2026 CORPORATE GOVERNANCE STATEMENT

This corporate governance statement sets out Tinybeans Group Limited's **(Company)** current compliance with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (Fourth Edition) **(ASX Principles and Recommendations).** The ASX Principles and Recommendations are not mandatory. However, this corporate governance statement discloses the extent to which the Company has followed the ASX Principles and Recommendations. This corporate governance statement is current as at 27 August 2026 and has been approved by the Company's board **(Board).**

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
1. Lay Solid Foundations and Oversight		
1.1 A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	Yes Yes	The Board has adopted a Board Charter which sets out the manner in which its powers and responsibilities are exercised and discharged, having regard to the principles of good corporate governance and applicable laws. The Board Charter clearly defines the respective roles and responsibilities of the Board and management, including those matters reserved exclusively for the Board and those delegated to management. The Board reviews the allocation of responsibilities between the Board and management from time to time to ensure the governance framework remains appropriate for the Company's size, nature and operations. The Board Charter is available on the Company's website at the following URL: https://tinybeans.com/investors/corporate-governance/
1.2 A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive, or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	Yes Yes	Before appointing a Director or senior executive, or nominating a candidate for election as a Director, the Company undertakes appropriate background checks, including checks of the individual's character, experience, education, criminal history and bankruptcy history, to the extent permitted by law. The Company will provide the following information to shareholders to enable them to make an informed decision as to whether to elect a director for the first time: • biographical details including relevant qualifications, experience and skills that they bring to the Board; • details of any other material directorships currently held; • any materially adverse information revealed by the checks the Company has performed about the candidate; • any interest, position, association or relationship that might influence, or reasonably be perceived to influence, in a material respect the candidate's capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the Company and its shareholders generally; • whether the Board considers that, if elected, the candidate will qualify as an independent Director; and whether the Board supports the election of the candidate. The Company will provide the following information to shareholders to enable them to make an informed decision as to whether to re-elect a Director standing for re-election: • biographical details; • relevant qualifications, experience and skills they bring to the Board; • details of any other material directorships currently held; • term of office currently served; • if the Board considers the Director an independent Director; and • if the Board supports their re-election.

<table>
<tr><th>ASX Principles and Recommendations</th><th>Comply (Yes/No)</th><th>Explanation</th></tr>
<tr><td>1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.</td><td>Yes</td><td>Directors and senior executives of the Company are given letters of appointment and/or service agreements prior to their engagement with the Company.</td></tr>
<tr><td>1.4 The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.</td><td>Yes</td><td>The Company Secretary is appointed by, and is accountable to, the Board through the Chair. The Chair and the Company Secretary are responsible for coordinating the Board agenda and supporting the effective functioning of the Board.</td></tr>
<tr><td>1.5 A listed entity should:
(a) have and disclose a diversity policy;
(b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and
(c) disclose in relation to each reporting period:
1) the measurable objectives set for that period to achieve gender diversity;
2) the entity's progress towards achieving those objectives; and
3) either:
a) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or
b) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.
If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.</td><td>No
No
No
Yes</td><td>The Company, at its current size and stage of development, has not found it necessary to create a diversity policy or to annually report on measurable objectives with respect to gender diversity.

As the Company develops, the Board intends to review its practices, and if deemed necessary in the future, the Board may consider adopting such a policy.

The respective proportions of men and women as at 30 June 2026 are as follows:
For the purposes of this disclosure, 'senior executive' means the CEO, CFO and each member of the key management team identified by the Company as at 30 June 2026.

<table>
<tr><th></th><th>Male</th><th>Female</th></tr>
<tr><td>Board</td><td>80%</td><td>20%</td></tr>
<tr><td>Senior Executives</td><td>-%</td><td>100%</td></tr>
<tr><td>Workforce</td><td>20%</td><td>80%</td></tr>
</table>
The Company was not in the S&P / ASX 300 Index at the commencement or at any time during the reporting period.</td></tr>
<tr><td>1.6 A listed entity should:
(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and
(b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.</td><td>Yes
Yes</td><td>Performance evaluations are facilitated by the Chair against agreed key performance indicators. Directors are given the opportunity to provide feedback on all aspects of Board performance. Directors retiring by rotation undergo an evaluation by the Chair. The evaluation considers factors such as capability, skills, industry understanding, value-adding contribution, and performance in key areas of responsibility. Performance evaluations occur annually and aim to enhance the effectiveness of Directors and the Board. Performance evaluations were undertaken in respect of the reporting period.</td></tr>
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ASX Principles and Recommendations	Comply (Yes/No)	Explanation
1.7 A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	Yes Yes	Performance evaluations were undertaken for the senior executive team during the reporting period. The performance of the senior executives of the Company was reviewed in accordance with the Company's annual performance appraisal process, which includes the review of past performance against set objectives for the individual.

