

AVEPOINT, INC.
DELEGATION OF AUTHORITY AND SIGNATURE POLICY

Updated: September 9, 2023

A. Introduction.

AvePoint, Inc., a Delaware corporation (the “*Company*” or “*AvePoint*”), has adopted this Delegation of Authority and Signature Policy (this “*Policy*”) for itself as well as each of its subsidiaries (each a “*Subsidiary*” and collectively, “*Subsidiaries*”) pursuant to which the Executive Officers (as defined below) of the Company delegate part of their respective authority (as granted to them by the Company’s Board of Directors (the “*Board*”) and the Board’s committees) to the management of the Company and its Subsidiaries at levels which are considered appropriate to enable management to fulfill its responsibilities. In exercising this authority, employees must realize they are creating obligations on behalf of the Company, are responsible for their actions, and are accountable for their decisions.

Importantly, the Executive Officers are not delegating all of the authority granted to them by the Board pursuant to this Policy, and there are instances in which an Executive Officer will be required to authorize a given action, decision, commitment, transaction, investment, or other activity. Such instances are noted in this Policy as indicative only, and are not meant to evidence the entirety of Company decision-making authority which should (and does) still reside with the Executive Officers. Where necessary or deemed advisable, employees should seek to obtain the counsel and approval of an Executive Officer, even when not required by this Policy.

This Policy also provides the framework in which signatory authority is evidenced for the Company as well as each Subsidiary. Further delegation of authority outside of this Policy is not permitted, except with respect to entity-level delegation which may be done only pursuant to a properly approved and authorized delegation form (a “*Certification of Incumbency*” form) which describes the name, title and scope of authority for each and every person so delegated with authority for such entity. A template Certification of Incumbency form is attached hereto as **Exhibit A**. Completed, authorized, and executed Certifications of Incumbency for the Company and each Subsidiary can be found in the Company’s Central Corporate Compliance SharePoint site (the “*Compliance Portal*”) which is accessible by all Company employees.

B. Authority Generally.

When applying the provisions of this Policy, keep in mind that the approval process follows the appropriate reporting chain of command. In addition to the actual approval by an employee of a particular project, including any expenses to be incurred in connection therewith, most actions to be taken under this Policy will, in the normal course of day-to-day operations, require a review by the supervisor who has functional responsibility for that particular project. In addition, any commitment, transaction, investment, or other activity which may have a financial impact requiring approval by or above the Company’s Chief Financial Officer requires the review and recommendation of the Company’s Chief Financial Officer prior to approval.

Unless otherwise noted, further delegation of authority may NOT be given to colleagues, subordinates, or any person except as expressly stated herein or in a properly approved and authorized Certification of Incumbency form. Further delegation is accomplished by virtue of (A) this Policy or (B)

by a properly approved and authorized Certification of Incumbency form, which is only to be updated pursuant to Section G of this policy. All records of authority delegations made hereunder or in a Certification of Incumbency form will be maintained by the Company's legal team (the "**Legal Department**") (as overseen by the Company's Chief Legal and Compliance Officer, and Secretary) as well as the Company's operations team (the "**Operations Team**"), and will be available upon request.

If a proposed action or decision is not specifically covered herein, the employee must exercise judgment relative to the magnitude of the action or decision and the potential risk to the Company.

C. Procurement.

In addition to standard delegations of authority which allow the designated individuals to bind the Company, there is additional scrutiny related to purchases and other spending on behalf of the Company. All Company purchases and spending are subject to the Company's global Procurement Policy (the "**Procurement Policy**") when can be found on the Compliance Portal . Per the Procurement Policy, all purchases and spending in the amount of five thousand dollars (\$5,000.00 USD) or more, as well as certain other types of purchases as further delineated within the Procurement Policy, are subject to the Company's Procurement Process (the "**Procurement Process**") which can be found on the Compliance Portal. With respect to such purchases or spending, the limitations, review, and approval requirements are set forth within the Procurement Policy and Procurement Process, and are considered appropriate based on the types of commitments and relative risks to the Company. Importantly, any procurement activity is subject to the Procurement Policy and Procurement Process, as well as many other reviews, as applicable, including, but not limited to, a security risk analysis, Vendor Onboarding Questionnaire review and analysis, Know Your Vendor Questionnaire review and analysis, and other vendor documentation and due diligence as the Company may deem warranted or otherwise appropriate. Obtaining ALL necessary approvals through the Procurement Process is a prerequisite to the signing authority granted hereunder.

The Procurement Process sets forth the approvals necessary for unbudgeted expenditures at certain monetary thresholds. Budgeted expenditures are approved through the Company's Procurement System.

D. Executive Officers.

As used herein with reference to the Company, the term "**Executive Officer**" means the Company's Executive Chairman, the Company's Chief Executive Officer, any member of the Company's "senior leadership team," any officer of the Company in charge of a principal business unit, division or function, any other officer who performs a policy making function or any other person who performs similar policy making functions for the Company, in each case where such person's title contains the word "Chief" preceding such persons' specific role (e.g. "Chief Strategy Officer").

Notwithstanding the foregoing, the designation of "Executive Officer" herein shall not otherwise imply a designation as a reporting officer under Section 16 of the Exchange Act of 1934.

E. Signatory Authority.

The Company's, as well as each Subsidiary's, authorized signatories vary depending on the type of transaction (procurement, commercial sales, or corporate), the department leading the transaction, and the total contract value of the transaction. The Certification of Incumbency for the Company and each Subsidiary represents the signatory authority granted to employees, as well as the requisite level of signatory authority needed to take part in the activities described, based on the foregoing variables.

