

ASX RELEASE

20 MARCH 2018

APPOINTMENT OF INTERIM CEO

KEY HIGHLIGHTS

- **Appointment of Interim CEO.** Mathew Ratty, currently Executive Director, Corporate Development, has been appointed as Interim CEO, effective immediately. During this tenure, Mathew has volunteered to have no increase in salary, but instead be rewarded through performance hurdles that will add significant shareholder value. Mathew will remain as interim CEO until a global candidate has been identified.
- **Previous CEO Lee Hunter elects to step down and assume a COO role.** Mr. Hunter will resign from the board as Managing Director and CEO and move to a Chief Operating Officer role based in Sydney. The move is prompted by the birth of Mr. Hunter's first child and onerous travel and time away from his family.

Appointment of Interim CEO

Mathew Ratty has been appointed Interim CEO of Tech Mpire Limited (**Company** or **Tech Mpire**), effective immediately, replacing previous CEO Lee Hunter, who has elected to step down to the COO role due to the birth of his first child.

The key terms of Mr. Ratty's Service Agreement are set out in **Appendix A**.

Previous CEO, Lee Hunter, elects to move to the COO role

Previous CEO, Lee Hunter, will move to the Chief Operating Officer role based in Sydney. The impending birth of his first child has prompted Mr. Hunter to elect to step down from the CEO role given the onerous travel and time away from his family.

Lee Hunter said, *"For the last year I've been traveling weekly between Tech Mpire's offices. With the impending birth of my first child, it's now become difficult for me to balance my time traveling across the country and overseas. In lieu of the CEO role, I'm very pleased to undertake the COO role to run our operations and continue to drive our international growth strategies. I've worked very closely with Mathew over the last year and I know that the Company is well placed under his leadership as he has already made a significant contribution across various aspects of the Company. I'm excited to continue to work closely with Mathew and the leadership team to drive the growth of Tech Mpire."*

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Key Priorities of Interim CEO

Interim CEO Mathew Ratty said,

*“As Interim CEO, I will continue to drive the growth strategies that Lee and I have focused on over the last year plus more. These are in 3 key areas: **strategy, team building and revenue generation and diversification.**”*

Strategy

The key elements of our growth strategy are:

- *APAC expansion.*
- *Targeting Tier 1 clients (global corporates capable of delivering significant revenue to TMP across large media campaigns).*
- *Leveraging our technology competitive advantages, particularly TrafficGuard.*
- *North American revenue growth/restructure.*

“I will continue to support James Dutton in growing the APAC region and will be looking for a similar high-quality candidate to lead the North American business.” said Mr. Ratty.

About Tech Mpire (TMP)

TMP provides cost-per-install (CPI) advertising for the world’s biggest brands, helping them acquire users for their mobile apps wherever they are in the digital world.

Clients are attracted to TMP’s success-fee based pricing model, its ability to deliver results at scale through its nxus technology platform and its ability to ensure installs and user acquisition are high quality through its TrafficGuard fraud-prevention technology.

-Ends-

APPENDIX A

Commencement	20 March 2018.
Nature of Employment and Term	Executive Service Agreement for the period from Commencement to 30 June 2019.
Fixed Annual Remuneration	\$180,000 plus superannuation guarantee contribution on this amount.
Performance based bonuses	<p>In addition, to the Salary, Mr. Mathew Ratty will be entitled to the following performance related bonuses during the Term:</p> <ul style="list-style-type: none">• if, for the financial year ended 30 June 2019, the Company records audited revenue of \$45 million or more, the Executive will be issued a total of 1,000,000 (one) million performance rights in the Company (subject to the relevant approval of the Company's shareholders for the issue) or a payment in cash equivalent to the 5 day VWAP value of those shares at 30 June 2019; and• if, for the financial year ended 30 June 2019, the Company records an audited EBITDA of \$1 million, the Executive will be issued a total of one 1,000,000 performance rights in the Company (subject to the relevant approval of the Company's shareholders for the issue) or a payment in cash equivalent to the 5 day VWAP value of those shares at 30 June 2019; and• if, for the financial year ended 30 June 2019, the Company records an audited EBITDA of \$2 million or more, the Executive will be issued a further 2,000,000 performance rights in the Company (subject to the relevant approval of the Company's shareholders for the issue) or a payment in cash equivalent to the 5 day VWAP value of those shares at 30 June 2019; and• the Company may at any time pay the Executive, at the discretion of the Board, bonuses in aggregate of up to 2x the Executive's Salary for achieving milestones or transactions as identified and agreed between the Executive and the Company.
Termination Period	<p>Notification by the Company – 6 months.</p> <p>Notification by Mr. Mathew Ratty – 3 months.</p>