Appendix 3G

Notification of issue, conversion or payment up of equity +securities

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

If you are an entity incorporated outside Australia and you are issuing a new class of +securities other than CDIs, you will need to obtain and provide an International Securities Identification Number (ISIN) for that class. Further information on the requirement for the notification of an ISIN is available from the Create Online Forms page. ASX is unable to create the new ISIN for non-Australian issuers.

*Denotes minimum information required for first lodgement of this form, with exceptions provided in specific notes for certain questions. The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity.

Part 1 – Entity and announcement details

Question no	Question	Answer
1.1	*Name of entity We (the entity here named) give notice of the issue, conversion or payment up of the following unquoted +securities.	Baby Bunting Group Limited
1.2	*Registration type and number Please supply your ABN, ARSN, ARBN, ACN or another registration type and number (if you supply another registration type, please specify both the type of registration and the registration number).	ABN 58 128 533 693
1.3	*ASX issuer code	BBN
1.4	*This announcement is	⋈ A new announcement
	Tick whichever is applicable.	☐ An update/amendment to a previous announcement
		☐ A cancellation of a previous announcement
1.4a	*Reason for update Mandatory only if "Update" ticked in Q1.4 above. A reason must be provided for an update.	Not applicable
1.4b	*Date of previous announcement to this update Mandatory only if "Update" ticked in Q1.4 above.	Not applicable
1.4c	*Reason for cancellation Mandatory only if "Cancellation" ticked in Q1.4 above.	Not applicable
1.4d	*Date of previous announcement to this cancellation Mandatory only if "Cancellation" ticked in Q1.4 above.	Not applicable
1.5	*Date of this announcement	24 December 2020

Part 2 – Type of issue

Question No.	Question	Answer
2.1	*The +securities the subject of this notification are: Select whichever item is applicable. If you wish to notify ASX of different types of issues of securities, please complete a separate Appendix 3G for each type of issue.	
2.2a.1	Please state the number and type of options that were exercised or other +convertible securities that were converted (including their ASX security code if available)? Answer this question if your response to Q2.1 is "securities issued as a result of options being exercised or other convertible securities being	Not applicable
2.2a.2	converted and that are not to be quoted on ASX". And the date the options were exercised or other +convertible securities were converted:	Not applicable
	Answer this question if your response to Q2.1 is "securities issued as a result of options being exercised or other convertible securities being converted and that are not to be quoted on ASX". Note: If this occurred over a range of dates, enter the date the last of the options was exercised or	
2.2b.1	convertible securities was converted. Please state the number and type of partly paid +securities that were fully paid up (including their ASX security code if available)? Answer this question if your response to Q2.1 is "partly paid securities that have been paid up and that are not to be guested on ASX"	Not applicable
2.2b.2	are not to be quoted on ASX". And the date the *securities were fully paid up: Answer this question if your response to Q2.1 is "partly paid securities that have been paid up and that are not to be quoted on ASX". Note: If this occurred over a range of dates, enter the date the last of the securities was fully paid up.	Not applicable

Appendix 3G Notification of issue, conversion or payment up of equity +securities

2.2c.1	Please state the number and +securities (including their A code) issued under an +empincentive scheme that are no immediately quoted on ASX Answer this question if your response scheme that are not being immedia ASX".	SX security bloyee of being se to Q2.1 is se incentive		
2.2c.2	*Please attach a document or provide details of a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms. Answer this question if your response to Q2.1 is "securities issued under an employee incentive scheme that are not being immediately quoted on ASX".		Incentive Plan 2020 Remune https://www.bawyg/docs/Bab 20FINAL.p Details of the performance rand Managing Notice of 2020 terms that approvered by thi https://www.ba	abybunting.com.au/media/wysi y_Bunting_Annual_Report_20
2.2c.3	*Are any of these +securities being issued to +key management personnel (KMP) or an +associate Answer this question if your response to Q2.1 is "securities issued under an employee incentive scheme that are not being immediately quoted on ASX".		Yes	
2.2c.3.a	*Provide details of the recipients and the number of +securities issued to each of them. Answer this question if your response to Q2.1 is "securities issued under an employee incentive scheme that are not being immediately quoted on ASX" and your response to Q2.2c.3 is "Yes". Repeat the detail in the table below for each KMP involved in the issue. If the securities are being issued to the KMP, repeat the name of the KMP or insert "Same" in "Name of registered holder". If the securities are being issued to an associate of a KMP, insert the name of the associate in "Name of registered holder".		n employee incentive scheme that are es". Repeat the detail in the table I to the KMP, repeat the name of the	
	Name of KMP	Name of regist	ered holder	Number of +securities
	Matt Spencer	Matt Spencer		480,000
	Darin Hoekman	Darin Hoekmaı	n	350,000
2.2d.1	*The purpose(s) for which the issuing the +securities is: Answer this question if your responsion. "Other". You may select one or more of the interval of th	se to Q2.1 is	☐ To fund the ☐ To pay for [provide de ☐ To pay for [provide de	dditional working capital e retirement of debt the acquisition of an asset etails below] services rendered etails below] vide details below] ails:

