



Announcement Summary

Entity name

TINYBEANS GROUP LTD

Announcement Type

New announcement

Date of this announcement

13/12/2024

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	OPTIONS EX. \$0.095 and EXP. 3 years from their date of issue	750,000
New class-code to be confirmed	OPTIONS EX. \$0.15 and EXP. 3 years from their date of issue	750,000

Proposed +issue date

1/7/2025

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

TINYBEANS GROUP LTD

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ACN

Registration Number

168481614

1.3 ASX issuer code

TNY

1.4 The announcement is

New announcement

1.5 Date of this announcement

13/12/2024

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	1/7/2025	Estimated	

Comments

Refer to the ASX announcement released 14 November 2024 that noted the proposed issue of options to related party (Chair) Chantale Millard. A subsequent acceptance letter has now been signed. Shareholder approval will be required if the options are issued before 1 July 2025, being within 6 months of her resignation date of 31 December 2024.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No

ASX +security code

New class-code to be confirmed

+Security description

OPTIONS EX. \$0.095 and EXP. 3 years from their date of issue

+Security type

Options

**Number of +securities proposed to be issued**

750,000

Offer price details**Are the +securities proposed to be issued being issued for a cash consideration?**

No

Please describe the consideration being provided for the +securities

The options are to be issued for nil consideration.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

0.000100

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.0950	1/7/2028

Details of the type of +security that will be issued if the option is exercised

TNY : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

750,000 ordinary class shares

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

Annexure C of the 2024 AGM Notice of Meeting: <https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02865446-2A1555225>

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

New class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities do not have +CDIs issued over them)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

No



No

ASX +security code

New class-code to be confirmed

+Security description

OPTIONS EX. \$0.15 and EXP. 3 years from their date of issue

+Security type

Options

Number of +securities proposed to be issued

750,000

Offer price details**Are the +securities proposed to be issued being issued for a cash consideration?**

No

Please describe the consideration being provided for the +securities

The options are to be issued for nil consideration.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

0.000100

Will all the +securities issued in this class rank equally in all respects from their issue date?

Yes

Options details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.1500

Expiry date

1/7/2028

Details of the type of +security that will be issued if the option is exercised

TNY : ORDINARY FULLY PAID

Number of securities that will be issued if the option is exercised

750,000 ordinary class shares

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.Annexure C of the 2024 AGM Notice of Meeting: <https://cdn-api.markitdigital.com/apiman-gateway/ASX/asx-research/1.0/file/2924-02865446-2A1555225>

Part 7C - Timetable

7C.1 Proposed +issue date

1/7/2025



Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

Yes

7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

1/7/2025

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

Yes

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

There are no material fees or costs in connection with the proposed issue.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The board has approved the issue of the options subject to shareholder approval as required in recognition of services and efforts provided to the Company as set out in the ASX announcement released on 14 November 2024.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

In accordance with the ASX listing rules, shareholder approval will be required if the options are to be issued within 6 months of the recipient ceasing to be a Related Party. Following the 6 month period, the options may be issued under the Company's available placement capacity under LR 7.1. The shareholder approval date (if required), issue and expiry dates noted in this Appendix are estimated and indicative only at this time.