

# STRENGTHENING ASM'S GOVERNANCE STRUCTURE

NOMINATION OF MR. M'SAAD AS 3<sup>RD</sup> MB MEMBER, AND RELATED CHANGES IN PROPOSED  
REMUNERATION POLICY

MAY 16, 2022

- February 1, 2022, ASM announced a strengthening of its governance structure. As part of this, the Supervisory Board (SB) nominated Mr. Hichem M'Saad to join the board as 3<sup>rd</sup> Management Board (MB) member and CTO, and to set up an Executive Committee
- The strengthening of the governance structure follows ASM's strong growth in the last years and prepares the company for further growth in the coming years. ASM's revenue is targeted to further increase to EUR 2.8 to 3.4 bn by 2025. The strong growth is also illustrated by ASM's share having been adopted in the AEX index since March 2020 and in the MSCI Global Index since February 2021.
- After joining ASM in 2015, Hichem has been instrumental in driving ASM's very strong growth in equipment sales in recent years. He is very well positioned to drive ASM's Growth through Innovation strategy for the coming years. As CTO, he will be accountable for ASM's technical product portfolio and future technologies and innovation, which will support ASM to stay on top of the accelerating pace and increasing complexity of technology developments in our industry.
- At the AGM a new Remuneration Policy for the Management Board is proposed, with the main change being the extension of the policy to the new CTO.

# HICHEM M'SAAD – NOMINATED AS CTO



- Hichem joined ASM in 2015 as a Senior VP, leading the thermal ALD, Epitaxy, and Vertical Furnace product lines. In 2019 he took the full accountability, combining his activities with ASM's Plasma product lines, taking global accountability for ASM's Global Products and was promoted to Executive Vice President.
- Mr. M'Saad has been instrumental for the very successful development of ASM's product portfolio (incl. Intrepid and Synergis) and customer relationships, which have been driving ASM's strong revenue growth.
- Mr. M'Saad has over 25 years of experience in the semiconductor equipment industry. Before joining ASM, he had a 15-year tenure with Applied Materials. He rose to the level of Corporate VP and General Manager of the Dielectric Systems and Modules (DSM) and the Chemical Mechanical Polishing (CMP) divisions. He also served as CEO of a start-up in the solar photovoltaic industry for six years.
- Hichem received his Bachelor of Science degree in Metallurgical Engineering from the Colorado School of Mines, his Master's degree in Materials Science & Engineering from Cornell University, and his Ph.D. in Electronic Materials Science from the Massachusetts Institute of Technology. He has authored 57 technical articles and holds nearly 200 granted patents.

- By nominating Mr. M'Saad as third Management Board member, ASM can promote an internal candidate, and create a strong talent pipeline in the company's most critical technology positions that are crucial for ASM's long term growth ambitions.
- As the actual remuneration level of Hichem as Executive Vice President is based on US benchmarks, we propose to our shareholders in the next AGM to adapt in the Remuneration Policy the long term performance share incentive level for Mr. M'Saad in his position as CTO to 450% at target (which is in line with a benchmark conducted by PWC). This benchmark includes the most relevant CTO and management board positions in the US semiconductor industry.
- The current base salary of Mr. M'Saad is 578,370 USD. The actual, at target, Total Direct Compensation ('TDC') of Mr. M'Saad amounts to 3,683,229 USD.
- The new package of Mr. M'Saad shall consist of a base salary of US\$ 600,000, in combination with an at target short term cash incentive of 80% of base salary, and an at target long term performance share incentive of 450% of base salary. This brings the TDC at target of Mr M'Saad at 3,780,000 USD per annum (a TDC increase versus actual at target of 2%).
- While the current award of Mr. M'Saad is in restricted shares, the new LTI award is adjusted towards the Management Board Performance Shares program. The Performance Shares program is applicable to all MB members. Performance shares become unconditional after a performance period of 3 yrs, based on performance against predetermined financial indicators. MB members are required to hold the vested performance shares during a holding period of 2 yrs.

