

INSIDER TRADING POLICY

INTRODUCTION TO THE ASMI INSIDER TRADING POLICY

- (a) The Management Board adopted this insider trading policy with the approval of the Supervisory Board on July 28, 2020.
- (b) The Market Abuse Regulation (“**MAR**”) sets out obligations for ASMI and its world-wide Employees with respect to the ownership of, and transactions in, ASMI Securities. The MAR also requires ASMI to keep a list of persons who, on a permanent or incidental basis, may have Inside Information.
- (c) This insider trading policy is intended to ensure that all Employees (for this purpose, including Management Board members and Supervisory Board members) and Affiliated Persons comply with the relevant obligations and restrictions under Dutch securities laws, including the MAR.
- (d) This policy applies to all Employees irrespective of whether the Employee Trades for his or her own account, for another person's account or as another person's representative.
- (e) Employees who are required to make a notification pursuant to this policy are responsible for the correctness and timeliness of such notification even if the Global Compliance Officer or another person submits the notification on their behalf.
- (f) Non-compliance with the provisions of this policy may lead to internal disciplinary measures and to administrative or criminal sanctions or penalties.
- (g) Capitalised terms used in this policy have the meaning ascribed to them in Appendix II.
- (h) In the event you want to contact the Global Compliance Officer with any queries you may have in relation to this Insider Trading Policy or your obligations thereunder, you can do so at complianceofficer@asm.com.

1. OBLIGATIONS FOR ALL EMPLOYEES (INCLUDING MANAGERS)

- 1.1. Employees who have Inside Information are prohibited from Trading in the relevant ASMI Securities to which the Inside Information relates until such time as that Inside Information is announced to the public or otherwise ceases to be Inside Information. Exemptions to this insider trading prohibition are allowed in accordance with article 5 of this policy, but must be discussed with the Global Compliance Officer prior to any Trading.
- 1.2. Employees who have Inside Information are prohibited from recommending or inducing third parties to Trade in the relevant ASMI Securities to which the Inside Information relates until such time that Inside Information is announced to the public or otherwise ceases to be Inside Information.
- 1.3. Employees are prohibited from unlawfully disclosing Inside Information to a third party, unless (i) the disclosure is made in the normal exercise of employment, profession or duties, or (ii) the disclosure is to report a possible violation of securities laws or regulations to any governmental body. Whether a disclosure is made in the 'normal exercise of employment, profession or duties' is interpreted restrictively.
- 1.4. Employees are obliged to render all reasonably required assistance for the purpose of an inquiry by the Global Compliance Officer, or such delegate as appointed by the Global Compliance Officer.
- 1.5. Employees are prohibited from short selling ASMI Securities.
- 1.6. If an Employee is in doubt as to whether a prohibition pursuant to this policy or applicable law applies, he or she may request the Global Compliance Officer for guidance. However, Employees remain under all circumstances responsible for compliance with this policy and applicable law and should obtain their own legal advice if required or appropriate.
- 1.7. The Global Compliance Officer can from time to time determine that certain Employees are prohibited from Trading if this is for example necessary in order to avoid the appearance of market abuse or otherwise.

2. OBLIGATION FOR MANAGERS

- 2.1. A Manager and his/her Affiliated Persons are prohibited from Trading during Closed Periods, unless the Global Compliance Officer granted the Managers or his/her Affiliated Persons dispensation from the prohibition to Trade in ASMI Securities during a Closed Period.
 - 2.1.1. Any dispensation request must be made in writing stating the reasons for the request.
 - 2.1.2. Any dispensation from a prohibition granted by the Global Compliance Officer is subject to the statutory market abuse prohibitions, including the prohibition on insider trading.

