

PROPOSAL I(a) & PROPOSAL I(b)

These amendments of the articles of association relate to the changes in the nominal value of the ordinary shares in the capital of ASM International N.V.

PROPOSAL I(A) & PROPOSAL I(B)
AMENDMENTS ARTICLES OF ASSOCIATION
ASM INTERNATIONAL N.V.

16 April 2018

Stibbe

ASM International N.V. – this document only reflects the paragraphs of the articles that are proposed to be amended. The continuous text of the articles of association is available at the company's website under

<http://www.asm.com/investors/corporate-governance/articles-of-association>

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These amendments of the articles of association relate to the changes in the nominal value of the ordinary shares in the capital of ASM International N.V.

PROPOSAL I(A)

**AMENDMENTS OF THE ARTICLES OF ASSOCIATION
ASM INTERNATIONAL N.V.**

PROPOSED AMENDMENTS	EXPLANATION
<p>Capital and shares Article 3. The authorised capital of the company amounts to nine million four hundred forty thousand euro (EUR 9,440,000.-) <u>four hundred and forty-nine million four hundred and forty thousand euros (EUR 449,440,000)</u>. It is divided into one hundred ten million (110,000,000) ordinary shares, each having a par value of four euro cents (EUR 0.04) <u>four euros and four cents (EUR 4.04)</u>, eight thousand (8,000) finance preferred shares, each having a par value of forty euro (EUR 40.-) and one hundred eighteen thousand (118,000) preferred shares, each having a par value of forty euro (EUR 40.-).</p>	<p>Changes in respect of the increase of the par value of the ordinary shares in the capital of the company. Reference is made to the explanatory notes to the agenda of the general meeting for more information regarding the background of the increase.</p>

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PROPOSAL I(a) & PROPOSAL I(b)

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PROPOSAL I(B)

**AMENDMENTS OF THE ARTICLES OF ASSOCIATION
ASM INTERNATIONAL N.V.**

PROPOSED AMENDMENTS	EXPLANATION
<p>Capital and shares Article 3. The authorised capital of the company amounts to four hundred and forty nine million four hundred and forty thousand euros (EUR 449,440,000)<u>nine million four hundred forty thousand euro (EUR 9,440,000.-)</u>. It is divided into one hundred ten million (110,000,000) ordinary shares, each having a par value of four euros and four cents (EUR 4.04)<u>four euro cents (EUR 0.04)</u>, eight thousand (8,000) finance preferred shares, each having a par value of forty euro (EUR 40.-) and one hundred eighteen thousand (118,000) preferred shares, each having a par value of forty euro (EUR 40.-).</p>	<p>Changes in respect of the decrease of the par value of the ordinary shares in the capital of the company. Reference is made to the explanatory notes to the agenda of the general meeting for more information regarding the background of the decrease.</p>

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