

AVEPOINT, INC.

RELATED PERSON TRANSACTIONS POLICY

Last Updated and Approved: December 26, 2023

AvePoint, Inc., a Delaware corporation (collectively with its subsidiaries, the “*Company*”), is adopting this Related Person Transactions Policy (this “*Policy*”) as required by Item 404(b) of Regulation S-K of the Securities Act of 1933, as amended (the “*Act*”) to set forth the procedures for the identification, review, consideration, and approval or ratification of transactions involving the Company and any Related Person (as defined below) by the Audit Committee (the “*Audit Committee*”) of the Company’s Board of Directors (the “*Board*”) or by such other committee of the Board as the Board shall deem appropriate.

The Audit Committee will review and recommend to the Board, from time to time, any amendments to this Policy.

A. DEFINITIONS.

Under this Policy the following terms have the meanings set forth in this section:

1. “*Related Person*” means any:

- a) person who is, or at any time since the beginning of the Company’s last fiscal year, was, a director or executive officer of the Company or a nominee to become a director of the Company;
- b) security holder known by the Company to be the beneficial owner of more than 5% of any class of the Company’s voting securities (a “*significant stockholder*”);
- c) “immediate family member” of any of the foregoing, which means any child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law of such person, and any person (other than a tenant or employee) sharing the household of such person; and
- d) firm, corporation or other entity in which any of the foregoing persons is an executive, partner or principal or holds a similar control position or in which such person has a 5% or greater beneficial ownership interest (an “*affiliate*”).

2. “*Related Person Transaction*” is a transaction, arrangement or relationship (or any series of similar transactions, arrangements or relationships) in which the Company and any Related Person, directly or indirectly, are, were or will be participants in which the amount involved exceeds \$120,000. Transactions involving compensation for services provided to the Company as an employee, consultant or director shall not be considered Related Person Transactions under this Policy. A transaction, arrangement, or relationship in which a Related Person’s participation is solely due to the Related Person’s position as a director of an entity that is participating in such transaction, arrangement or relationship shall not be considered a Related Person Transaction under this Policy.

B. IDENTIFICATION OF RELATED PERSONS AND DISSEMINATION OF INFORMATION.

Each director and executive officer shall identify, and the Company shall request each “significant stockholder” to identify, any Related Person Transaction involving such director or executive officer or his or her “affiliates” and “immediate family members” and seek approval from the Audit Committee pursuant to this Policy before they, or, with respect to immediate family members, any of their “affiliates,” may engage in the transaction. In addition, if any director or executive officer becomes aware of a potential Related Person Transaction involving a “significant shareholder” or its “affiliate” that is not otherwise associated with a director or executive officer, they shall be obligated to report the proposed transaction to the management of the Company for consideration and approval by the Audit Committee as a Related Person Transaction in accordance with the terms of this Policy.

C. ADVANCE APPROVAL OF RELATED PERSON TRANSACTIONS.

Under this Policy, any proposed transaction that has been identified as a Related Person Transaction may be consummated or materially amended only following approval by the Board or the Audit Committee in accordance with the provisions of this Policy. In the event that it is inappropriate for the Audit Committee to review the transaction for reasons of conflict of interest or otherwise, after taking into account possible recusals by Audit Committee members, then the Related Person Transaction shall be approved by the Board or another independent body of the Board. The approving body shall be hereinafter referred to in this Policy as the “*Committee*.”

Any director who has a direct or indirect material interest in the proposed Related Person Transaction must not participate in the Committee action regarding whether to approve the Related Person Transaction and must not be present during deliberations concerning the Related Person Transaction unless the transaction related to the remuneration of the director is for director indemnification or insurance or is with an affiliate of the Company and the director’s interest is solely that of a director of the affiliate. If, however, a proposed Related Person Transaction arises in which all directors are deemed to have a direct or indirect material interest in the transaction, the proposed Related Person Transaction shall be submitted to the stockholders for approval and the disclosure provided to the stockholders shall clearly identify each director’s interests in the proposed Related Person Transaction.

D. RATIFICATION OF RELATED PERSON TRANSACTIONS.

Under this Policy, any Related Person Transaction, if not a Related Person Transaction when originally consummated, if not initially identified as a Related Person Transaction prior to consummation, or if not approved in advance in accordance with this Policy shall be submitted to the Committee for review and ratification in accordance with the approval policies set forth above as soon as reasonably practicable. The Committee or the Board shall consider whether to ratify and continue, amend and ratify, or terminate or rescind such Related Person Transaction. The Committee may, in its sole discretion, approve or deny any Related Person Transaction for ratification.

Any director who has a direct or indirect material interest in the proposed Related Person Transaction should not participate in the Committee or Board action regarding whether to ratify the Related Person Transaction and must not be present during deliberations concerning the Related Person Transaction unless the transaction related to the remuneration of the director is for director indemnification or insurance

or is with an affiliate of the Company and the director's interest is solely that of a director of the affiliate. If, however, a proposed transaction arises in which all directors are deemed to have a direct or indirect material interest in the Related Person Transaction, the proposed Related Person Transaction shall be submitted to the stockholders for approval and the disclosure provided to the stockholders shall clearly identify each director's interests in the proposed Related Person Transaction.

