

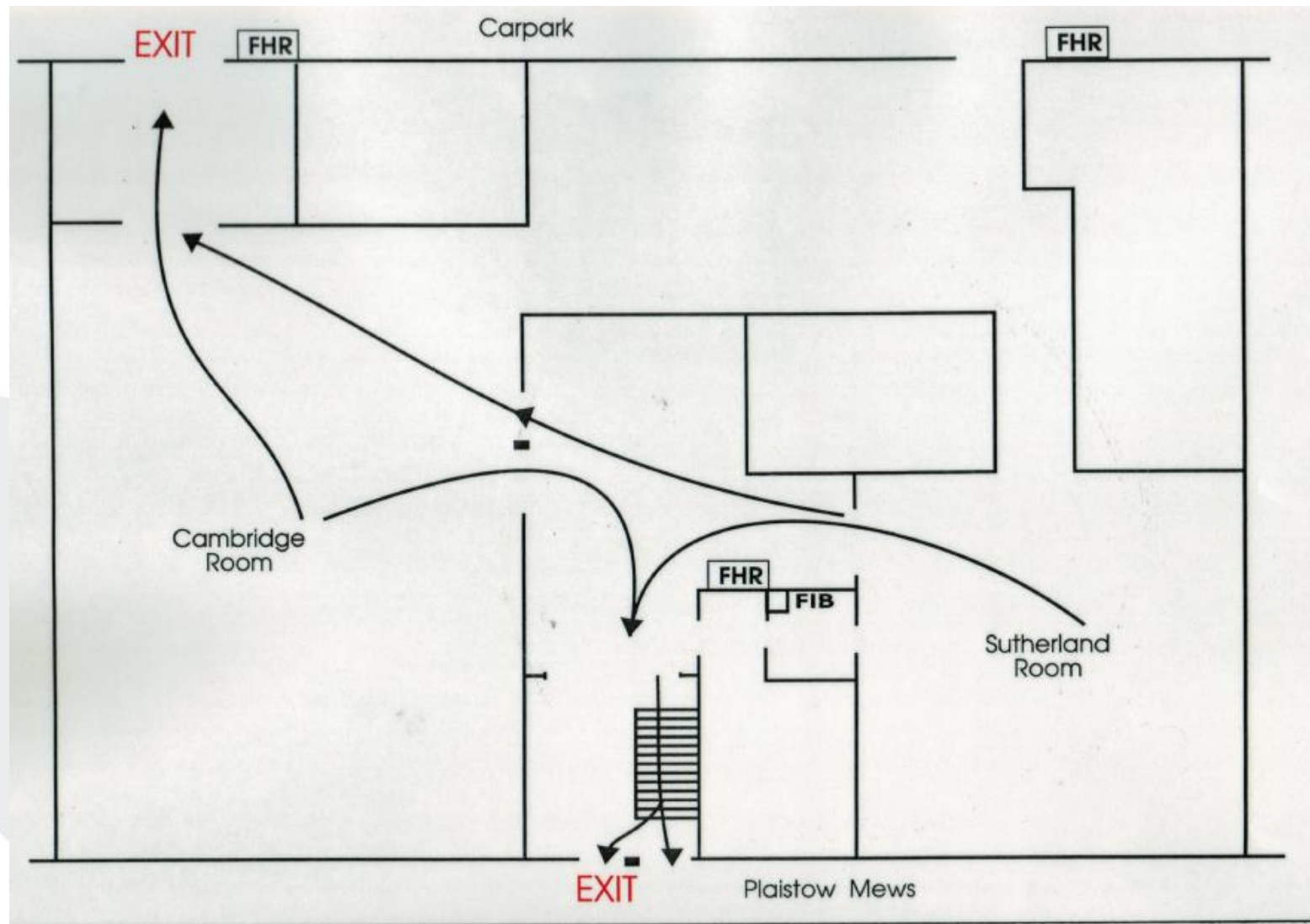


Annual General Meeting

May 2017



EVACUATION POINT



CHAIRMAN'S WELCOME

BOARD OF DIRECTORS



CARMELO (CHARLIE) BONTEMPO - CHAIRMAN

One of the four founding partners of United Construction Holdings (today known as UGL Ltd). Managing Director of Monadelphous Group Limited during the company's early restructuring period in the late 1990's.



GUIDO BELGIORNO-NETTIS AM - DIRECTOR

Guido is Managing Director of the private company, Transfield Holdings Pty Ltd, which changed business focus in 2001 from Engineering and Construction to private equity. Leading up to this change, Guido held a number of key positions within the Transfield Group, including Managing Director, CEO Transfield Engineering and Construction, and Project Development Director. He was named a Member of the Order of Australia in 2007 for service to the construction industry and the arts. He holds a Bachelor of Engineering from UNSW and an MBA from AGSM and is a fellow of Engineers Australia.