- 2.1.3. The Global Compliance Officer has already granted a dispensation for specific Trades, as set out in Appendix V.
- 2.2. Outside Closed Periods, Managers and their Affiliated Persons are allowed to Trade, unless they have Inside Information. Exemptions to the prohibition to Trade with Inside Information are allowed if compliant with article 5 of this insider trading policy, but must be discussed with the Global Compliance Officer prior to any Trading.
- 2.3. Managers are prohibited from purchasing or writing options on ASMI Securities (with the exception of options that are granted by ASMI to such Employee within the scope of an option plan).
- 2.4. The prohibitions set out in this policy remain applicable to Managers during the three-month period after the termination of their function.
- 2.5. Managers must send a signed copy of the '*Declaration of agreement with the ASMI Insider Trading Policy*', attached as Appendix I to this policy, to the Global Compliance Officer within two weeks of commencement of their position as Manager.
- 2.6. Managers and Affiliated Persons must notify the Global Compliance Officer of an intended Trade at least three business days in advance.
- 2.7. Managers and Affiliated Persons must report each Trade conducted for their own account to the Global Compliance Officer no later than the first business day following the date of such Trade in accordance with the terms set out in Appendix VI by completing and signing the form that the Global Compliance Officer has made available (attached as Appendix VII).
- 2.8. Upon the timely request of a Manager, the Global Compliance Officer shall disclose or shall report to the AFM all Trades that have been reported in accordance with Article 2.6 above within three business days, such notification may be delayed until the moment when the Trades conducted for their own account amount to at least €5,000 in total (without netting) in any calendar year.

3. OBLIGATIONS FOR INSIDERS, NOT BEING MANAGERS

- 3.1. Insiders are prohibited from Trading during Closed Periods, unless the Global Compliance Officer granted the Insider dispensation from the prohibition to Trade in ASMI Securities during a Closed Period.
- 3.1.1. Any dispensation request must be made in writing stating the reasons for the request.
- 3.1.2. The Global Compliance Officer has already granted a dispensation for specific Trades, as set out in Appendix V.
- 3.1.3. Any dispensation from a prohibition granted by the Global Compliance Officer is subject to the statutory market abuse prohibitions, including the prohibition on insider trading.

- 3.2. Outside Closed Periods, Insiders are allowed to Trade unless they have Inside Information. Exemptions to the insider trading prohibition are allowed in accordance with paragraph 5 of this policy, but must be discussed with the Global Compliance Officer prior to any Trading.
- 3.3. Insiders are prohibited from purchasing or writing options on ASMI Securities that have been granted to the Insider under an employee share or participation scheme.
- 3.4. The prohibitions set out in this policy remain applicable to Insiders during the three-month period after the termination of their function.
- 3.5. Insiders must send a signed copy of the '*Declaration of agreement with the ASMI Insider Trading Policy*', attached as Appendix I to this policy, to the Global Compliance Officer within two weeks of being designated as Insider by the Global Compliance Officer.
- 3.6. Insiders must report to the Global Compliance Officer each Trade for their own account promptly and no later than three business days after the date of such Trade in accordance with the terms set out in Appendix VI.

4. **CLOSED PERIODS**

- 4.1. The Global Compliance Officer is responsible for announcing which periods in a financial year are Closed Periods.
- 4.2. "**Closed Periods**" are:
 - 4.2.1. the period commencing 30 calendar days before the publication of an interim financial report or a year-end report, provided that the Global Compliance Officer may determine that this period must be longer if this is necessary to prevent market abuse or the appearance thereof; and
 - 4.2.2. such other periods as the Global Compliance Officer may designate for any Employee or group of Employees if necessary to prevent market abuse or the appearance thereof.

5. **EXCEPTIONS TO THE PROHIBITION TO TRADE WHEN IN THE POSSESSION OF INSIDE INFORMATION**

- 5.1. An Employee or an Affiliated Person is allowed to Trade even when he/she possesses Inside Information, if the Trade is carried out in the discharge of an obligation that has become due in good faith (and not to circumvent the insider trading prohibition or for any other illegitimate reason), and where:
 - (A) the obligation results from an order placed or an arrangement concluded before he/she possessed Inside Information; or
 - (B) the Trade is carried out to satisfy a legal or regulatory obligation that arose, before the Employee or Affiliated Person concerned possessed Inside Information.

6. INSIDER LIST

6.1. ASMI shall maintain:

6.1.1. a Permanent Insider List; and

6.1.2. Project Insider Lists, as and when required.

6.2. An Insider will be added to the Permanent Insider List if they have access at all times to all Inside Information (that is, they will always have access to all Inside Information immediately) and any person whose name is included on the Permanent Insider List must not be included on any Project Insider List.

6.3. Certain Personal Data of Insiders must be recorded on the Insider List, including each Insider's full name, birth surname if different, date of birth, national identification number (if applicable), home address, work telephone number and all personal telephone numbers.

6.4. Insiders must inform the Global Compliance Officer if any of their Personal Data changes while they are included on the Insider List.

