

March 10, 2021



DIRECTOR EDUCATION POLICY

The stockholders of Allied Motion Technologies Inc. (the “Company”) are best served by a board of directors comprised of individuals who are well versed in modern principles of corporate governance, best practices in corporate governance, including considerations relating to Environmental, Social, Sustainability and Governance (“ESG”) matters, and other subject matters relevant to board service, and who thoroughly comprehend the role and responsibilities of an effective board in the oversight of the Company.

To this end, all members of the Company’s Board of Directors are expected to attend such director education programs as they deem appropriate, or as suggested as part of annual board and director evaluation processes (given their individual experience and backgrounds) to stay abreast of developments in corporate governance and “best practices” relevant to their contribution to the Board generally and to their specific committee assignments and corporate responsibility. The Company subscribes to services that provide both on-line and in person director education programs at little or no additional cost, and directors are encouraged to participate in such programs, as well as to seek out other programs that further advance the capacity of a director to contribute the Company’s governance and the ESG responsibilities of the Company. The extent and subject matter of director education will vary for each director and is left to the director’s individual discretion based on the totality of relevant factors including those set forth below.

- The director’s specific responsibilities on the Board, including the various committees to which the director is assigned and the role of the director within each committee. For example, a director serving on the Compensation Committee may elect to pursue director education emphasizing executive compensation issues.
- The director’s exposure to current developments in corporate governance and corporate administration through their professional endeavors, service on other boards or independent research or reading. For example, an individual from the accounting or legal profession may keep abreast of developments through their professional activities without supplemental director education.
- The pace and materiality of regulatory and other developments relating to corporate governance and corporate management. For example, a director may determine that supplemental director education is required to stay apprised of new regulations, such as those promulgated under the Sarbanes-Oxley Act of 2002 or the Dodd-Frank Wall Street Reform and Consumer Protection Act.

Appropriate areas of director education need not be confined to corporate governance topics but may include such broader topics as accounting, finance, general business, and human resource management, as each director deems appropriate to enhance his or her effectiveness.

In order to encourage director education, the Company will reimburse directors for all reasonable costs of attending director education programs under this policy, subject to an annual budget for such activities set by the Board. Amounts reimbursed include costs associated with attending each program, including tuition, travel, lodging and meals. In addition, the Company will reimburse directors for the reasonable cost of subscriptions to periodicals or online information services relating to corporate governance and other subject matters relevant to board service as well as membership fees of organizations which promote corporate governance and board education (such as the National Association of Corporate Directors). Directors serving on multiple boards are encouraged to obtain pro rata reimbursement of their director education expenses from each corporation that they serve, but the Company will nonetheless reimburse 100% of the costs if this is not practicable. Requests for approval of particular director education expenses should be submitted to the Chair of the Corporate Governance and Nominating Committee (the "Governance Committee"). Requests for approval of expenses incurred by the Chair of the Governance Committee should be submitted to the Lead Director. Directors who attend education programs paid for by the Company are expected to share the key points of what they have learned at the program with their respective committee or the full Board.

The Governance Committee will review annually the director education activities of each director during the previous year. The Committee is authorized to make such director-education suggestions to committees and/or individual directors as the Committee may deem appropriate to accomplish the purposes of this policy.

This policy may be amended or modified, in whole or in part, and may be terminated at any time by the Governance Committee or the Board of Directors; provided, however, that any approved director education expenses incurred by a director prior to such amendment, modification or termination shall be processed for reimbursement as though such amendment, modification or termination had not occurred.