
Annual General Meeting of Shareholders

2013 PROXY - Annual General Meeting of Shareholders

ASM International N.V.

ASM International N.V. (the "Issuer")

This proxy card must be received by Citibank, N.A., at the address indicated below, prior to 10:00 A.M. (EST) on May 14, 2013 for action to be taken.

**ASM International N.V., a company organized under the laws of the Netherlands
Common Shares - Proxy**

**Annual General Meeting of Shareholders - May 16, 2013 at 2:00 P.M. (CET) at the Hilton Hotel, Apollolaan 138,
Amsterdam, the Netherlands.**

**THIS PROXY IS SOLICITED ON BEHALF OF THE MANAGEMENT BOARD OF ASM INTERNATIONAL N.V. FOR
THE 2013 ANNUAL GENERAL
MEETING OF SHAREHOLDERS**

The undersigned, who is the holder or beneficial owner of record of the Common Shares of New York Registry of ASM International N.V. identified on the reverse side of this proxy card, hereby acknowledges receipt of the Notice of 2013 Annual General Meeting of Shareholders and Proxy Statement and hereby appoints Charles D. (Chuck) del Prado and Peter A.M. van Bommel and each of them, proxies and attorneys-in-fact, with full power to each of substitution, on behalf and in the name of the undersigned to represent the undersigned at the 2013 Annual General Meeting of Shareholders of the Company to be held on Thursday, May 16, 2013, at 2:00 P.M. (CET) at the Hilton Hotel, Apollolaan 138, Amsterdam, the Netherlands and at any adjournment or adjournments thereof, and to vote all Common Shares of New York Registry Shares which the undersigned would be entitled to vote if then and there present on the matters and in the manner set forth on the reverse of this proxy card hereby revoking any proxy previously given.

**IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS
FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON MAY 16, 2013**

The proxy statement is available at <http://www.asm.com/en/Pages/ForShareholders.aspx> and the 2012 Annual Report is available at <http://www.asmi-annualreport.com/2012/>.

The New York Registrar and Transfer Agent's Notice of Annual General Meeting of Shareholders, the form of proxy card and the Agenda of the 2013 Annual General Meeting of Shareholders are also available at the above internet address.

Please indicate on the reverse side of this proxy card how your shares are to be voted. This proxy card must be marked, signed and returned to Citibank, N.A. prior to 10:00 A.M. (EST) on May 14, 2013, in order to be counted.

If this proxy card is signed and timely returned to Citibank, N.A. but no specific direction as to voting is marked as to an issue, the undersigned shall be deemed to have given a proxy to vote "FOR" all Proposals and as said proxies deem advisable on such other matters as may come before the Meeting.

The following proposals relate to, and are numbered to correspond to, the numbered agenda items in the Notice of 2013 Annual General Meeting of Shareholders and Proxy Statement:

3. Adoption of our financial statements, including the consolidated statement of financial position, the consolidated statement of income and the notes thereto, for the fiscal year ended December 31, 2012.
4. Adoption of our dividend proposal.
5. Approval to discharge the members of the Management Board from liability in relation to the exercise of their duties.
6. Approval to discharge the members of the Supervisory Board from liability in relation to the exercise of their duties.
- 7(a). Appointment of Gert-Jan Kramer to the Supervisory Board for a four-year period.
- 7(b). Appointment of Jan Lobbezoo to the Supervisory Board for a four-year period.
8. Approval to appoint our independent public certified accountants for the fiscal year ending December 31, 2013.
9. Approval to authorize the Management Board for a period of 18 months commencing on the date of this Annual General Meeting to:
 - a. issue common shares and grant rights to subscribe for common shares; and
 - b. deviate from preemptive rights of common shareholders with respect to the issuance of common shares.
10. Approval to authorize the Management Board for a period of 18 months commencing on the date of this Annual General Meeting to repurchase our common shares.
11. Approval of amendment of our Articles of Association relating to the Management and Supervision Act.
13. Approval of amendment of our Articles of Association to increase and decrease the par value of our common shares, and of an extraordinary distribution of € 4.25 per common share.

A Proposals

ASM International N.V.

The Management Board recommends a vote For all Proposals.

	For	Against	Abstain		For	Against	Abstain
Proposal 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 8	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 4	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 9(a)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 9(b)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 6	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 10	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 7(a)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 11	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 7(b)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 13	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

B Authorized Signatures - Sign Here - This section must be completed for your instructions to be executed.

If these Voting Instructions are signed and timely returned to the Depository but no specific direction as to voting is marked above as to a Proposal, the undersigned shall be deemed to have directed the Depository to give voting instructions "FOR" all unmarked Proposals.

If these Voting Instructions are signed and timely returned to the Depository but multiple specific directions as to voting are marked above as to a Proposal, the undersigned shall be deemed to have directed the Depository to give an "ABSTAIN" voting instruction for such issue.

Please be sure to sign and date this Voting Instruction Card.

Please sign your name to the Voting Instructions exactly as printed. When signing in a fiduciary or representative capacity, give full title as such. Where more than one owner, each MUST sign. Voting Instructions executed by a corporation should be in full name by a duly authorized officer with full title as such.

Signature 1 - Please keep signature within the line

Signature 2 - Please keep signature within the line

Date (mm/dd/yyyy)

 _____ / _____