BRIAN THOMAS - DIRECTOR

Brian is the principal of a corporate advisory practice working with small to mid-market capitalisation companies in the areas of corporate finance, mergers & acquisitions and investor relations. Over the past 10 years he has been an Executive and Non-Executive Director with a number ASX listed companies. This followed a 12 year career in corporate stockbroking, investment banking, funds management and banking. He holds a Bachelor of Science from The University of Adelaide, an MBA from The University of Western Australia, and a Graduate Certificate in Applied Finance and Investment from FinSIA.

MANAGEMENT TEAM



Max Bergomi- Chief Executive Officer and Managing Director

An experienced and successful engineering and oil and gas industry executive, Max has held a number of high-profile senior leadership roles during his 20-year career. Prior to joining Tempo, Max built a successful career with major Australian engineering and project services contractor, Clough Limited, over a period of eight years. He was previously Managing Director - Australia and PNG for Clough's Oil & Gas and Mining & Minerals divisions.



Michael West- Chief Financial Officer and Company Secretary

Michael has extensive experience working in financial, strategy and commercial roles in private and public businesses involved in the maintenance, construction, engineering, energy, private equity and investment banking sectors. He holds a Bachelor of Commerce and a Bachelor of Mechanical Engineering (Honours Class I).



Jonathan Wilson - VP Operations and GM Resources

Experienced professional engineer with an extensive broad range of design, project, commercial and management experience. He brings to Tempo 30 years of experience gained across lump sum design and construct (brownfield and greenfield sites), maintenance, and management of EPCM contracts across mineral resources, oil and gas and infrastructure projects. He holds a Bachelor of Civil Engineering.



Brett Easton - GM Industrial and Commercial

Brett was responsible for founding and growing Cablelogic, which was acquired by Tempo in 2016. With over 20 years of experience of electrical, telecommunications, data and renewable projects, he has developed business relationships and worked across an extremely diverse range of industry sectors. Brett holds an electrical trade certificate with communications endorsements, and advanced diploma in renewable energy.



Gabriel Mallarini - GM Business Acquisitions

Gabriel has 14 years' experience in the minerals, oil and gas, and power generation industry, spanning from engineering, construction management, commissioning to execution. He brings significant global leadership experience to his role with Tempo and has specific expertise in contract negotiation, formation and execution across various types of partnerships (consortiums, joint ventures, alliances etc). Gabriel holds a Masters and Bachelor of Mechanical Engineering.

FORMAL BUSINESS OF THE MEETING

FINANCIAL STATEMENTS AND REPORTS

RESOLUTION 1

ADOPTION OF REMUNERATION REPORT

“That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 31 December 2016.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
41,665,110	41	329,055	6	255,730	7
98.62%		0.78%		0.61%	

RESOLUTION 2

RE-ELECTION OF DIRECTOR – MR BRIAN THOMAS

“That, for the purpose of clause 13.2 of the Constitution and for all other purposes, Mr Brian Thomas, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
130,204,497	52	2,300	1	255,730	7
99.80%		0.00%		0.20%	

RESOLUTION 3

ELECTION OF DIRECTOR – MR GUIDO BELGIORNO-NETTIS AM

“That, for the purpose of clause 13.4 of the Constitution, ASX listing rule 14.4 and for all other purposes, Mr Guido Belgiorno-Nettis AM, a Director who was appointed on 22 December 2016, retires, and being eligible, is elected as a Director.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
130,025,839	50	187,247	5	255,730	7
99.66%		0.14%		0.20%	

RESOLUTION 4

APPROVAL OF 10% PLACEMENT CAPACITY

“That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX listing rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
127,017,145	47	3,156,999	8	255,730	7
97.38%		2.42%		0.20%	

RESOLUTION 5

RATIFICATION OF PRIOR ISSUE OF SHARES ISSUED TO J.B. NORTH & CO PTY LTD AS ADVISOR FEES

“That, for the purposes of ASX listing rule 7.4 and for all other purposes, Shareholders ratify the issue of 956,215 shares on the terms and conditions set out in the Explanatory Statement.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
129,355,992	45	813,805	9	255,730	7
99.18%		0.62%		0.20%	

RESOLUTION 6

RATIFICATION OF PRIOR ISSUE UNDER LISTING RULE 7.1 CAPACITY

“That, for the purposes of ASX listing rule 7.4 and for all other purposes, Shareholders ratify the issue of 17,815,164 shares on the terms and conditions set out in the Explanatory Statement.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
91,660,339	46	513,805	8	255,730	7
99.17%		0.56%		0.28%	

RESOLUTION 7

RATIFICATION OF PRIOR ISSUE UNDER LISTING RULE 7.1A CAPACITY

“That, for the purposes of ASX listing rule 7.4 and for all other purposes, Shareholders ratify the issue of 20,184,836 shares on the terms and conditions set out in the Explanatory Statement.”

For Votes	For Holders	Against Votes	Against Holders	Open Votes	Open Holders
91,660,339	46	513,805	8	255,730	7
99.17%		0.56%		0.28%	

CLOSE OF FORMAL BUSINESS OF THE MEETING