

CONVOCAATION

for ASM International N.V.'s (the "Company") Annual General Meeting of Shareholders, to be held on Monday May 20, 2019, at 2:00 p.m. CET at the Hotel Okura Amsterdam, Ferdinand Bolstraat 333, Amsterdam, the Netherlands.

AGENDA

1. Opening / Announcements
2. Report on the financial year 2018
3. Execution of the Remuneration Policy in 2018
4. Adoption of the Annual Accounts 2018 *
5. Adoption of dividend proposal *
6. Discharge of the members of the Management Board *
7. Discharge of the members of the Supervisory Board *
8. Appointment of the Company's auditors for the financial year 2019 *
9. Designation of the Management Board as the competent body to issue common shares and rights to acquire common shares and to set aside any pre-emptive rights *
10. Authorization of the Management Board to repurchase common shares in the Company *
11. Withdrawal of treasury shares *
12. Any other business
13. Closure

* = voting item(s)

The agenda plus explanatory notes and the Annual Report 2018 (which includes the Directors Report 2018 and the Annual Accounts 2018), as placed on the website of the Company: www.asm.com and available via 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: corporate.broking@nl.abnamro.com.

Record Date

For this meeting persons who are entitled to vote and/or attend the meeting, are considered to be those who are registered as shareholders of the Company in a (sub) register on April 22, 2019 following the registration of all transactions on that date ("Record Date"), provided that such person has provided the Company with a notification in accordance with the following paragraph. 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.

Notification

Holders of deposit shares or their proxies who wish to attend the meeting, must as from April 23, 2019 and no later than May 14, 2019 (5:00 p.m. CET) give notice hereof to ABN AMRO Bank N.V. via 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 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 12:00 a.m. CET on May 15, 2019. 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. The shareholders will receive via ABN AMRO Bank N.V. a registration certificate which serves as attendance card for the meeting.

Holders of registered shares, a usufructuary of registered shares who is entitled to vote or their proxy, who wish to attend the meeting, must give written notice hereof to the Company no later than May 14, 2019.

Power of attorney

A shareholder who wishes to attend by proxy, must submit an executed legally valid power of attorney – whether or not in the form of the bottom side of the registration certificate – to the Company no later than May 14, 2019. Persons who are entitled to attend the meeting may also electronically instruct Mr. Ruud van Bork (an independent civil law notary of Loyens & Loeff N.V.) to vote, this is to be done no later than on May 14, 2019 via www.abnamro.com/evoting.

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

Almere, April 4, 2019

ASM International N.V.
The Management Board