2. Structure the Board to be effective and Add Value

2.1 The board of a listed entity should: (a) have a nomination committee which: 1) has at least three members, a majority of whom are independent directors; and 2) is chaired by an independent director, and disclose: 3) the charter of the committee; 4) the members of the committee; and 5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	No Yes	Given the Company's size and stage of development, the Board considers it more efficient and effective for the full Board to discharge the responsibilities that would otherwise be delegated to a separate remuneration and nominations committee. In doing so, the Board has regard to the processes set out in the Remuneration and Nominations Committee Charter, which is available on the Company's website at: https://tinybeans.com/investors/corporate-governance/ The Board ensures that all material information relevant to a decision on whether or not to elect or re-elect a director is provided to security holders. The Board regularly assesses its balance of skills, knowledge, experience, independence and diversity against the relevant provisions in its Board Charter, including the Board Skills Matrix described in Recommendation 2.2 below, to enable it to discharge its duties and responsibilities effectively.
2.2 A listed entity should have and disclose a board skills matrix setting out the mix of skills that the Board currently has or is looking to achieve in its membership.	Yes	The Board strives to ensure that it is comprised of Directors with a blend of skills, experience and attributes appropriate for the Company and its business. The Company has a Board Skills Matrix setting out the mix of skills and diversity of the current Directors of the Company. The skills represented on the Board include technology, digital media, finance, accounting, risk management, public company governance, strategic planning, mergers and acquisitions, and international business operations. The Board Skills Matrix is available on the Company website: https://tinybeans.com/investors/corporate-governance/

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
2.3 A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	Yes Yes Yes	The Board has reviewed the position and associations of each of the six Directors who served on the Board during FY26, their length of service and their status of independence as follows: • James Warburton - Non-Executive Director and Chair (appointed 1 July 2024) • Andrew Silverberg - Non-Executive Director (appointed 6 February 2023) • Michael Rothman - Non-Executive Director (appointed 5 August 2024) • Cliff Sirlin - Non-Executive Director (appointed 3 December 2025) • Rebecca White - Executive Director and CFO (appointed 23 February 2026) • Zsofi Paterson - Executive Director and CEO (resigned 23 February 2026) Ms White is not considered independent due to her executive role as Chief Financial Officer. The Board considers the following Directors to be independent: James Warburton, Andrew Silverberg, Michael Rothman and Cliff Sirlin. In making this determination, the Board has had regard to the independence criteria in the ASX Principles and Recommendations, and other facts, information and circumstances that the Board considers relevant. The Board assesses the independence of new Directors upon appointment and reviews their independence, and the independence of the other directors as appropriate. The Company has disclosed the details of each Director (including their length of service) in the Company's 2026 Annual Report.
2.4 A majority of the board of a listed entity should be independent directors.	Yes	The Board considers the majority of Directors are independent.
2.5 The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	Yes	During the financial year ended 30 June 2026, the Chair and CEO roles were exercised by different individuals. Mr James Warburton served as Chair throughout FY2026 and remained Chair as at 30 June 2026. The Company's Chair, Mr James Warburton, is considered an independent Director by the Board of the Company, and Mr Warburton satisfies the ASX Principles and Recommendations definition of an independent Director. Mr Warburton is not the same person as the CEO of the Company.
2.6 A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	Yes	The Company has an induction program for each new Director upon appointment. The induction program includes meetings with the Chair, members of the Board, the Company Secretary, senior management and other relevant executives to familiarise Directors with the Company's business, operations, governance framework, policies and procedures, and the roles and responsibilities of the Board. Directors are encouraged to maintain and enhance the skills and knowledge required to perform their role effectively. Subject