Appendix 3G Notification of issue, conversion or payment up of equity +securities

2.2d.2	Please provide any further information needed to understand the circumstances in which you are notifying the issue of these +securities to ASX, including (if applicable) why the issue of the +securities has not been previously announced to the market in an Appendix 3B You must answer this question if your response to Q2.1 is "Other". If there is no other information to provide, please answer "Not applicable" or "N/A".	Not applicable
2.3	*The +securities being issued are: Tick whichever is applicable	□ Additional +securities in an existing unquoted class that is already recorded by ASX ("existing class")
		 □ New +securities in an unquoted class that is not yet recorded by ASX ("new class")

Part 3A – number and type of +securities being issued (existing class)

Answer the questions in this part if your response to Q2.3 is "existing class".

Question No.	Question	Answer
3A.1	*ASX security code & description	BBNAA – performance rights granted under the Company's Long Term Incentive Plan
3A.2	*Number of +securities being issued	2,660,000
3A.3a	*Will the +securities being issued rank equally in all respects from their issue date with the existing issued +securities in that class?	Yes
3A.3b	*Is the actual date from which the +securities will rank equally (non-ranking end date) known? Answer this question if your response to Q3A.3a is "No".	Not applicable
3A.3c	*Provide the actual non-ranking end date Answer this question if your response to Q3A.3a is "No" and your response to Q3A.3b is "Yes".	Not applicable
3A.3d	*Provide the estimated non-ranking end period Answer this question if your response to Q3A.3a is "No" and your response to Q3A.3b is "No".	Not applicable
3A.3e	*Please state the extent to which the +securities do not rank equally: • in relation to the next dividend, distribution or interest payment; or • for any other reason Answer this question if your response to Q3A.3a is "No". For example, the securities may not rank at all, or may rank proportionately based on the percentage of the period in question they have been on issue, for the next dividend, distribution or interest payment; or they may not be entitled to participate in some other event, such as an entitlement issue.	Not applicable

Part 3B – number and type of +securities being issued (new class)

Answer the questions in this part if your response to Q2.3 is "new class".

Question No.	Question	Answer
3B.1	*Security description	Not applicable
3B.2	*Security type Select one item from the list that best describes the securities the subject of this form. This will determine more detailed questions to be asked about the security later in this section. Select "ordinary fully or partly paid shares/units" for stapled securities or CDIs. For interest rate securities, please select the appropriate choice from either "Convertible debt securities" or "Nonconvertible debt securities". Select "Other" for performance shares/units and performance options/rights or if the selections available in the list do not appropriately describe the security being issued.	 □ Ordinary fully or partly paid shares/units □ Options □ +Convertible debt securities □ Non-convertible +debt securities □ Redeemable preference shares/units □ Other
3B.3	ISIN code Answer this question if you are an entity incorporated outside Australia and you are issuing a new class of securities other than CDIs. See also the note at the top of this form.	Not applicable
3B.4	*Number of +securities being issued	Not applicable
3B.5a	*Will all the +securities issued in this class rank equally in all respects from the issue date?	Not applicable
3B.5b	*Is the actual date from which the +securities will rank equally (non-ranking end date) known? Answer this question if your response to Q3B.5a is "No".	Not applicable
3B.5c	*Provide the actual non-ranking end date Answer this question if your response to Q3B.5a is "No" and your response to Q3B.5b is "Yes".	Not applicable
3B.5d	*Provide the estimated non-ranking end period Answer this question if your response to Q3B.5a is "No" and your response to Q3B.5b is "No".	Not applicable
3B.5e	*Please state the extent to which the +securities do not rank equally: • in relation to the next dividend, distribution or interest payment; or • for any other reason Answer this question if your response to Q3B.5a is "No". For example, the securities may not rank at all, or may rank proportionately based on the percentage of the period in question they have been on issue, for the next dividend, distribution or interest payment; or they may not be entitled to participate in some other event, such as an entitlement issue.	Not applicable

