

AETRIUM INCORPORATED
BOARD OF DIRECTORS NOMINATING PROCEDURES

1. Prior to nominating a slate of directors for consideration of the shareholders of the Company at their annual meeting, the Board will assess the individual performance of the current Board members.
2. In evaluating individual candidates for nomination as Board members, the Board will seek out individuals with the following attributes:
 - Has high moral and ethical character;
 - Is ready, willing and able to share constructive ideas, make independent decisions, work proactively and constructively with other board members, and devote the time and energy necessary for comprehensive and timely completion of all Board member responsibilities;
 - Has adequate education, training and business experience and knowledge of the Company's business and the semiconductor and semiconductor equipment industries to understand and make well informed and well reasoned judgments on all matters within the scope of the Board's responsibilities;
 - Has no actual or potential conflicts of interests that would or could interfere with the diligent performance of the responsibilities of a Board member in the best interests of the Company and its applicable constituents.
3. In selecting candidates for nomination, the Board will take into account the following objectives for the Board and its committees:
 - Members who work proactively, independently and cohesively for the comprehensive and timely performance of all responsibilities of the Board and its committees;
 - Members who together have a broad range of business experience, expertise and acumen that allow the Board and its committees to act knowledgeably and effectively on the full range of matters within their respective scopes of responsibility;
 - Members who meet the requirements of the federal securities laws, rules and regulations and the Nasdaq listing requirements for independent directors on the Board, the Audit Committee and any other committees and for financial experts on the Audit Committee.
4. The Board will consider and recruit candidates for director nominees based upon recommendations from current outside directors, members of management, outside consultants or search firms engaged for the purpose, and/or shareholders, and the Board may consider candidates recommended from any other source. All candidates recommended will be evaluated for

nomination under the criteria set forth above. The Board will nominate such slate of directors for each annual meeting of shareholders who, or in the case of replacement directors or new directors resulting from an increase in the number of directors, such replacement candidates or new candidates together with existing directors who, best meet the objectives of the Board and its committees set forth above and such other criteria and requirements as the Board determines to be applicable at the time.

5. Shareholders wishing to submit a recommendation for board membership may do so by sending a letter to the Board, c/o Corporate Secretary, at the Company's headquarters address, which is clearly identified as a "Director Nominee Recommendation" and contains the following information: (1) name of the candidate and a brief biographical sketch and resume of the candidate; (2) contact information for the candidate and the shareholder making the recommendation; (3) a document evidencing the candidate's willingness to serve as a director if elected; and (4) a signed statement as to the submitting shareholder's current status as a shareholder and the number of shares currently held.
6. To be effective, each nomination for director by the Board must be approved by a majority of the independent directors then on the Board, as defined under federal securities laws, rules and regulations and the Nasdaq listing requirements.