

# CONVOCAATION

for ASM International N.V.'s (the "Company") Extraordinary General Meeting, to be held on Wednesday September 29, 2021, at 12:30 p.m. CET at the Company's office, Versterkerstraat 8, Almere, the Netherlands.

## Virtual Extraordinary General Meeting

In relation with COVID-19, the protection of the health of all shareholders in the Extraordinary General Meeting and the measures and restrictions imposed by the Dutch government, the Extraordinary General Meeting will be held fully virtually with due observance of the provisions of the Temporary Law COVID-19 Justice and Safety (the "Emergency Act") and shareholders will not be able to attend the Extraordinary General Meeting in person.

## AGENDA

1. Opening / Announcements
2. Composition of the Supervisory Board
  - a. Appointment of Mrs. Pauline van der Meer Mohr to the Supervisory Board \*
  - b. Appointment of Mr. Adalio Sanchez to the Supervisory Board \*
3. Closure

\* = voting item(s)

The agenda plus explanatory notes and other attachments, as placed on the website of the Company: [www.asm.com](http://www.asm.com) and available via [www.abnamro.com/evoting](http://www.abnamro.com/evoting), constitute an integral part of this convocation and are also available for inspection by each shareholder at the Company's offices at Versterkerstraat 8 in Almere, the Netherlands and at the ABN AMRO Bank N.V., Gustav Mahlerlaan 10, in Amsterdam, the Netherlands, tel. (+31) (0)20 3442000, e-mail: [AVA@nl.abnamro.com](mailto:AVA@nl.abnamro.com).

## Record Date

For this Extraordinary General Meeting persons who are entitled to vote and/or virtually attend the meeting, are considered to be those who are registered as shareholders of the Company in a (sub) register on September 1, 2021 following the registration of all transactions on that date ("Record Date"), provided that such person has been registered for the Extraordinary General Meeting in accordance with the below paragraph "Registration".

For holders of deposit shares, the administration of the institutions that are intermediaries as defined in the Securities Giro Act (the "Intermediary") are appointed as (sub) registers.

## Registration

Holders of deposit shares who wish to register for the Extraordinary General Meeting, must as from September 2, 2021 and no later than September 23, 2021 (5:00 p.m. CET) give notice hereof to ABN AMRO Bank N.V. via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) or via the Intermediary that deals with the administration of their shares. The Intermediary must submit a statement via [www.abnamro.com/intermediary](http://www.abnamro.com/intermediary) to ABN AMRO Bank N.V., including the number of shares notified for registration and held by that shareholder at the Record Date, no later than 1:00 p.m. CET on September 24, 2021. With the registration Intermediaries are requested to include the full address details of the relevant holders in order to be able to verify the shareholding on the Record Date in an efficient manner and to provide virtual access, if applicable. The shareholders will receive via ABN AMRO Bank N.V. a receipt of registration.

Holders of registered shares, a usufructuary of registered shares who are entitled to vote or their proxy, who wish to virtually attend the meeting, must give written notice hereof to the Company no later than September 23, 2021; 5:00 p.m. CET.

Holders of shares registered with Citibank, N.A. New York, United States, will receive a separate invitation to attend the virtual Extraordinary General Meeting.

In accordance with the Emergency Act, the Extraordinary General Meeting will be held virtual and shareholders can only attend the meeting virtually. Upon registration via ABN AMRO (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting)) shareholders can only exercise their voting rights by granting a proxy to vote and follow the proceedings of the meeting via the live audio webcast. Please see below.

## Voting by Proxy

A shareholder can give a power of attorney with voting instructions to Mr. Michel van Agt (an independent civil law notary at Loyens & Loeff N.V.), or in his absence his substitute, to vote on behalf of the shareholder at the Extraordinary General Meeting. The shareholder may grant the power of attorney and voting instructions electronically via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) no later than on September 23, 2021 (5:00 p.m. CET).

Alternatively an executed legally valid power of attorney (as published on the website of the Company) may be submitted by email to Mr. Michel van Agt at [michel.van.agt@loyensloeff.com](mailto:michel.van.agt@loyensloeff.com), no later than on September 23, 2021 (5:00 p.m. CET).

## Virtual attendance through the audio webcast

Shareholders who have registered for the Extraordinary General Meeting through [www.abnamro.com/evoting](http://www.abnamro.com/evoting), will receive a confirmation email of the approved registration which will include a link that can be used to access the live audio webcast. Through this link these shareholders will be able to follow the proceedings of the Extraordinary General Meeting, but will not be able to ask questions. If such registered shareholder wishes to raise questions, then we refer to the paragraph "Questions" below.

Notwithstanding the previous paragraph, shareholders can also request to receive a link to access the live audio webcast for the Extraordinary General Meeting by signing up for it through the ASM website [www.asm.com](http://www.asm.com). By attending the Extraordinary General Meeting through this link shareholders will be able to follow the proceedings of the Extraordinary General Meeting, but will not be able to raise questions; for that we refer to the paragraph "Questions" below. We advise shareholders to sign up for the live audio webcast no later than by September 25, 2021, at 5:00 p.m. CET.

The shareholders will be able to log in to the live audio webcast of the Extraordinary General Meeting on September 29, 2021 via the above mentioned link as from 12:00 p.m. CET.

For the sake of clarity, please be advised that the Company's policy regarding the virtual general meeting of shareholders is not applicable to this Extraordinary General Meeting.

### **Questions**

Shareholders registered for the Extraordinary General Meeting are offered the possibility to submit questions in relation to the agenda of the Extraordinary General Meeting prior to that meeting. Questions are to be sent to [AGM@asm.com](mailto:AGM@asm.com) no later than September 26, 2021, at 12:30 p.m. CET. Timely received questions will be answered at the latest at the Extraordinary General Meeting and possibly by topic. For verification purposes the shareholder is required to provide: (i) name, email, and residence, (ii) registration number of the receipt of registration, and (iii) number of shares registered for the meeting.

During the Extraordinary General Meeting, follow-up questions can only be submitted through the use of a chat message function by shareholders who (i) have submitted a question or questions in relation to the agenda of the Extraordinary General Meeting via [AGM@asm.com](mailto:AGM@asm.com) no later than September 26, 2021, 12:30 p.m. CET, and (ii) explicitly requested in the email with the initial question(s) (as referred to in the above paragraph) to be enabled to ask follow-up questions during the Extraordinary General Meeting. After such request the Company will provide the shareholder a link through email which can be used to attend the live audio webcast with chat functionality. The email will also contain instructions.

Almere, August 17, 2021

ASM International N.V.  
The Management Board