		payment up of equity +securities
3B.6	Please attach a document or provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued	Not applicable
	You may cross reference a disclosure document, PDS, information memorandum, investor presentation or other announcement with this information provided it has been released to the ASX Market Announcements Platform.	
3B.7	*Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?	Not applicable
	Answer this question only if you are an ASX Listing. (ASX Foreign Exempt Listings and ASX Debt Listings do not have to answer this question).	
	If your response is "No" and the securities have any unusual terms, you should approach ASX as soon as possible for confirmation under listing rule 6.1 that the terms are appropriate and equitable.	
3B.8a	Ordinary fully or partly paid shares/units	details
	Answer the questions in this section if you selected this	security type in your response to Question 3B.2.
	*+Security currency	Not applicable
	This is the currency in which the face amount of an issue is denominated. It will also typically be the currency in which distributions are declared.	
	*Will there be CDIs issued over the +securities?	Not applicable
	*CDI ratio	Not applicable
	Answer this question if you answered "Yes" to the previous question. This is the ratio at which CDIs can be transmuted into the underlying security (e.g. 4:1 means 4 CDIs represent 1 underlying security whereas 1:4 means 1 CDI represents 4 underlying securities).	
	*Is it a partly paid class of +security?	Not applicable
	*Paid up amount: unpaid amount	Not applicable
	Answer this question if answered "Yes" to the previous question.	
	The paid up amount represents the amount of application money and/or calls which have been paid on any security considered 'partly paid'	
	The unpaid amount represents the unpaid or yet to be called amount on any security considered 'partly paid'.	
	The amounts should be provided per the security currency (e.g. if the security currency is AUD, then the paid up and unpaid amount per security in AUD).	
	*Is it a stapled +security?	Not applicable
	This is a security class that comprises a number of ordinary shares and/or ordinary units issued by separate entities that are stapled together for the purposes of trading.	
3B.8b	Option details	
	Answer the questions in this section if you selected this	security type in your response to Question 3B.2.
	*+Security currency	Not applicable
	This is the currency in which the exercise price is payable.	

Appendix 3G Notification of issue, conversion or payment up of equity +securities

*Exercise price		Not applicable
	ption can be exercised and	
convert into the underlying exercise price please ans		
The exercise price should	be provided per the security currency is AUD.	
the exercise price should	, ,	
*Expiry date		Not applicable
The date on which the op	tions expire or terminate.	
*Details of the numb	er and type of	Not applicable
	ts ASX security code if	
the +security is quote ASX) that will be issu		
exercised		
	can be exercised to receive	
ABC, please insert "One t	are with ASX security code fully paid ordinary share	
(ASX:ABC)".		
3B.8c Details of non-conv		s, +convertible debt securities, or
•		of these security types in your response to Question
3B.2.		
		g Conventions and Security Descriptions for ASX Quoted ortain terms used in this section
*Type of +security		☐ Simple corporate bond
Select one item from the I	ist	□ Non-convertible note or bond
		☐ Convertible note or bond
		☐ Preference share/unit
		☐ Capital note
		☐ Hybrid security
		☐ Other
1.0		
*+Security currency This is the currency in wh	ich the face value of the	Not applicable
security is denominated. I currency in which interest	t will also typically be the	
Face value		Not applicable
This is the principal amou	•	
The face value should be		
currency (i.e. if security cu		
currency (i.e. if security of face value per security in	urrency is AUD, then the	
*Interest rate type	urrency is AUD, then the AUD).	☐ Fixed rate
*Interest rate type Select one item from the i	urrency is AUD, then the AUD).	☐ Fixed rate ☐ Floating rate
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions	irrency is AUD, then the AUD). list erest rate type per the terms of for each type are provided	
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions	irrency is AUD, then the AUD). list erest rate type per the terms of for each type are provided g Conventions and Security	☐ Floating rate
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin	irrency is AUD, then the AUD). list erest rate type per the terms of for each type are provided g Conventions and Security	☐ Floating rate ☐ Indexed rate
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin Descriptions for ASX Quo	irrency is AUD, then the AUD). list erest rate type per the terms of for each type are provided g Conventions and Security	☐ Floating rate☐ Indexed rate☐ Variable rate
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin Descriptions for ASX Quo	irrency is AUD, then the AUD). ist erest rate type per the terms for each type are provided g Conventions and Security ted Debt and Hybrid	 ☐ Floating rate ☐ Indexed rate ☐ Variable rate ☐ Zero coupon/no interest
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin Descriptions for ASX Qua Securities Frequency of coupor per year	ist erest rate type per the terms for each type are provided g Conventions and Security ted Debt and Hybrid	 ☐ Floating rate ☐ Indexed rate ☐ Variable rate ☐ Zero coupon/no interest ☐ Other
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin Descriptions for ASX Qua Securities Frequency of coupor	ist erest rate type per the terms for each type are provided g Conventions and Security ted Debt and Hybrid	 ☐ Floating rate ☐ Indexed rate ☐ Variable rate ☐ Zero coupon/no interest ☐ Other ☐ Monthly
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin Descriptions for ASX Qua Securities Frequency of coupor per year	ist erest rate type per the terms for each type are provided g Conventions and Security ted Debt and Hybrid	 ☐ Floating rate ☐ Indexed rate ☐ Variable rate ☐ Zero coupon/no interest ☐ Other ☐ Monthly ☐ Quarterly
*Interest rate type Select one item from the I Select the appropriate into of the security. Definitions in the Guide to the Namin Descriptions for ASX Qua Securities Frequency of coupor per year	ist erest rate type per the terms for each type are provided g Conventions and Security ted Debt and Hybrid	 ☐ Floating rate ☐ Indexed rate ☐ Variable rate ☐ Zero coupon/no interest ☐ Other ☐ Monthly ☐ Quarterly ☐ Semi-annual

