

WHISTLEBLOWER POLICY

GENERAL

The Code of Ethics as well as other related policies of ASM International N.V. (the “Company”) require the members of its Supervisory Board and Management Board and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of the Company must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. Unlawful activity of any kind is prohibited.

REPORTING RESPONSIBILITY

It is the responsibility of all members of the Supervisory Board and Management Board and employees to comply with the Company's Code of Ethics and related policies and to report violations or suspected violations thereof in accordance with this Whistleblower Policy.

CONDUCT COVERED BY THE WHISTLEBLOWER POLICY

This Whistleblower Policy covers any good faith complaint or concern with respect to the Company, of any Company employee or any other person (such as a Company supplier, customer, shareholder or other stakeholder), in connection with:

- (i) questionable accounting, internal accounting controls, or auditing matters;
- (ii) a potential violation of the Code of Ethics and related policies;
- (iii) a potential violation of any law or regulation;
- (iv) a potential criminal offense;
- (v) a potential provision of incorrect information to public bodies or authorities;
- (vi) fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of the Company or in the recording and maintaining of financial records of the Company;
- (vii) misrepresentation or false statements to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports;
- (viii) deviation from full and fair reporting of the Company's financial condition;
- (ix) a potential suppression, destruction or manipulation of information regarding any of the foregoing circumstances; or
- (x) any other irregularities of a general, operational or financial nature.

PROCEDURE

1. Employees shall have the option to report any complaints or concerns regarding any matter covered by this Whistleblower Policy internally, on a confidential and, if the employee chooses, anonymous basis, to:
 - (i) their direct Supervisor/Manager;
 - (ii) the local Manager of the Human Resources Department;
 - (iii) the Company's Compliance Officer;
 - (iv) the Chairman of the Supervisory Board; or
 - (v) in respect of any complaints regarding questionable accounting or auditing matters, to the Chairman of the Audit Committee.
2. Other persons who wish to report a complaint or concern may contact the Company's Compliance Officer, the Chairman of the Supervisory Board or the Chairman of the Audit Committee.

3. The contact details of the Compliance Officer, the Chairman of the Supervisory Board and the Chairman of the Audit Committee are below:

COMPLIANCE OFFICER Jeroen Seligmann General Counsel	CHAIRMAN OF THE SUPERVISORY BOARD Jan C. Lobbezoo	CHAIRMAN OF THE AUDIT COMMITTEE Stefanie Kahle-Galonske
ASM International NV Versterkerstraat 8 1322 AP Almere The Netherlands	ASM International NV Versterkerstraat 8 1322 AP Almere The Netherlands	ASM International NV Versterkerstraat 8 1322 AP Almere The Netherlands
T +31 88 100 86 20 jeroen.seligmann@asm.com		ChairmanAC@asm.com

4. The initial recipient of the complaint or concern, shall, upon receipt thereof, prepare a report containing a description of such complaint or concern and if the reporting person is an employee shall provide the employee with a copy of such report, where appropriate, unless the complaint was made anonymously.
5. In the event of a report from an employee or any other person regarding a material irregularity of a financial nature, material violation of financial reporting standards, or violation of the Sarbanes Oxley Act of 2002, the report shall be promptly forwarded to the Chairman of the Audit Committee.
6. If the initial recipient is not the Compliance Officer and the complaint or concern does not involve the Compliance Officer, the initial recipient shall ensure that the Compliance Officer is informed immediately of such complaint or concern and receives a copy of the report. If the complaint or concern involves the Compliance Officer, the report prepared by the initial recipient shall be forwarded directly to the Chairman of the Supervisory Board for investigation.
7. After receiving the report of the employee's or other person's complaint or concern an investigation will be initiated by either:
- the employee's manager or manager of the Human Resource Department in consultation with the Compliance Officer;
 - the Compliance Officer; or
 - the Chairman of the Supervisory Board or the Chairman of the Audit Committee.
8. The name of the employee, if provided, shall not be disclosed to any other person by the initial recipient of the information contained in the report, unless the employee gives prior consent. In addition, any information provided by the employee in connection with a complaint or concern covered by this Whistleblower Policy shall be handled on a strictly confidential basis and in such a manner as to safeguard the employee's anonymity. An employee who reports a complaint shall avoid any form of external or internal publicity concerning the complaint, unless required to do so by law.
9. Within six weeks from the date of the report, the reporting person shall, when possible, be informed, in writing, by the Compliance Officer (or his designee), or, if appropriate, the Chairman of the Supervisory Board, of his position on the complaint or concern and the action taken. If no position can be given within six weeks, the reporting person shall be given an indication as to when he or she will be informed of the Compliance Officer's or the Chairman's position.

RETENTION OF DOCUMENTS

All written complaints and concerns submitted by an employee or other person regarding an alleged violation of the Code of Ethics or any matter covered by this Whistleblower Policy, along with any investigational materials and other documentation relating thereto, shall be retained by the Company for a minimum of seven years.

NO RETALIATION

No member of the Supervisory Board and Management Board, or employee who in good faith reports a violation of the Code of Ethics or reports a complaint or concern involving matters covered by this Whistleblower Policy shall suffer harassment, retaliation or adverse employment consequence as a result of such report. An employee that retaliates against someone who has reported a violation, complaint or concern in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise concerns within the Company and to better enable the Company to promote compliance with the Code of Ethics and related policies. In the event an employee files a complaint which such employee knows or reasonably should know to be false, such employee will be subject to disciplinary action such as termination of employment and such employee may be held liable for damages incurred by the Company.

STATUS

This policy has been approved by the Supervisory Board and can be amended at any time by the Supervisory Board. The latest version of the document will always be available on the website (www.asm.com) and will prevail over any other version of this document.

Date: July 8, 2013
Name: Charles D. (Chuck) del Prado

Signature: _____