6.5. The Insider List shall be in the form prescribed by the Commission Implementing Regulation (EU) 2016/347 and shall at least contain:

6.5.1. the identity of any person having access to inside information;

6.5.2. the reason for including that person in the Insider List;

6.5.3. the dates and times on which the Insider gained access to the Inside Information;

6.5.4. the date on which the Insider List was compiled and updated; and

6.5.5. the circumstance that, and the moment from which, an Insider no longer has access to Inside Information.

6.6. The Insider List shall be kept by the Global Compliance Officer and shall be retained for at least five years after it is drawn up or updated.

7. SANCTIONS

7.1. In the event of a breach of the prohibitions under MAR as summarized in [Appendix III](#) and as further explained in this policy, ASMI reserves the right to impose any sanctions which it is permitted to impose pursuant to applicable law, ASMI's ethics policies and/or the terms of employment applicable to the relevant Employee. Such sanctions may include the termination of employment by way of summary dismissal or otherwise. ASMI may also inform the AFM and/or any other authorities of its findings. A violation of these rules can be punishable by imprisonment or a fine.

- 7.2. A description of the sanctions and penalties for a breach of the relevant provisions of the MAR and MAD2, as implemented in the Financial Supervision Act, is attached to this policy as Appendix III.

8. GLOBAL COMPLIANCE OFFICER

- 8.1. The Management Board shall designate a Global Compliance Officer. The Management Board may at any time revoke the designation of the Global Compliance Officer. The Global Compliance Officer may in consultation with the Management Board designate in writing one or more deputies who may be established in other countries and who may, for the benefit of the Employees in those countries, exercise such duties and powers as the Global Compliance Officer shall determine in consultation with the Management Board. The Global Compliance Officer may in consultation with the Management Board designate persons to replace him or her during his or her absence.
- 8.2. Provided that the Management Board is permitted to do so under applicable law, the Management Board may grant dispensations and exceptions to any of the rules, restrictions and obligations under this policy.
- 8.3. Employees and Affiliated Persons may request the Global Compliance Officer as to advise whether a prohibition, restriction or obligation contained in this policy applies to them. If an Employee or an Affiliated Person is in doubt as to whether a prohibition or obligation applies, it is advisable that he contacts the Global Compliance Officer and seeks advice. Employees and Affiliated Persons will at all times remain fully responsible for compliance with this policy and applicable the law.

9. MISCELLANEOUS

9.1. Situations not covered by this policy

The Management Board shall have the right to take decisions in any circumstances not covered by this policy, provided that it does so in accordance with applicable law.

9.2. Conflict with applicable law

If applicable law mandatorily prescribes a stricter rule, restriction or obligation than a provision of this policy, the stricter rule, restriction or obligation under applicable law prevails.

9.3. Effective date

This policy enters into force on 28 July 2020.

9.4. Amendments

The provisions of this policy may be amended and supplemented by a resolution of the Management Board. Amendments and additions shall enter into force on the date on which they are announced, unless the announcement specifies otherwise and Managers and Insider are not required to sign Appendix I again upon an amendment of the policy. The latest version of the policy will always be available on ASMI's website <http://www.asm.com>.

9.5. **Dutch law**

This policy is governed by Dutch law.

9.6. **Arbitration**

9.6.1. All disputes arising in connection with this policy, or any agreements resulting therefrom, will be settled in accordance with the arbitration rules of the Netherlands Arbitration Institute (*Nederlands Arbitrage Instituut*) (NAI) (the "Rules"), unless the relevant agreement provides otherwise;

- (A) the arbitral tribunal will be composed of 1 arbitrator, with a Dutch law degree or admitted to practice Dutch law, appointed in accordance with the Rules;
- (B) the place of arbitration will be Amsterdam, the Netherlands;
- (C) the language of the proceedings will be English;
- (D) the arbitrator will decide according to the rules of law (*regelen des rechts*);
- (E) the arbitral award will be final and binding;
- (F) each party shall give notice to the administrator of the NAI within one calendar month following receipt of the arbitral award that the parties object to the publication in order to ensure that the arbitral award will not be published; and
- (G) the proceedings will not be consolidated with other arbitral proceedings under section 1046 of the Dutch Code of Civil Procedure (*Wetboek van Burgerlijke Rechtsvordering*) or section 39 of the Rules.