Appendix 3G Notification of issue, conversion or payment up of equity +securities

_			
		First interest payment date	Not applicable
		A response is not required if you have selected "No coupon/interest payments" in response to the question above on the frequency of coupon/interest payments	
		Interest rate per annum	Not applicable
		Answer this question if the interest rate type is fixed.	
		*Is the interest rate per annum estimated at this time?	Not applicable
ŀ		Answer this question if the interest rate type is fixed.	
		If the interest rate per annum is estimated, then what is the date for this information to be announced to the market (if known)	Not applicable
		Answer this question if the interest rate type is fixed and your response to the previous question is "Yes".	
		Answer "Unknown" if the date is not known at this time.	
		*Does the interest rate include a reference rate, base rate or market rate (e.g. BBSW or CPI)?	Not applicable
		Answer this question if the interest rate type is floating or indexed	
		*What is the reference rate, base rate or market rate?	Not applicable
		Answer this question if the interest rate type is floating or indexed and your response to the previous question is "Yes".	
		*Does the interest rate include a margin above the reference rate, base rate or market rate?	Not applicable
		Answer this question if the interest rate type is floating or indexed.	
		*What is the margin above the reference rate, base rate or market rate (expressed as a percent per annum) Answer this question if the interest rate type is floating or indexed and your response to the previous question is "Yes".	Not applicable
		*S128F of the Income Tax Assessment Act	☐ s128F exempt
		status applicable to the +security	□ Not s128F exempt
		Select one item from the list	□ s128F exemption status unknown
		For financial products which are likely to give rise to a payment to which s128F of the Income Tax Assessment Act applies, ASX requests issuers to confirm the s128F status of the security:	□ Not applicable
		"s128F exempt" means interest payments are not taxable to non-residents;	
		 "Not s128F exempt" means interest payments are taxable to non-residents; 	
		 "s128F exemption status unknown" means the issuer is unable to advise the status; 	
		"Not applicable" means s128F is not applicable to this security	
		*Is the +security perpetual (i.e. no maturity date)?	Not applicable
		*Maturity date Answer this question if the security is not perpetual	Not applicable
- 1	ı J		

Appendix 3G
Notification of issue, conversion or payment up of equity +securities

		payment up of equity "securities
+security Up to 4 featu is available ir	ner features applicable to the ares can be selected. Further information in the Guide to the Naming Conventions Descriptions for ASX Quoted Debt and rities.	□ Simple □ Subordinated □ Secured □ Converting □ Convertible □ Transformable □ Exchangeable □ Cumulative □ Non-Cumulative □ Redeemable □ Extendable □ Reset □ Step-Down □ Step-Up □ Stapled □ None of the above
of convers	first trigger date on which a right ion, redemption, call or put can ed (whichever is first)?	Not applicable
	at is the first trigger date question if your response to the previous Yes".	Not applicable
(including +security is issued if the converted, Answer this of "converting", "exchangeabte For example, 1,000 fully page 1,0	, if the security can be converted into aid ordinary shares with ASX security lease insert "1,000 fully paid ordinary	Not applicable

Part 4 – Issue details

Question No.	Question	Answer
4.1	*Have the +securities been issued yet?	Yes
4.1a	*What was their date of issue? Answer this question if your response to Q4.1 is "Yes".	24 December 2020
4.1b	*What is their proposed date of issue? Answer this question if your response to Q4.1 is "No".	Not applicable
4.2	*Are the +securities being issued for a cash consideration? If the securities are being issued for nil cash consideration, answer this question "No".	No