E. APPROVAL PROCESS AND GUIDELINES.

1. In the event that the Company proposes to enter into, or materially amend, a Related Person Transaction, management of the Company shall present such Related Person Transaction to the Committee for review, consideration and approval or ratification. The presentation shall include, to the extent reasonably available, a description of:

- a) all of the parties thereto;
- b) the interests, direct or indirect, of any Related Person in the Related Person Transaction in sufficient detail so as to enable the Committee to fully assess such interests;
- c) a description of the purpose of the Related Person Transaction;
- d) all of the material facts of the proposed Related Person Transaction, including the approximate proposed aggregate dollar value of such Related Person Transaction, or, in the case of indebtedness, that amount of principal that would be involved;
- e) the benefits to the Company of the proposed Related Person Transaction;
- f) if applicable, the availability of other sources of comparable products or services;
- g) an assessment of whether the proposed Related Person Transaction is on terms that are comparable to the terms available to or from, as the case may be, an unrelated third party or to employees generally; and
- h) management's recommendation with respect to the proposed Related Person Transaction.

In the event the Committee is asked to consider whether to ratify an ongoing Related Person Transaction, in addition to the information identified above, the presentation shall include a description of the extent of work performed and remaining to be performed in connection with the Related Person Transaction and an assessment of the potential risks and costs of termination of the Related Person Transaction.

2. The Committee, in approving or rejecting the proposed Related Person Transaction, shall consider all the relevant facts and circumstances deemed relevant by and available to the Committee, including, but not limited to:

- a) the risks, costs, and benefits to the Company;

- b) the impact on a director's independence in the event the Related Person is a director, immediate family member of a director, or an entity with which a director is affiliated;
- c) the terms of the transaction, including the approximate proposed aggregate dollar value of the amount involved in the Related Person Transaction, particularly as it relates to the Related Person;
- d) whether the transaction was undertaken in the ordinary course of business of the Company;
- e) the availability of other sources for comparable services, supplies or products; and
- f) whether the Related Person Transaction is on terms no less favorable than terms generally available to an unaffiliated third party under the same or similar circumstances and the extent of the Related Person's interest in the transaction.

The Committee shall approve only those Related Person Transactions that, in light of known circumstances, are in, or are not inconsistent with, the best interests of the Company and its stockholders, as the Committee determines in the good faith exercise of its discretion.

3. The approval of a Related Person Transaction may be conditioned upon the Company and the Related Person taking any or all of the following additional actions, or any other actions that the Committee deems appropriate:

- a) requiring the Related Person to resign from, or change position within, an entity that is involved in the Related Person Transaction with the Company;
- b) assuring that the Related Person will not be directly involved in negotiating the terms of the Related Person Transaction or in the ongoing relationship between the Company and the other persons or entities involved in the Related Person Transaction;
- c) limiting the duration or magnitude of the Related Person Transaction;
- d) requiring that information about the Related Person Transaction be documented and that reports reflecting the nature and amount of the Related Person Transaction be delivered to the Committee on a regular basis;
- e) requiring that the Company have the right to terminate the Related Person Transaction by giving a specified period of advance notice; or
- f) appointing a Company representative to monitor various aspects of the Related Person Transaction.

F. COMPLIANCE AND DISCLOSURE.

All executive officers and directors will abide by the corporate and securities laws that govern Related Party Transactions. As a result, the actions or relationships that will be considered covered by this Policy with respect to our executive officers and directors are those that meet the requirement for disclosure

in our periodic filings with the SEC pursuant to Item 404 of Regulation S-K of the Act, referred to as “Transactions with Related Persons, Promoters and Certain Control Persons.” Such Related Party Transactions must be approved by the Committee as required by applicable laws and regulations, and provided such approval is obtained in advance and such transactions are publicly disclosed, such approval shall not be deemed a waiver of this Policy or other Company policies. All Related Person Transactions are to be disclosed in the Company’s proxy statement and other appropriate filings as required by the rules and regulations of the SEC and The Nasdaq Stock Market LLC (“*Nasdaq*”). This Policy will be described in the Company’s proxy statement and other appropriate filings to the extent required by the rules and regulations of the SEC and Nasdaq.

G. EXISTING POLICIES AND PROCEDURES.

Related Person Transactions must also comply with the Company's existing policies and procedures, including the Company’s Code of Ethics and Business Conduct Policy (the “*Code*”), and any policies and/or procedures included in the Company’s ByLaws. No approval or ratification of a transaction under this Policy shall be deemed to satisfy or supersede the requirements of the Code applicable to any Related Person. All other corporate requirements for approval of transactions, generally, must also be followed, as applicable.

H. REVIEW OF POLICY.

Each new executive officer and director of the Board (each, a “*Responsible Person*”) shall be required to review a copy of this Policy and to acknowledge in writing that he or she has done so. Any amendments to this Policy recommended by the Audit Committee and approved by the Board, from time to time, shall be communicated immediately to all Responsible Persons.