9.6.2. In the event that the arbitration clause included in Clause 9.6.1 of this policy is declared null and void or is deemed otherwise unenforceable, the competent court in Amsterdam, the Netherlands shall have exclusive jurisdiction to settle any dispute in connection with this policy.

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**APPENDIX I - DECLARATION OF AGREEMENT WITH THE ASMI INSIDER TRADING POLICY
(ONLY APPLICABLE TO MANAGERS AND INSIDERS)**

Capitalised terms used in this declaration have the meaning ascribed to them in the ASM International N.V. Insider Trading Policy.

I, the undersigned:

Last name:

First name:

employed by, or in any other form of relationship or authority to, ASM International N.V. ("ASMI") or a Subsidiary of ASMI, make the following representations as of the date hereof:

- I declare that I received a copy of the ASM International N.V. insider trading policy, familiarised myself with the contents thereof, including the sanctions applicable to insider trading and unlawful disclosure of Inside Information, and that I will comply with the provisions of such policy.
- *This paragraph only applies to Managers:* I declare that I notified my Affiliated Persons of their reporting obligations under the MAR as set out in Appendix VI of the ASM International N.V. insider trading policy by providing them with a copy of the ASM International N.V. insider trading policy, and I have kept a copy of such notification.
- I agree that the Global Compliance Officer is entitled to hold an inquiry with respect to the holding of and effecting Trades or ensure that an inquiry be held and report in writing on the outcome thereof, but only after I have been given the opportunity to respond to the outcome of the inquiry.
- I declare that I will at all times remain ultimately responsible for compliance with any applicable securities laws.

Place:

Date:

Name:

Signature:

APPENDIX II - DEFINITIONS

"**Affiliated Company**" means a company the shares or depositary receipts for shares of which have been admitted to trading on a regulated market:

- (a) with which ASMI is affiliated in a group, or in which ASMI has a participating interest (as referred to in article 2:24c of the Dutch Civil Code (*Burgerlijk Wetboek*)) and whose most recently established turnover amounts to at least 10% of the consolidated turnover of ASMI; or
- (b) which, directly or indirectly, holds more than 25% of the shares in the share capital of ASMI.

"**Affiliated Persons**" means:

- (c) spouses, registered partners, or life companions of a Manager if in a marriage or registered partnership;
- (d) children under the authority of a Manager, or children for whom such person has been appointed as guardian;
- (e) other relatives by blood or otherwise of a Manager who on the date of the transaction concerned have maintained a joint household with him or her for at least one year; and
- (f) legal persons, trusts or partnerships:
 - (i) whose executive responsibility is vested in a Manager or in a person referred to under (a), (b) or (c) above;
 - (ii) which is directly or indirectly controlled by a Manager;
 - (iii) which has been created for the benefit of Manager or a person referred to under (a), (b) or (c) above; or
 - (iv) whose economic interests are essentially equivalent to those of a Manager or a person referred to under (a), (b) or (c) above.

"**AFM**" means the Netherlands Authority for the Financial Markets (*Autoriteit Financiële Markten*).

"**ASMI**" means ASM International N.V., a public limited liability company (*naamloze vennootschap*) incorporated under the laws of the Netherlands, with its corporate seat in Almere.

"**ASMI Securities**" means shares or securities of ASMI or other financial instruments (including but not limited to options, warrants and derivative instruments relating to ASMI) the value of which is determined by, or has an effect on, such shares or securities of ASMI or such financial instruments in each case within the meaning of Section 1:1 of the Financial Supervision Act, which have been admitted to trading on a regulated market, a multilateral trading facility or an organised trading facility in the Netherlands or another Member State, or for which a request for admission to trading on such market or trading facility has been made.

"**Closed Periods**" has the meaning ascribed to it in clause 4.2 of this insider trading policy.

"**Employee**" means any person employed by, or in any other form of relationship or authority to, ASMI or a Subsidiary of ASMI, irrespective of the duration of the employment, including Managers.

"**ESMA**" means the European Securities Markets Authority.

"**Financial Supervision Act**" means the Dutch Financial Supervision Act (*Wet op het financieel toezicht*) and any ancillary rules, decrees and regulations thereto, as amended from time to time.

"**Global Compliance Officer**" means the person designated as ASMI's Global Compliance Officer pursuant to clause 8.1 of this policy, who can be reached at complianceofficer@asm.com.

