
Annual General Meeting of Shareholders

2020 PROXY - Annual General Meeting of Shareholders

ASM International N.V.

ASM International N.V. (the "Issuer")

This proxy card must be received by Citibank, N.A., at the address indicated below, prior to 10:00 A.M. (EDT) on May 12, 2020 for action to be taken.

ASM International N.V., a company organized under the laws of the Netherlands
Common Shares - Proxy

Annual General Meeting of Shareholders - May 18, 2020 at 2:00 P.M. (CET) at the ASM International N.V. office,
Versterkerstraat 8, Almere, the Netherlands.

THIS PROXY IS SOLICITED ON BEHALF OF THE MANAGEMENT BOARD OF ASM INTERNATIONAL N.V. FOR
THE 2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS

The undersigned, who is the holder or beneficial owner of record of the Common Shares of New York Registry of ASM International N.V. identified on the reverse side of this proxy card, hereby appoints **Charles D. (Chuck) del Prado and Peter A.M. van Bommel**, and each of them, proxies and attorneys-in-fact, with full power to each of substitution, on behalf and in the name of the undersigned to represent the undersigned at the 2020 Annual General Meeting of Shareholders to be held on Monday, May 18, 2020, at 2:00 P.M. (CET) at the ASM International N.V. office, Versterkerstraat 8, Almere, the Netherlands, and at any adjournment or adjournments thereof, and to vote all Common Shares of New York Registry which the undersigned would be entitled to vote if then and there present on the matters and in the manner set forth on the reverse of this proxy card hereby revoking any proxy previously given.

The agenda plus explanatory note and any other meeting documents are available on the Issuer's website at <http://www.asm.com/investors/corporate-governance/agn>. The Annual Report 2019 (which includes the Directors Report 2019 and the Annual Accounts 2019) is also available on the Issuer's website at <http://www.asm.com/investors/corporate-reports>.

Please indicate on the reverse side of this proxy card how your shares are to be voted. This proxy card must be marked, signed and returned to Citibank, N.A. prior to 10:00 A.M. (EDT) on May 12, 2020, in order to be counted.

If this proxy card is signed and timely returned to Citibank, N.A., but no specific direction as to voting is marked as to a Proposal, the undersigned shall be deemed to have given a proxy to vote "FOR" all Proposals and as said proxies deem advisable on such other matters as may come before the Meeting.

The following proposals relate to, and are numbered to correspond to, the numbered agenda items in the Convocation for the 2020 Annual General Meeting of Shareholders:

3. Remuneration Report 2019
4. Remuneration Policy
5. Adoption of the Annual Accounts 2019
6. Adoption of dividend proposal
 - 6(a) Regular dividend
 - 6(b) Extra-ordinary dividend
7. Discharge of the members of the Management Board
8. Discharge of the members of the Supervisory Board
9. Composition of the Management Board
Appointment of Mr. Benjamin Gek Lim Loh to the Management Board and appointment as CEO
10. Composition of the Supervisory Board
 - 10(a) Appointment of Mrs. Monica de Virgiliis to the Supervisory Board
 - 10(b) Appointment of Mr. Didier Lamouche to the Supervisory Board
 - 10(c) Reappointment of Mr. Martin van Pernis to the Supervisory Board
11. Amendment Articles of Association
12. Appointment of the Company's auditor for the financial year 2020
13. 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
 - 13(a) Designation of the Management Board as the competent body to issue common shares and rights to acquire common shares
 - 13(b) Designation of the Management Board as the competent body to set aside any pre-emptive rights with respect to the issue of common shares and rights to acquire common shares
14. Authorization of the Management Board to repurchase common shares in the Company
15. Withdrawal of treasury shares

A Proposals

ASM International N.V.

The Management Board recommends a vote "For" all Proposals.

	For	Against	Abstain		For	Against	Abstain
Proposal 3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 10b	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 4	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 10c	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 11	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 6a	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 12	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 6b	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 13a	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 7	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 13b	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 8	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 14	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 9	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Proposal 15	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Proposal 10a	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

B Authorized Signatures - Sign Here - This section must be completed for your instructions to be executed.

If these Voting Instructions are signed and timely returned to the Depository but no specific direction as to voting is marked above as to a Proposal, the undersigned shall be deemed to have directed the Depository to give voting instructions "FOR" all unmarked Proposals.

If these Voting Instructions are signed and timely returned to the Depository but multiple specific directions as to voting are marked above as to a Proposal, the undersigned shall be deemed to have directed the Depository to give an "ABSTAIN" voting instruction for such issue.

Please be sure to sign and date this Voting Instructions Card.

Please sign your name to the Voting Instructions exactly as printed. When signing in a fiduciary or representative capacity, give full title as such. Where more than one owner, each MUST sign. Voting Instructions executed by a corporation should be in full name by a duly authorized officer with full title as such.

Signature 1 - Please keep signature within the line

Signature 2 - Please keep signature within the line

Date (mm/dd/yyyy)

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