4.2a	*In what currency is the cash consideration being paid	Not applicable
	For example, if the consideration is being paid in Australian Dollars, state AUD.	
	Answer this question if your response to Q4.2 is "Yes".	
4.2b	*What is the issue price per +security	Not applicable
	Answer this question if your response to Q4.2 is "Yes" and by reference to the issue currency provided in your response to Q4.2a.	
	Note: you cannot enter a nil amount here. If the securities are being issued for nil cash consideration, answer Q4.2 as "No" and complete Q4.2c.	
4.2c	Please describe the consideration being provided for the +securities Answer this question if your response to Q4.2 is "No".	Issued for nil consideration pursuant to the Company's Long Term Incentive Plan
4.3	Any other information the entity wishes to provide about the issue	Not applicable

Part 5 – Unquoted +securities on issue

Following the issue of the +securities the subject of this application, the unquoted issued +securities of the entity will comprise:

Note: the figures provided in the table in section 5.1 below are used to calculate part of the total market capitalisation of the entity published by ASX from time to time. Please make sure you include in the table each class of unquoted securities issued by the entity.

Restricted securities should be included in table 5.1.

	4
	- 1
v	- 1

*ASX security code and description	*Total number of +securities on iss
(ASX: BBNAA) Performance rights to be tested after the conclusion of FY2021	2,504,000
(ASX: BBNAA) Retention rights (for the period up to the conclusion of FY2021)	564,000
(ASX: BBNAA) Performance rights to be tested after the conclusion of FY2022	2,311,000
(ASX: BBNAA) Performance rights to be tested after the conclusion of FY2023	2,660,000

Part 6 – Other Listing Rule requirements

The questions in this Part should only be answered if you are an ASX Listing (ASX Foreign Exempt Listings and ASX Debt Listings do not need to complete this Part) and:

- your response to Q2.1 is "+securities issued under an +employee incentive scheme that are not being immediately quoted on ASX"; or
- your response to Q2.1 is "Other"

Question No.	Question	Answer
6.1	*Are the securities being issued under Listing Rule 7.2 exception 13 ¹ and therefore the issue does not need any security holder approval under Listing Rule 7.1?	No
	Answer this question if your response to Q2.1 is "securities issued under an employee incentive scheme that are not being immediately quoted on ASX".	
6.2	*Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1? Answer this question if the response to Q6.1 is "No".	No
6.2a	*Date of meeting or proposed meeting to approve the issue under listing rule 7.1 Answer this question if the response to Q6.1 is "No" and the response to Q6.2 is "Yes".	Not applicable
6.2b	*Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1? Answer this question if the response to Q6.1 is "No" and the response to Q6.2 is "No".	Yes

Exception 13 is only available if and to the extent that the number of +equity securities issued under the scheme does not exceed the maximum number set out in the entity's prospectus, PDS or information memorandum (in the case of (a) above) or in the notice of meeting (in the case of (b) above).

Exception 13 ceases to be available if there is a material change to the terms of the scheme from those set out in the entity's prospectus, PDS or information memorandum (in the case of (a) above) or in the notice of meeting (in the case of (b) above).

¹ Exception 13 An issue of securities under an employee incentive scheme if within 3 years before the issue date:

⁽a) in the case of a scheme established before the entity was listed – a summary of the terms of the scheme and the maximum number of equity securities proposed to be issued under the scheme were set out in the prospectus, PDS or information memorandum lodged with ASX under rule 1.1 condition 3; or

⁽b) the holders of the entity's ordinary securities have approved the issue of equity securities under the scheme as an exception to this rule. The notice of meeting must have included:

[•] a summary of the terms of the scheme.

the number of securities issued under the scheme since the entity was listed or the date of the last approval under this rule;

the maximum number of +equity securities proposed to be issued under the scheme following the approval; and

[•] a voting exclusion statement.

Appendix 3G Notification of issue, conversion or payment up of equity +securities

		paymont up of equity recounties
6.2b.1	*How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?	2,180,000
	Answer this question if the response to Q6.1 is "No", the response to Q6.2 is "No" and the response to Q6.2b is "Yes".	
	Please complete and separately send by email to your ASX listings adviser a work sheet in the form of Annexure B to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1 to issue that number of securities.	
6.2c	*Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)? Answer this question if the response to Q6.1 is "No"	Not applicable
6.2c.1	*How many +securities are being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A? Answer this question if the response to Q6.1 is "No", the response to Q6.2 is "No" and the response to Q6.2c is "Yes".	Not applicable
	Please complete and separately send by email to your ASX listings adviser a work sheet in the form of Annexure C to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1A to issue that number of securities.	

Introduced 01/12/19; amended 31/01/20