"**Inside Information**" has the meaning ascribed thereto in the MAR, i.e. information of a precise nature, which has not been made public, relating, directly or indirectly, to ASMI or to listed ASMI Securities and which, if it were made public, would be likely to have a significant effect on the price of ASMI Securities. Examples include: non-public information regarding annual, semi-annual or quarterly results, contemplated mergers or takeovers, contemplated share issuances, changes in the composition of the Management Board or Supervisory Board and the introduction of new products or services by ASMI.

"**Insider**" means an Employee, not being a Manager, or other person who has access to Inside Information in the exercise of his or her duties, or has been designated as such by the Global Compliance Officer.

"**Insider List**" means the Permanent Insider List and any Project Insider List.

"**Insider List Implementing Regulation**" means implementing regulation on the format of insider lists (2016/347/EU).

"**MAD2**" means Directive 2014/57/EU of the European Parliament and of the Council of 16 April 2014 on criminal sanctions for market abuse, including all legislation promulgated thereunder, as amended from time to time.

"**Management Board**" means the management board of ASMI.

"Manager" means:

- (a) each member of the Management Board and Supervisory Board; and
- (b) each senior executive, who is not a member of the Management Board or the Supervisory Board, who has regular access to Inside Information and who has the power to take managerial decisions affecting the future developments and business prospects of ASMI.

"MAR" means Regulation No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC, including all legislation promulgated thereunder, as amended from time to time.

"Permanent Insider List" means a list including all persons (if any) having access to all Inside Information relating to ASMI at all times in the form set out in Template 2 of Annex I of the Insider List Implementing Regulation (Commission Implementing Regulation (EU) 2016/347).

"Personal Data" means the information relating to an Employee as set out in Article 6 of this insider trader policy processed for the purposes specified in [Appendix IV](#).

"Project Insider List" means sections of the Permanent Insider List showing all persons having access to deal-specific or event-based Inside Information relating to ASMI as set out in Template 1 of Annex I of the Insider List Implementing Regulation.

"Subsidiary" means an entity directly or indirectly controlled by ASM International N.V., through ownership or control of fifty percent (50%) or greater of the voting power of the shares or other means of ownership or control, for as long as such ownership or control continues to exist.

"Supervisory Board" means the supervisory board of ASMI.

"Trading" or **"Trade"** means directly or indirectly executing or attempting to execute a transaction relating to ASMI Securities, including buying, selling, receiving and accepting securities, buying, writing, receiving and accepting options, exercising options, converting convertible bonds and cancelling or amending a transaction in ASMI Securities whether for a person's own account or for the account of a third party.

APPENDIX III - REGULATORY FRAMEWORK

1. PROHIBITIONS

Section 14 of the MAR:

A person shall not:

- (i) *engage or attempt to engage in insider dealing;*
- (j) *recommend that another person engage in insider dealing or induce another person to engage in insider dealing; or*
- (k) *unlawfully disclose inside information.*

2. SANCTIONS

Administrative sanctions

In the event of a violation of Section 14 of the MAR, the AFM can decide to impose an administrative fine:

- of maximum €5,000,000 to private individuals; and
- of maximum €15,000,000 or 15% of the annual consolidated turnover to legal persons.

The AFM will publish the decision to impose the fine.

Criminal sanctions

Violation of Section 14 of the MAR constitutes as a crime (*misdrif*) if the violation is made intentionally, or as a minor offence (*overtreding*) if the violation is not committed with intent. The maximum sentences differ accordingly:

- in cases of a crime with respect to private individuals, a maximum prison sentence (*hechtenis*) of six years, a community service order (*taakstraf*) and/or a fine with a maximum amount of €83,000 or under certain circumstances €330,000 can be imposed.
- in cases of a minor offence, if it concerns a private individual a prison sentence of maximum one year, a community service order and/or a fine up to a maximum of €20,750 or under certain circumstances €83,000 can be imposed.

APPENDIX IV – PROCESSING OF PERSONAL DATA

This Appendix IV concerns the protection of Personal Data processed in the context of this insider trading policy. ASMI will process Personal Data in accordance with the Employee Privacy Policy (GP 362ASM Employment Privacy Policy (the “Employment Privacy Policy”). This Appendix IV is a specific supplement to the Employee Privacy Policy. In case of any inconsistencies between these two policies, this Employee Privacy Policy will prevail as regards the processing of Personal Data within the framework of this insider trading policy.