F. Certification of Incumbency - Entity Level Signatures.

You must refer to the Certification of Incumbency for each AvePoint entity, as applicable, for the most up to date listing of all authorized signatories. Each Certification of Incumbency lists all individuals who are authorized to sign for each entity, as applicable. However, the primary signatory, as noted in the Certification of Incumbency should be sought first, and that person should be within the department or business unit to which the transaction is most closely associated.

G. Certification of Incumbency – Update Process.

If there is a change in signatory authority for any reason, the applicable Certification of Incumbency will be updated and re-executed. Once the updated Certification of Incumbency is executed, it is considered temporarily effective, pending final approval by the Board’s Nominations and Corporate Governance Committee (the “*N&GC Committee*”).

At the following N&GC Committee meeting, the N&GC Committee will vote to approve all updated Certifications of Incumbency. If the N&GC Committee does not approve of an updated Certification of Incumbency, that Certification of Incumbency will be further updated and re-submitted to the Committee for approval. As soon as approval by the N&GC Committee is obtained for an updated Certification of Incumbency, the old version of that Certification of Incumbency will be archived for reference and the newer, approved version will be uploaded to the Compliance Portal.

H. Overall Signature Process.

No document shall be signed on behalf of AvePoint, or otherwise accepted in support of any transaction or matter, unless it has been reviewed and approved by a member of the Legal Department. Legal Department approval shall be issued in writing to the applicable internal stakeholders prior to signature by an authorized AvePoint representative. All unmodified AvePoint templates have been approved by the Legal Department, and such documents do not need to be submitted for Legal Department approval prior to signing. Any revised or modified AvePoint template, as well as any document that does not originate from AvePoint, must be presented to the Legal Department for review and approval prior to signature.

If an AvePoint template contract has been signed by the other party without prior Legal Department review and approval then, in addition to being subject to final review and approval by a member of the Legal Department for AvePoint signature, the applicable AvePoint internal stakeholder must email the other party to confirm in writing that no changes were made to the document before that other party’s signature. That written confirmation must be obtained and saved by the AvePoint stakeholder before the contract may be signed on behalf of the Company.

AvePoint’s preference is to sign documents first, and to sign electronically by DocuSign unless prohibited by law or otherwise. Wet signatures are to follow the same process as set forth herein, except to the extent approved otherwise by the Legal Department.

i. Signature Process if AvePoint Initiates E-Signatures:

- a. The document is sent to the Legal Department, or the applicable Legal Department team member, for final review and approval.
- b. Upon final legal review and approval, the Legal Department team member assigned to the

transaction informs the Operations Team (or a specific Operations Team member) via email that the applicable document is approved for e-signature by AvePoint, or another party emails the Operations Team after explicit approval from the applicable Legal Department member. The approved document must be attached to the email in its final, ready-to-execute format, preferably in PDF. All internal stakeholders must be copied on this email, including the employee who is to sign the document, as well as the name and email of the signatory for the other party.

- c. The AvePoint employee that is the stakeholder for the transaction has the responsibility for providing the name and email of the signatory for the other party, and providing that information to the applicable member of the Legal Department and/or to the Operations Team.
 - d. The Operations Team shall include all internal AvePoint stakeholders on the DocuSign envelope, including the member of the Legal Department who approved of the e-signature initiation.
 - e. Upon receipt of a copy of the fully signed document, the internal AvePoint stakeholder shall save a copy for their records and also provide the fully signed copy to the other party. The applicable member of the Legal Department shall save the fully signed document the Company's legal portal, under the standard naming convention.
- ii. Signature Process if the Other Party Initiates E-Signatures or has Already Signed:
- a. The applicable AvePoint internal stakeholder informs the Legal Department or the assigned Legal Department team member of all documents at issue. The Legal Department review then ensues.
 - b. Legal Department approval shall be issued to the applicable AvePoint internal stakeholder in writing, with the signatory for AvePoint copied on that approval email.
 - c. The Legal Department or its assigned team member shall be promptly provided with a copy of the fully signed document upon AvePoint's e-signature. The documentation shall be saved to the Legal Portal, in the standard naming convention, by the member of the Legal Department, and the applicable AvePoint internal stakeholder shall provide a fully signed copy to the other party for their records.

**Documents for signature that are generated within the DealHub system are still subject to Legal Department review and approval as to all special terms, however the process set out above is not explicitly followed due to certain technical and practical limitations.

Exhibit A

**CERTIFICATION OF INCUMBENCY OF
[ENTITY]**

[●], 2023

The undersigned, as [TITLE] of [ENTITY], (the “*Company*”) a(n) [JURISDICTION] [TYPE OF ENTITY], a wholly-owned subsidiary of AvePoint, Inc., a Delaware corporation, (“*AvePoint*”) does hereby certify that the following persons held the positions indicated below and that on the date of this certificate they were authorized to execute documents on behalf of the Company in the capacities listed opposite such persons’ name.

This constitutes the Company’s full authority and order to authorize and empower the persons named in the following table, each of which is authorized without any reserve or condition of any kind to represent the Company in the signatory capacity described below and for all purposes and to execute on behalf and in the name of the Company any certificate, confirmation, direction, order, agreement, or other document within the scope of that signatory capacity. Counterparties of the Company may accept and act upon any directions and orders which may be given to them by any of the following persons within the scope of the signatory capacity described herein.

NAME	TITLE	SCOPE OF AUTHORITY
	____ (Primary Signatory – [All])	

This document replaces and supersedes any prior authorization, power of attorney or certification (except as otherwise noted above); it will remain in effect and fully binding upon the Company until such time as the undersigned (or other authorized representative of the Company) delivers written notice to the contrary.

The power to represent the Company as above provided may not be further delegated. This Certification of Incumbency is subject to, and is subordinated by, the terms of AvePoint’s Delegation of Authority and Signature Policy.

Date: _____

By: _____

Name: _____

Title: _____