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
		to the approval of the Chair, Directors may undertake appropriate professional development and continuing education at the Company's expense.
3. Instil a Culture of Acting Lawfully, Ethically and Responsibly		
3.1 A listed entity should articulate and disclose its values.	Yes	The Company's values are: • We're a safe zone - We take your families' privacy seriously. We're always in your corner; you can tell us anything and feel secure, seen and supported. • Play all day - We're energetic, inclusive and always find something to celebrate. We know how to make things special and find meaning in everyday moments. • No filters - Just like kids, we're refreshingly honest. We're real, raw and put people at ease by telling it like it is and steering clear of 'perfect parenting' ideals. • Colour inside the lines The Company values are available on the Company's website at: https://tinybeans.com/values/
3.2 A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	Yes Yes	The Board is committed to the establishment and maintenance of appropriate ethical standards in order to instil confidence in both clients and the community in the way the Company conducts its business. These standards are encapsulated in the Code of Conduct which outlines how the Company expects each person who represents it to behave and conduct business. All material breaches of the Code of Conduct are reported to the Board. The Code of Conduct is available on the Company's website at the following URL: https://tinybeans.com/investors/corporate-governance/
3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	Yes Yes	The Company has adopted a Whistleblower Policy which is available on the Company's website: https://tinybeans.com/investors/corporate-governance/ The Board is informed of any material incidents reported under the Whistleblower Policy.
3.4 A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	Yes Yes	The Company has adopted an Anti-Bribery and Corruption Policy which is available on the Company's website: https://tinybeans.com/investors/corporate-governance/ The Board is informed of any material breaches under the Anti-Bribery and Corruption Policy.

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
4. Safeguard the Integrity of Corporate Reports		
4.1 The board of a listed entity should: (a) have an audit committee which: 1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and 2) is chaired by an independent director, who is not the chair of the board, and disclose: 3) the charter of the committee; 4) the relevant qualifications and experience of the members of the committee; and 5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	No Yes	Given the Company's size and stage of development, the Board considers it more efficient and effective for the full Board to discharge the responsibilities that would otherwise be delegated to a separate audit and risk committee. In doing so, the Board has regard to the processes set out in the Audit and Risk Committee Charter, which is available on the Company's website at: https://tinybeans.com/investors/corporate-governance/
4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	Yes	Prior to approval of the Company's financial statements, the Board receives declarations from the Chief Executive Officer and Chief Financial Officer that the financial records of the Company have been properly maintained; the financial statements comply with applicable accounting standards and give a true and fair view of the financial position and performance of the Company; and the opinion has been formed on the basis of a sound system of risk management and internal control that is operating effectively.
4.3 A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	Yes	Prior to release, each material periodic corporate report not audited or reviewed by an external auditor is reviewed by relevant members of management with subject matter responsibility, including finance, legal and operational personnel where appropriate. Draft reports are then reviewed by senior management and the Board to verify the accuracy, balance and completeness of the information before release to the market.

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
5. Make Timely and Balanced Disclosure		
5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	Yes	The Company is committed to providing timely, complete and accurate disclosure of information to allow a fair, and well-informed market in its securities and compliance with the continuous disclosure requirements imposed by law, including the *Corporations Act 2001* (Cth) and the ASX Listing Rules. The Company's Continuous Disclosure Policy is available on the Company's website at: https://tinybeans.com/investors/corporate-governance/
5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	Yes	The Board is provided with copies of all material market announcements promptly after they have been made.
5.3 A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	Yes	Before any new and substantive investor or analyst presentation is given, a copy of the presentation materials is released to ASX.
6. Respect the Rights of Security Holders		
6.1 A listed entity should provide information about itself and its governance to investors via its website.	Yes	The Company provides information about itself and its governance to its investors on the Company's website at the following URL: https://tinybeans.com/investors/ The Company regularly updates the website and contents therein as deemed necessary.
6.2 A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	Yes	The Company has a formal investor and media relations plan in place whereby the Company will provide regular news flow to keep investors and media updated and engaged. In addition, the Board engages with investors at the AGM and responds to shareholder enquiries on an ad hoc basis. Material communications are dispatched to investors either via email, post and ASX market announcements. The Company has adopted a Shareholder Communications Policy that sets out the Company's policies and processes in relation to communication with shareholders (including investors). The Company's Shareholder Communications Policy is available on the Company's website at: https://tinybeans.com/investors/corporate-governance/