The object of this Appendix IV is to describe how, why and in which manner ASMI processes Personal Data. ASMI strives to be compliant with Regulation (EU) 2016/679 (the General Data Protection Regulation, hereinafter: the "GDPR") and the applicable implementing act(s) based thereon.

Processing Personal Data

ASMI shall be responsible for the processing of Personal Data to be included in the Insider List. Personal Data shall only be processed for the purposes set out below:

- (i) Compliance with legal or regulatory obligations, as set out in the MAR and any other related (future) legislation and regulation regarding market abuse, including providing information to supervisors as requested, such as, but not limited to:
 - (a) composing and maintaining a list of persons who may have Inside Information;
 - (b) taking internal disciplinary measures in case of non-compliance with the provisions of this insider trading policy;
 - (c) informing the AFM and any other authorities of any non-compliance with the provisions of this insider trading policy; or
- (ii) Establishment, exercise or defence of legal claims;

Categories of Personal Data

ASMI collects and processes Personal Data in the context of the realization of the purposes described above. This information is set out in Article 6 of this insider trading policy.

Legal ground for processing

The grounds of lawfulness invoked by ASMI for the processing of Personal Data of ASMI Employees are the following:

- (i) compliance with legal obligations ASMI is subject to; and
- (ii) the legitimate interests pursued by ASMI, except where such interests are overridden by the interests or fundamental rights and freedoms of the ASMI Employees, such as, as the case may be, protecting the interests of the company, preventing illegal conduct, etc.

Recipients of Personal Data

ASMI observes a strict duty of confidentiality with regard to Personal Data. ASMI does not share, sell, rent, lend or disclose any of the Personal Data with any third party, except as described in this [Appendix IV](#), and unless ASMI provides Personal Data to:

- (i) a supervisory authority or court upon request or court order to the extent (i) it is necessary to comply with applicable law; or (ii) it is in the interest of ASMI; or
- (ii) such other party in so far as necessary in the execution of (i) ASMI's obligations under applicable law; or (ii) ASMI's legitimate interest, such as disclosure of Personal Data to its advisors; or
- (iii) the new or surviving entity, in the case that some of ASMI businesses may be restructured, bought or sold.

If Personal Data are transferred to a recipient third party in a country that does not provide an adequate level of protection for personal data, ASMI will take measures to ensure that Personal Data are adequately protected, such as entering into EU Standard Contractual Clauses with these third parties.

Technical and organizational measures

ASMI takes reasonable efforts to ensure that appropriate technical and organizational security measures are being taken with regard to Personal Data. Personal Data that are collected by ASMI in the context of the purposes set out in this [Appendix IV](#) shall be treated with due care. Within ASMI, the access rights to these Personal Data are restricted in such a way that they can only be accessed if this is necessary for the performance of certain tasks, so that only authorized persons who need Personal Data for the proper performance of their duties have the possibility to carry out internal consultations.

Removal of Personal Data from Insider List

The Insider List shall be kept by the Global Compliance Officer. Personal Data collected pursuant to this policy and the MAR will be kept for a period of at least five years after the date of recording in the Insider List or alteration of the data or for such other period as required by applicable law. If the processing of Personal Data collected pursuant to this policy and the MAR is necessary for the resolution of a dispute or potential dispute or relates to the rights and obligations of ASMI, the Global Compliance Officer shall remove the Personal Data after resolution of the dispute or potential dispute and as soon as required by applicable law.

Rights with respect to Personal Data

Under the GDPR, Employees may exercise a number of rights with regard to the processing of their Personal Data.

The Employee has the right to object at any time to processing of Personal Data based on the legitimate interest of ASMI on grounds relating to his or her particular situation. If an objection is raised by the Employee, ASMI shall no longer process such Personal Data if necessary to comply with applicable laws.

Employees have certain rights to access their Personal Data. Moreover, under certain circumstances, Employees have the right to rectify, erase, or restrict the processing of Personal Data, and – where applicable – Employees have the right to data portability.

Employees may address comments, objections or questions to the Global Compliance Officer, via complianceofficer@asm.com or the Data Privacy Officer. ASMI shall respond to such requests within a period of one month. If Employees feel that their rights have been infringed, please inform the Data Privacy Officer (privacy@asm.com). In addition, Employees may always contact the appropriate local data protection authority.