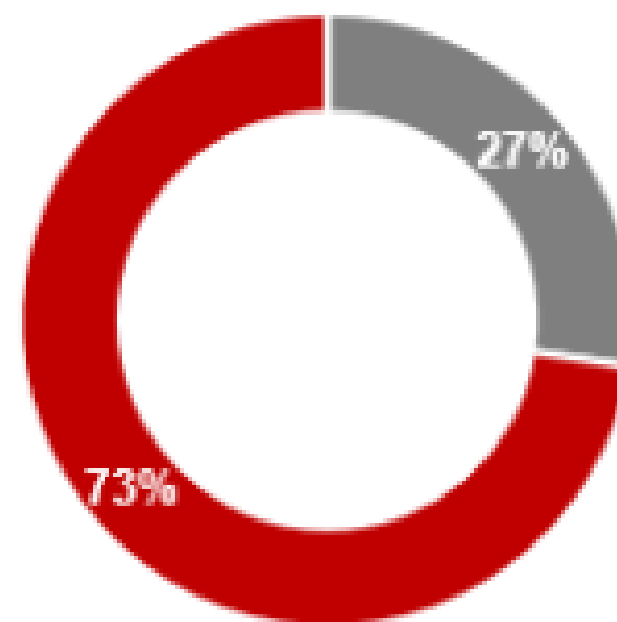
# REMUNERATION POLICY

- Pay mix elements MB:

|     | ABS  | STI / Bonus | LTI  |
|-----|------|-------------|------|
| CEO | 100% | 100%        | 165% |
| CTO | 100% | 80%         | 450% |
| CFO | 100% | 75%         | 125% |

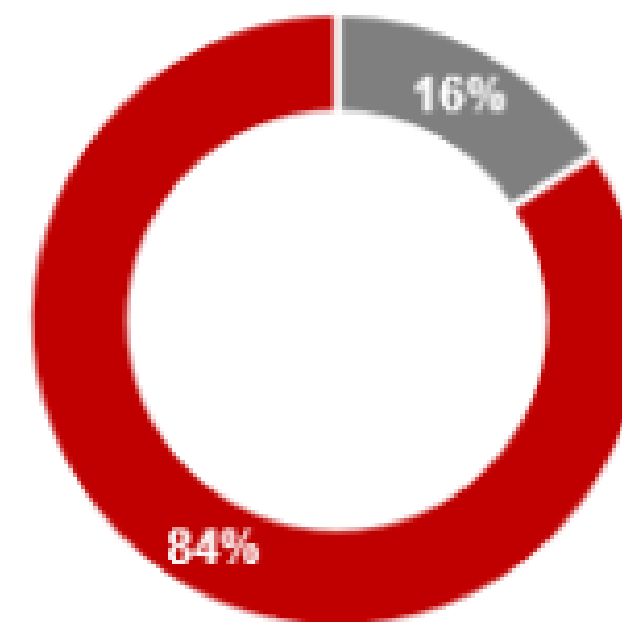
## Total direct remuneration mix - charts

CEO - Target performance

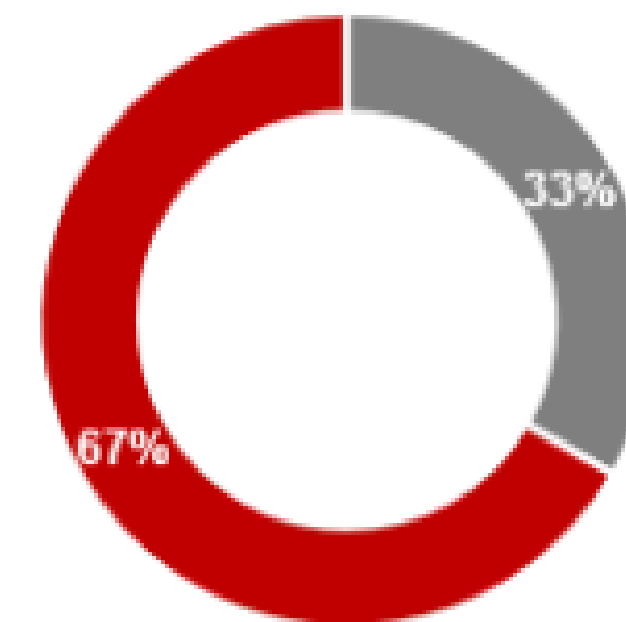


■ Fixed remuneration ■ Variable remuneration

CTO - Target performance



CFO - Target performance



■ Fixed remuneration ■ Variable remuneration



**THANK YOU**