

Company's Policy regarding the Virtual General Meeting of Shareholders

ASM International N.V. (the "Company") accommodates its Shareholders to participate in its General Meeting through electronic means without the need to physically attend the respective General Meeting and attend and vote real time online. Participating virtually – while being able to vote real time - in a General Meeting of the Company is subject to the terms and conditions for Virtual General Meetings included in this "Company's Policy for Virtual General Meetings of Shareholders".

Capitalised terms have the meaning as set out in the Annex to this Company's Policy for Virtual General Meetings of Shareholders.

Terms and Conditions for Virtual General Meetings

1. INTRODUCTION

- 1.1 These Terms and Conditions for Virtual General Meetings are applicable in the event of Virtual General Meetings and to Participating Shareholders, unless the context requires otherwise.
- 1.2 Participating Shareholders will be provided with the opportunity to attend the Virtual General Meeting and vote electronically during the Virtual General Meeting. The Virtual General Meeting shall be treated as having commenced if it has commenced at the physical place specified in the convocation.
- 1.3 Participating Shareholders may attend and participate in the Virtual General Meeting via the Online Platform. The Online Platform will be provided by the Online Platform Providers. Participating Shareholders must identify themselves electronically through a secured access on the Online Platform to enter the Virtual General Meeting. In addition to the provisions laid down in these terms and conditions for Virtual General Meetings, the Terms and Conditions of the Online Platform Providers also apply to the participation in the Virtual General Meeting via the Online Platform.
- 1.4 Further instructions on the participation in the Virtual General Meeting will be included in the convocation of the General Meeting and/or will be published on the Company's website (<https://www.asm.com/investors/corporate-governance/agm>).
- 1.5 After convocation of the Virtual General Meeting, the Management Board may, at its own discretion, change the sequence of the meeting, change or restrict the electronic facilities for the meeting or adjourn the time at which the meeting is to be held. Such changes will be communicated on ASM's website (<https://www.asm.com/investors/corporate-governance/agm>).

2. TECHNOLOGY

- 2.1** Participating Shareholders should, in advance of the meeting, test their connection and ensure that they have access to the Online Platform. The Company will have the Online Platform Providers implement the technical infrastructure for the Online Platform in a timely fashion in order to allow Participating Shareholders to test the foregoing. The Company will take all reasonable efforts to make sure that technical support lines are available for Participating Shareholders during the Virtual General Meeting and for pre-meeting testing access.
- 2.2** There are certain risks for Participating Shareholders who attend the Virtual General Meeting via the Online Platform. These risks include, among other things, any failure or deficiency in virtual meeting equipment, software, network infrastructure, servers, internet or telephone connectivity, video or voice equipment, whether or not caused by an information security incident (which includes any unauthorised use, hacking, a denial of service attack, a denial of access, any failure or intrusion resulting from the theft or unlawful interception of a password or network access code and any other cyber-attack) or caused by any type of mechanical failure such as any electrical power outage during the Virtual General Meeting. If a Participating Shareholder wishes to avoid such risks, he or she should provide a proxy and is able to follow the meeting through the webcast as described in the convocation. If any of these risks prevent a Participating Shareholder from attending the meeting or voting electronically during (any part of) the Virtual General Meeting, then this will be for the risk and account of such Participating Shareholder. The inability of one or more Participating Shareholders to attend the Virtual General Meeting and/or vote electronically during (any part of) the Virtual General Meeting does not affect the validity of the Virtual General Meeting or any business conducted at such meeting.
- 2.3** If it appears to the Chairman that the Online Platform of the Virtual General Meeting has become inadequate for Participating Shareholders to attend the meeting or vote electronically during (any part of) the Virtual General Meeting, then the Chairman may, at its own discretion, suspend or cancel the meeting, change the sequence of the meeting or proceed with the meeting without the possibility for some or all of the Participating Shareholders to attend the meeting or vote electronically during (any part of) the Virtual General Meeting. The

Chairman shall communicate this decision to the extent reasonable possible to the Participating Shareholders.

- 2.4** If the Chairman suspends or cancels the Virtual General Meeting, then all business conducted up to the point of the suspension or cancellation will be valid. A suspended Virtual General Meeting may be continued as a virtual meeting (or otherwise) if and insofar permitted by law.

3. PARTICIPATING SHAREHOLDERS' RIGHTS

- 3.1** Participating Shareholders will be able to virtually attend and participate in the Virtual General Meeting via the Online Platform. Such Participating Shareholders will be able to follow the meeting and vote electronically, provided that they duly and timely registered for participation in the Virtual General Meeting via the Online Platform and duly and timely logged-in on the Online Platform in accordance with the instructions included in the convocation of the Virtual General Meeting and/or published on the Company's website.