APPENDIX V – DISPENSATIONS FOR MANAGERS AND INSIDERS FROM TRADING DURING CLOSED PERIODS OBLIGATIONS

In accordance with Articles 2.1.3 and 3.1.3 of this Policy, the Global Compliance Officer has granted the following dispensations to Managers and Insiders from the prohibition to Trade during a Closed Period under the following circumstances:

- (a) the awarding of ASMI Securities in connection with an employee participation plan, provided that the conditions of the MAR are met. These requirements, in short, set out that the Manager or Insider does not have any discretion or influence as to the acceptance of the financial instruments awarded or granted and a pre-planned and organised approach is followed regarding the conditions, the periodicity, the timing of the award, the group of entitled persons and the amount of the financial instruments; or
- (b) exercising options or warrants or conversion of convertible bonds or other securities assigned to him under an employee scheme when the expiration date of such options, warrants, or convertible bonds or other securities fall within a Closed Period, as well as sales of the shares acquired pursuant to such exercise or conversion, provided that (i) the Manager or Insider notifies the Global Compliance Officer of its irrevocable choice to exercise or convert at least four months (pursuant to Article 9 of the Commission Delegated Regulation (EU) 2016/522 of 17 December 2015) before the expiration date; (ii) the decision of the Manager or Insider is irrevocable; and (iii) the Manager or Insider has received authorisation from the Global Compliance Officer before proceeding; or
- (c) acquiring ASMI Securities under an employee participation scheme (including but not limited to an automatic sell-to-cover under the employee participation plan), provided that (i) the Manager or Insider has entered into the scheme before the Closed Period, except when it cannot enter into the scheme at another time due to the date of commencement of employment; (ii) the Manager or Insider does not alter the conditions of his participation into the scheme or cancel his participation into the scheme during the Closed Period; and (iii) the purchase operations are clearly organised under the scheme terms and that the Manager or Insider has no right or legal possibility to alter them during the Closed Period, or are planned under the scheme to intervene at a fixed date which falls in the Closed Period; or
- (d) any transfer, directly or indirectly, of ASMI Securities provided that the ASMI Securities are transferred between two own accounts held by a Manager, an Affiliated Person or an Insider, and that such transfer does not result in a change in price of such ASMI Securities; or
- (e) any acquisition or receipt of ASMI Securities by a Manager upon accepting a management or supervisory function at ASMI where the final date for such acquisition falls during a Closed Period, provided that the Manager submits evidence to the Global Compliance Officer of the reasons for the acquisition not taking place at another time, and the Global Compliance Officer is satisfied with the provided explanation.

APPENDIX VI – REPORTING OBLIGATIONS

1. Reporting obligations for Managers and Affiliated Persons:

- (A) Managers and Affiliated Persons must notify the Global Compliance Officer of an intended Trade at least three business days in advance.
- (B) Managers and Affiliated Persons must, no later than one business day following the transaction date, report to the Global Compliance Officer any Trade conducted or effected by them or on their behalf.
- (C) Managers and Affiliated Persons must notify the AFM of all Trades within three business days after the date of such Trade.

Such notification may be delayed until the moment when the Trades conducted for their own account amount to at least €5,000 in total (without netting) in any calendar year.

- (D) Managers and Affiliated Persons will at all times remain ultimately responsible for the compliance with their notification duties within the applicable timeframe.

2. Additional reporting obligations for members of the Management Board and members of the Supervisory Board:

- (A) Members of the Management Board and members of the Supervisory Board must notify the AFM and the Global Compliance Officer of the shares and voting rights they have in ASMI and in any Affiliated Company within two weeks of their appointment.
- (B) Members of the Management Board and members of the Supervisory Board must immediately after a company has become an Affiliated Company notify the AFM and the Global Compliance Officer of the shares and voting rights they have in ASMI and in any Affiliated Company.
- (C) Members of the Management Board and members of the Supervisory Board must, without delay, notify the AFM and the Global Compliance Officer of any change in the shares or voting rights they have in ASMI and in any Affiliated Company.

3. Reporting obligations for Insiders:

- (A) Insiders must promptly report Trades conducted by or for them to the Global Compliance Officer, in any case within three business days after the Trade.
- (B) Insiders will at all times remain ultimately responsible for the compliance with their notification duties within the applicable timeframe.

