

## AVEPOINT, INC.

## RULE 10b5-1 TRADING PLAN GUIDELINES

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**Last Updated and Approved: December 26, 2023**

This document lays out guidelines for any Rule 10b5-1 trading plan covering publicly traded stock of AVEPOINT, INC., a Delaware Corporation (the “*Company*”). In addition to honoring these guidelines, all 10b5-1 trading plans, along with any amendments or modifications to those plans, must comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”).

- **Participants.** The Company’s directors and executive officers are strongly encouraged to adopt a 10b5-1 trading plan to govern all trades they make involving the Company securities. The Company’s Compliance Officer (the “*Compliance Officer*”) has the power to allow additional Company employees to adopt a 10b5-1 trading plan.
- **Plan and Approval.** The 10b5-1 trading plan must be in writing and signed by the participant establishing the plan. The Company will keep a copy of each 10b5-1 trading plan. The Compliance Officer must approve, in writing, each 10b5-1 trading plan, including any amendment or termination. Participants must enter into a plan in good faith and not as part of a plan or scheme to evade the prohibitions of Rule 10b5-1 or any other insider trading prohibitions.
- **Timing and Term of a Plan.** There are limits on when a 10b5-1 trading plan can be adopted, so plan ahead. In short, there are two conditions that must exist when a participant sets up a plan: (1) the trading window under the Company’s Insider Trading Policy is open and (2) the participant does not possess material non-public information about the Company. The 10b5-1 trading plan must include a representation that, at the time of adoption, the participant does not possess any material non-public information about the Company. Each 10b5-1 trading plan must have a term of at least six months but no longer than 24 months.
- **Timing of a Plan Amendment or Modification.** Each 10b5-1 trading plan may be amended or modified only during an open trading window and when the participant does not possess material non-public information about the Company. The 10b5-1 trading plan amendment or modification must include a representation to that effect and must be approved in advance by the Compliance Officer. A 10b5-1 trading plan may not be modified more than twice in any 6-month period.
- **Termination.** Termination may only take place during an open trading window when the participant is not in possession of material non-public information. If a participant terminates their 10b5-1 trading plan early, they may not enter into a new 10b5-1 trading plan until the later of:
  - The six-month anniversary of the date the terminated 10b5-1 trading plan was adopted; and
  - The conclusion of next quarterly blackout period.

- **Delayed Effectiveness of Adoption or Amendment/Modification.** The first trade under a 10b5-1 trading plan cannot occur until 30 days following the adoption, amendment, or modification of the 10b5-1 trading plan.
- **Relationships with Plan Broker; No Subsequent Influence.** If the 10b5-1 trading plan allows a broker discretion regarding the details of trading (e.g., timing, share amounts), the participant cannot communicate any material non-public information about the Company to the broker, or attempt to influence how the broker exercises its discretion. In addition, any individual who is authorized to exercise discretion in executing the participant's 10b5-1 trading plan must be a different individual from the person who executes trades for the participant in other securities.
- **Plan Specifications; Discretion Regarding Trades.** The 10b5-1 trading plan must specify the amount of stock to be purchased or sold, or specify or set an objective formula for determining the amount of stock to be sold. Transaction types such as market, limit, and VWAP orders are allowed. Each 10b5-1 trading plan should specify the timing of trading or allow for the broker to exercise its discretion regarding the timing of trading.
- **Other Trades.** Trading the Company's securities outside of a participant's 10b5-1 trading plan could, in certain circumstances, jeopardize the validity of a participant's plan. Therefore, except as may be approved in advance by the Compliance Officer, no participant entering into a 10b5-1 trading plan may make open-market purchases or sales of the Company's securities while a 10b5-1 trading plan is in effect.
- **Only One Plan in Effect at Any Time.** A participant may have only one 10b5-1 trading plan in effect at any time. A participant may adopt a new 10b5-1 trading plan to replace an existing one, but only if the first scheduled trade under the new 10b5-1 trading plan does not occur before the last scheduled trade of the existing 10b5-1 trading plan. The replacement plan must also comply with the guidelines regarding the first trade described above.
- **No Hedging.** Individuals subject to the Company's Insider Trading Policy are prohibited from engaging in any hedging or similar transactions designed to decrease the risks associated with holding the Company's securities. Likewise, before adopting a 10b5-1 trading plan, the participant may not have entered into a transaction or position that has yet to settle with respect to the securities subject to the 10b5-1 trading plan. The participant must also agree not to enter into any such transaction while the 10b5-1 trading plan is in effect.
- **Mandatory Suspension or Termination.** Each 10b5-1 trading plan must suspend trades or terminate if legal, regulatory, or contractual restrictions are imposed on the participant, or other events occur that would prohibit sales under such a plan. For example, trading would need to be suspended or the plan terminated if these guidelines were amended to preclude that particular sort of trade. Likewise, trading would need to be suspended or the plan terminated if it could create a material adverse consequence for the Company.
- **Compliance with Rule 144.** Each 10b5-1 trading plan must provide for specific procedures to comply with Rule 144 under the Securities Act of 1933, including the filing of Form 144. If you need additional information on Rule 144 and Form 144, please contact the Compliance Officer.

- **Broker Obligation to Provide Notice of Trades.** Each 10b5-1 trading plan must provide that the broker will promptly notify the participant and the Company of any trades under the plan so that the participant can make timely filings under the Exchange Act (i.e., no later than the close of business on the day following the date of the trade).
- **Participant Obligation to Make Exchange Act Filings.** Each 10b5-1 trading plan must contain an explicit acknowledgement by the participant that all filings required by the Exchange Act, as a result of or in connection with trades under the plan, are the sole obligation of the participant and not the Company.
- **Required Footnote Disclosure.** Participants must footnote trades disclosed on Forms 4 and Forms 144 to indicate that the trades were made pursuant to a 10b5-1 trading plan.
- **Authority.** In the event of any conflict between the Company's Insider Trading Policy and these guidelines, the Company's Insider Trading Policy shall control. Any interpretation questions under these guidelines shall be determined by the Chairperson of the Audit Committee of the Company's Board of Directors.