- 3.2** Participating Shareholders who are timely logged-in via the Online Platform prior to the start of the Virtual General Meeting (i) shall be deemed to attend the Virtual General Meeting in person, (ii) shall be counted in for calculating how many Shareholders are present or represented at the Virtual General Meeting and which percentage of the issued and outstanding share capital of the Company is present or represented at the Virtual General Meeting, (iii) shall be able to follow the Virtual General Meeting, (iv) shall be entitled to vote electronically at such Virtual General Meeting, and (v) shall have, subject to the conditions as outlined in the convocation, the opportunity to submit questions during the Virtual General Meeting on the Online Platform via chat or real time verbal through an electronic link.

Participating Shareholders who are not timely logged-in via the Online Platform prior to the start of the Virtual General Meeting will not be counted as if they were attending the Virtual General Meeting and will only be able to follow the meeting. The names of Participating Shareholders who are registered as attendants of the Virtual General

Meeting via the Online Platform will be included in the registration list of Shareholders attending the Virtual General Meeting.

- 3.3** Any log-off by a Participating Shareholder before the end of the Virtual General Meeting will not affect the calculation of the quantum of Shareholders attending the Virtual General Meeting. In case of any early log-off by a Participating Shareholder, the session of the Participating Shareholder will expire. In such event the Participating Shareholder will be allowed to log in again and to re-join the Virtual General Meeting via the Online Platform. To the extent such Participating Shareholder was timely logged in via the Online Platform prior to the start of the Virtual General Meeting, such Participating Shareholder will be able to continue to follow the meeting, submit questions via the chat function, and exercise its voting rights electronically during the remaining part of the Virtual General Meeting. In all other circumstances such Shareholders will only be able to follow the meeting.
- 3.4** Without prejudice to article 3.2 and 3.3, Participating Shareholders will be able to cast their vote electronically between the moment the Chairman opens the polls on a voting agenda item after the deliberations on that item have taken place and the moment that the Chairman closes the polls during the Virtual General Meeting. The Chairman may also at the beginning of each Virtual General Meeting at its sole discretion decide that the polls for one or more voting agenda items will be open between the commencement of the Virtual General Meeting and the closure of voting as announced by the Chairman during the Virtual General Meeting. The polls will not be open prior to the start of the Virtual General Meeting.
- 3.5** Split voting by Participating Shareholders is not yet supported by the Online Platform and is therefore not possible.
- 3.6** The determination by the Chairman after the closing of the poll or polls on the outcome of a vote by the General Meeting is decisive. The Chairman may inform the Shareholders of the results of such voting

item(s) after the closing of that poll or polls or at the close of the Virtual General Meeting.

- 3.7** Each Participating Shareholder may after the meeting request the Company to send him or her a confirmation of receipt of his votes cast on the Online Platform during the Virtual General Meeting.

4. AMENDMENTS TO THE TERMS AND CONDITIONS FOR VIRTUAL GENERAL MEETINGS

The Management Board is authorised to adopt, revoke and amend these Terms and Conditions for Virtual General Meetings included in the Company's Policy regarding the Virtual General Meetings of Shareholders at any time which will become effective immediately upon posting on the Company's website (<https://www.asm.com/investors/corporate-governance/agm>), unless decided otherwise.

5. CONTACT

For any questions about these Terms and Conditions for Virtual General Meetings included in the Company's Policy regarding the Virtual General Meetings of Shareholders, please contact Investor Relations at victor.bareno@asm.com.

ANNEX DEFINITIONS

| | |
|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Company | ASM International N.V. |
| Chairman | means the chairman of the Virtual General Meeting |
| Management Board | means the Management Board of the Company |
| General Meeting | means the corporate body that consists of Shareholders with voting rights, and all other persons with voting rights in the Company / the meeting of the Company in which Shareholders and all other persons with meeting rights assemble |
| Virtual General Meeting | means a General Meeting in which Shareholders are able to follow (watch, listen, raise questions, or otherwise) the Virtual General Meeting and vote electronically during the Virtual General Meeting via the Online Platform while the General Meeting is held |
| Lumi | means Lumi Technologies LTD |
| Online Platform | means the online platform provided by the Online Platform Providers on which the Shareholders are able to attend the Virtual General Meeting |
| Online Platform Providers | means ABN AMRO Bank and Lumi |
| Shareholders | means holders of one or more Shares or holders of a right of usufruct to one or more Shares, provided that each such holder has meeting rights and in respect of casting a vote, that he also has the voting rights attached to such Shares |
| Participating Shareholders | Shareholders who are accommodated to, and wish to virtually attend and participate in the Virtual General Meeting via the Online Platform |
| Shares | means one or more shares in the share capital of the Company |
| Terms and Conditions for Virtual General Meetings | means these terms and conditions for Virtual General Meetings |
| Terms and Conditions of the Online Platform Providers | means the terms and conditions for the e-voting system of the Online Platform Providers as they will read from time to time |