Group Limited.

—ENDS—

About Tinybeans Group

Tinybeans Group Limited (ASX: TNY, OTCQB: TNYVF) is the only high trust app and web platform offering a personalized experience for new and growing families that helps them achieve their #1 goal in life—to raise amazing kids. Our purpose is bigger than simply making parenting easier. We help families thrive by giving them a safe, useful and inspirational place to go to capture and share memories, engage with trustworthy content and find thoughtful recommendations tailored to their family's needs, interests and where they live.

Tinybeans engages 28 million mindful parents every month, enjoys over 150,000 5-star reviews in the Apple App and Google Play stores, and has been recognized by Apple for excellence in both content—top 3 most viewed and exclusive parenting partner for Apple Guides, and utility—twice being named U.S. app of the day.

Not an offer of securities

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