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	Yes	The Company has a formal shareholder communications policy in place whereby information will be communicated to shareholders through: (a) continuous disclosure of all relevant financial and other information to the ASX; (b) publishing information on the Company's website at www.tinybeans.com; (c) periodic disclosure through the Annual Report and the half year financial report; (d) notice of meetings and explanatory material; and (e) the AGM and other general meetings. The Company's Shareholder Communications Policy is available at the Company's website at the following URL: https://tinybeans.com/investors/corporate-governance/
6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	Yes	All substantive resolutions at a meeting of security holders are decided by a poll rather than a show of hands.
6.5 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	Yes	The Company engages its share registry to manage the majority of communications with shareholders. Shareholders are encouraged to receive correspondence from the Company electronically, thereby facilitating a more effective, efficient and environmentally friendly communication mechanism with shareholders.

7. Recognise and Manage Risk

7.1 The Board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: 1) has at least three members, a majority of whom are independent directors; and 2) is chaired by an independent director, 3) and disclose: 4) the charter of the committee; 5) the members of the committee; and 6) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or	No	Given the Company's size and stage of development, the Board considers it more efficient and effective for the full Board to discharge the responsibilities that would otherwise be delegated to a separate audit and risk committee. In doing so, the Board has regard to the processes set out in the Audit and Risk Committee Charter, which is available on the Company’s website at: https://tinybeans.com/investors/corporate-governance/
(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	Yes	

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
7.2 The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose in relation to each reporting period, whether such a review has taken place.	Yes Yes	The Board is responsible for determining the Company's risk appetite and overseeing its risk management framework. The Board reviews the effectiveness of the Company's risk management framework periodically to ensure it remains appropriate and effective in identifying, assessing, managing and monitoring the Company's material business risks. The Board also oversees management's implementation of the risk management framework and monitors management's performance to ensure the Company's operations remain within the risk appetite approved by the Board. During FY2026, the Board reviewed the Company's risk management framework and determined that it remained appropriate and effective.
7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	No Yes	The Company does not have an internal audit function in place. The Board is responsible for evaluating and continually improving the effectiveness of the Company's governance, risk management and internal control processes. The Board undertakes this evaluation through regular reviews of management reports concerning material risks, internal controls and compliance, consideration of external audit findings and recommendations, and monitoring the implementation of any agreed remedial actions.
7.4 A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	Yes	The Board is responsible for the oversight and management of all material business risks. The Board does not consider the Company to have any material exposure to environmental or social sustainability risks. The Board monitors environmental and social sustainability risks as part of the Company's broader risk management framework and will make any disclosure required under the ASX Listing Rules. The Company has disclosed its material business risks in its 2026 Annual Report.

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
8. Remunerate Fairly and Responsibly		
8.1 The Board of a listed entity should: (a) have a remuneration committee which: 1) has at least three members, a majority of whom are independent directors; and 2) is chaired by an independent director, and disclose: 3) the charter of the committee; 4) the members of the committee; and 5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	No Yes	Given the Company's size and stage of development, the Board considers it more efficient and effective for the full Board to discharge the responsibilities that would otherwise be delegated to a separate remuneration and nominations committee. In doing so, the Board has regard to the processes set out in the Remuneration and Nominations Committee Charter, which is available on the Company's website at: https://tinybeans.com/investors/corporate-governance/ During the reporting period, the Board reviewed and made recommendations on the remuneration arrangements for executive Directors, the Chief Executive Officer and senior executives. The Board approved the remuneration of senior management and non-executive Directors, monitored compliance with the aggregate non-executive Director fee pool approved by shareholders, and oversaw the Company's remuneration policies and practices. The Board also conducted performance evaluations, considered market remuneration trends and oversaw the operation of the Company's short-term incentive and employee equity incentive plans, including the assessment of performance hurdles and the resolution of any matters arising under those plans.
8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Yes	The Company disclosed its remuneration policies and practices in the 2026 Annual Report.
8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	Yes Yes	The Company has a Securities Trading Policy that prohibits directors, officers and employees from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements under any equity-based remuneration scheme. The Securities Trading Policy is available on the Company's website at: https://tinybeans.com/investors/corporate-governance/