

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Benton Ryan A</u> _____ (Last) (First) (Middle) 2460 ALAMEDA ST _____ (Street) SAN FRANCISCO CA 94103 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Tempo Automation Holdings, Inc. [TMPO]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CFO & Secretary		
			3. Date of Earliest Transaction (Month/Day/Year) 11/22/2022					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/22/2022		A ⁽¹⁾		290,790 ⁽²⁾	A	(1)	290,790	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option	\$5.52	11/22/2022		A ⁽¹⁾		44,058		(3)	07/28/2030	Common Stock	44,058	(1)	44,058	D	
Stock Option	\$5.52	11/22/2022		A ⁽¹⁾		132,176		(4)	07/28/2030	Common Stock	132,176	(1)	132,176	D	
Stock Option	\$8.86	11/22/2022		A ⁽¹⁾		46,957		(5)	07/02/2031	Common Stock	46,957	(1)	46,957	D	

Explanation of Responses:

- Pursuant to the business combination of ACE Convergence Acquisition Corp. and Tempo Automation, Inc. ("Legacy Tempo"), as contemplated by an agreement and plan of merger, dated August 12, 2022 and as amended on September 7, 2022 and September 23, 2022 (amended, the "Merger Agreement"), each share of common stock, stock option and award of restricted stock unit of Legacy Tempo was cancelled and automatically converted into the right to receive securities of the Issuer with the same terms and conditions in accordance with an exchange ratio described in the Merger Agreement.
- Includes 255,790 restricted stock units ("RSUs"). Each RSU represents a contingent right to receive one share of the Issuer's Common Stock and does not expire.
- The stock option is fully vested and exercisable.
- The stock option vests and is exercisable as to 25% of the underlying shares on July 13, 2021, and as to the remaining underlying shares in 36 substantially equal monthly installments thereafter.
- The stock option vests and is exercisable as to 25% of the underlying shares on July 2, 2022, and as to the remaining underlying shares in 36 substantially equal monthly installments thereafter.

/s/ Ryan Benton 11/25/2022

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.