4. Notification forms for Managers and Affiliated Persons:

All notifications by Managers and their Affiliated Person pursuant to this policy should be made by using forms which are consistent with the forms adopted by the European Commission, ESMA or the AFM, as applicable, pursuant to the MAR. The Global Compliance Officer will make the forms available via ASMI's intranet page. A pre-filled out template Transaction Notification Form is set out in Appendix VII.

APPENDIX VII – TRANSACTION NOTIFICATION FORM

1.	Details of the person discharging managerial responsibilities/person closely associated	
a)	Name	
	<p><i>For natural persons: the first name and the last name(s).</i></p> <p><i>For legal persons: full name including legal form as provided for in the register where it is incorporated, if applicable.</i></p>	
2.	Reason for the notification	
a)	Position/ status	
	<p><i>For persons discharging managerial responsibilities: the position occupied within the issuer, emission allowances market participant/auction platform/auctioneer/auction monitor should be indicated, e.g. CEO, CFO.</i></p> <p><i>For persons closely associated,</i></p> <p><i>-An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;</i></p> <p><i>- Name and position of the relevant person discharging managerial responsibilities.</i></p>	
b)	Initial notification/ correction	
	<p><i>Indication that this is an initial notification or a correction to prior notifications. In case of correction, explain the error that this notification is correcting</i></p>	

3.	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name Full name of the entity	ASM International N.V.	
b)	LEI <i>Legal Entity Identifier code in accordance with ISO 17442 LEI code.</i>	7245001I22ND6ZFHX623	
4.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument <i>Indication as to the nature of the instrument:</i> <i>- a share, a debt instrument, a derivative or a financial instrument linked to a share or a debt instrument;</i> <i>- an emission allowance, an auction product based on an emission allowance or a derivative relating to an emission allowance.</i>	1. ASMI share	
		2. ASMI option	
		3. ASMI performance award share	
		4.	
		5.	
		6.	
	Instrument identification code (ISIN)	1.	
		2.	
		3.	
		4.	
		5.	
		6.	
b)	Nature of the transaction (i.e. buy, sell, subscription of exchange,...)	1. buy	
		2. sell	

	<p><i>Description of the transaction type using, where applicable, the type of transaction identified in Article 10 of the Commission Delegated Regulation (EU) 2016/522(1) adopted under Article 19(14) of Regulation (EU) No 596/2014 or a specific example set out in Article 19(7) of Regulation (EU) No 596/2014.</i></p>	3. exercise		
		4.		
		5.		
		6.		
	<p>Transaction is linked to the exercise of a share option programme? Yes/ No</p>	1.		
		2.		
		3.		
		4.		
		5.		
		6.		
c)	<p>Price(s) and volume(s)</p> <p><i>Where more than one transaction of the same nature (i.e. buy, sell, subscription of exchange,...) on the same financial instrument or emission allowance are executed on the same day and on the same place of transaction, prices and volumes of these transactions shall be reported in this field, in a two columns form as presented above, inserting as many lines as needed.</i></p>		Price (Prices)	Volume(s)
		1.		
		2.		
		3.		

		4.		
		5.		
		6.		
d.	<p>Aggregated information:</p> <ul style="list-style-type: none"> - Aggregated volume - Price <p><i>The volumes of multiple transactions are aggregated when these transactions:</i></p> <ul style="list-style-type: none"> -relate to the same financial instrument or emission allowance; -are of the same nature; -are executed on the same day; and -are executed on the same place of transaction. <p><i>Price information:</i></p> <ul style="list-style-type: none"> -In case of a single transaction, the price of the single transaction; -In case the volumes of multiple transactions are aggregated: the weighted average price of the aggregated transactions. 		Volume (aggregated)	Price (weighted average price)
		1.		
		2.		
		3.		
		4.		
		5.		
		6.		

e)	Date of the transaction <i>Date of the particular day of execution of the notified transaction. Using the ISO 8601 date format: YYYY-MM-DD</i>	1.		
		2.		
		3.		
		4.		
		5.		
		6.		
f)	<u>Trading venue/ platform (!) of the transaction</u> <i>Name and code to identify the MiFID trading venue, the systematic internaliser or the organised trading platform outside of the Union where the transaction was executed as defined under Commission Delegated Regulation supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the reporting of transactions to competent authorities adopted under Article 26 of Regulation (EU) No 600/2014, or if the transaction was not executed on any of the above mentioned venues, please mention 'outside a trading venue.</i>	1.		
		2.		
		3.		
		4.		
		5.		
		6.		