



16 May 2018

Ms Charlotte Hope
Senior Adviser, Listings Compliance (Sydney)
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By email: Charlotte.Hope@asx.com.au

Dear Charlotte,

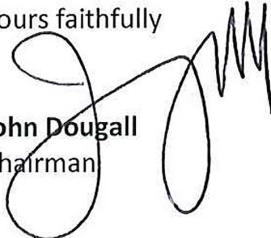
Re Appendix 4C Query

We refer to your letter of 11 May 2018 to Tinybeans Group Limited ("**Tinybeans**" or the "**Company**") and adopting similar paragraph numbering as contained therein we respond as follows:

1. Yes. However, the Company is conscious that cash receipts for the quarter ended December 2017 was \$549,000 and the quarter ending March 2018 was \$373,000. Therefore, the projected cash outflow will be reduced by the expected cash receipts for the current quarter. Also, based on previous operating results, Q3 is historically a lower cash receipt quarter than other quarters.
2. The Company is considering various options to raise capital. At present the Company has not finalised a capital raising. The Company will advise the market when and if a capital raising is finalised in accordance with its continuous disclosure obligations.
3. Yes. Please refer to the answer to item 2 above.
4. We confirm that the Company is in compliance with the ASX Listing Rules and in particular Listing Rule 3.1. We confirm that there is no information that should be given to ASX about the Company's financial condition in accordance with that Listing Rule 3.1 that has not already been released to the market.
5. We confirm that this response has been approved by the Board of Directors of the Company.

We trust this answers your queries.

Yours faithfully


John Dougall
Chairman

11 May 2018

Mr Andrew Whitten

Company Secretary
Tinybeans Group Ltd
Level 1, 26-28 Wentworth Avenue
Surry Hills, NSW, 2010

By email: Andrew.whitten@whittens.com.au

Dear Mr Whitten

Tinybeans Group Limited ("TNY"): Appendix 4C Query

I refer to TNY's Appendix 4C quarterly report for the period ended 31 March 2018 lodged with ASX Market Announcements Platform and released on 27 April 2018 (the "Appendix 4C").

ASX notes that TNY has reported:

- negative net operating cash flows for the quarter of \$1,292,000;
- cash at the end of the quarter of \$1,861,000; and
- estimated cash outflows for the next quarter of \$1,596,000.

It is possible to conclude, based on the information in the Appendix 4C, that if TNY were to continue to expend cash at the rate indicated by the Appendix 4C, TNY may not have sufficient cash to continue funding its operations. In view of that, ASX asks TNY to answer separately each of the following questions and provide the following confirmations in a format suitable for release to the market in accordance with Listing Rule 18.7A:

1. Does TNY expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has TNY taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?
3. Does TNY expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
4. Please confirm that TNY is in compliance with Listing Rule 3.1 and that there is no information that should be given to ASX about its financial condition in accordance with that Rule that has not already been released to the market.
5. Please confirm that TNY's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of TNY with delegated authority from the board to respond to ASX on disclosure matters.

Please also provide any other information that TNY considers may be relevant to ASX forming an opinion on whether TNY is in compliance with Listing Rule 12.2 (a listed entity's financial condition must, in ASX's opinion, be adequate to warrant the continued quotation of its securities and its continued listing).

When and where to send your response

This request is made under, and in accordance with Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by not later than 9.30am AEST on 16 May 2018. If we do not have your response by then, ASX will have no choice but to consider suspending trading in TNY's securities under Listing Rule 17.3.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, TNY's obligation is to disclose the information "immediately". This may require the information to be disclosed before the deadline set out in the previous paragraph.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me by e-mail at charlotte.hope@asx.com.au. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Listing Rule 3.1

Listing Rule 3.1 requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. Exceptions to this requirement are set out in Listing Rule 3.1A.

In responding to this letter, you should have regard to TNY's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

It should be noted that TNY's obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in TNY's securities under Listing Rule 17.1.

If you wish to request a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.

You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

If you have any queries or concerns about any of the above, please contact me immediately.

Kind regards

[Sent electronically without signature]

Charlotte Hope

Senior Adviser, Listings Compliance (Sydney)

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