

# Convocation for Annual General Meeting 2024

## ASM International N.V. ("ASM")

To be held on Monday May 13, 2024, at 2:00 p.m. CET in the Van der Valk Hotel in Almere, located at Veluwezoom 45, 1327 AK in Almere, the Netherlands.

### Agenda

1. Opening / Announcements
2. Report on the financial year 2023
  - 2a Report on the financial year 2023
  - 2b Corporate governance structure and compliance with the Dutch Corporate Governance Code
3. Financials
  - 3a Remuneration Report 2023 \*
  - 3b Adoption of the Annual Accounts 2023 \*
  - 3c Adoption of dividend proposal \*
4. Discharge
  - 4a Discharge of the members of the Management Board \*
  - 4b Discharge of the members of the Supervisory Board \*
5. Remuneration Supervisory Board
  - 5a Proposal to amend the Remuneration Policy for the Supervisory Board \*
  - 5b Proposal to amend the remuneration of the members of the Supervisory Board and its committees \*
6. Composition of the Supervisory Board
  - 6a Proposal to reappoint Mr. Lamouche as member of the Supervisory Board \*
  - 6b Proposal to appoint Ms. Micki as member of the Supervisory Board \*
  - 6c Proposal to appoint Mr. Van den Brink as member of the Supervisory Board \*
7. Appointment of ASM's auditor for the financial year 2025 \*
8. Designation of the Management Board as the competent body to issue common shares and to grant rights to acquire common shares and to limit or exclude any pre-emptive rights

- 8a Designation of the Management Board as the competent body to issue common shares and to grant rights to acquire common shares \*
- 8b Designation of the Management Board as the competent body to limit or exclude any pre-emptive rights with respect to the issue of common shares and rights to acquire common shares \*
  
- 9. Authorization of the Management Board to repurchase common shares in ASM \*
  
- 10. Proposal to withdraw common shares held by ASM \*
  
- 11. Amendment of the articles of association \*
  
- 12. Any other business
  
- 13. Closure

\* = voting item(s)

The agenda plus explanatory notes and the Annual Report 2023 (which includes the Directors Report 2023 and the Annual Accounts 2023), and other attachments, as placed on the website of ASM: [www.asm.com](http://www.asm.com) and available via [www.abnamro.com/evoting](http://www.abnamro.com/evoting), constitute an integral part of this convocation and are also available for inspection by each shareholder at ASM's office at Versterkerstraat 8 in Almere, the Netherlands and at the offices of ABN AMRO Bank N.V., e-mail: [AVA@nl.abnamro.com](mailto:AVA@nl.abnamro.com).

### Record Date

For this Annual General Meeting persons who are entitled to vote and/or attend the meeting, are considered to be those who are registered as shareholders of ASM in a (sub) register on April 15, 2024 following the registration of all transactions on that date ("**Record Date**"), provided that such person has been registered for the Annual General Meeting in accordance with the below chapter "Registration". For holders of deposit shares, the administration of the intermediaries as defined in the Securities Giro Act (the "**Intermediary**") are appointed as (sub) registers.

### Registration

Holders of deposit shares who wish to attend the Annual General Meeting, must as from April 16, 2024 and no later than May 6, 2024 at 5:00 p.m. CET give notice hereof to ABN AMRO Bank N.V. via [www.abnamro.com/evoting](http://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](http://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 1:00 p.m. CET on May 7, 2024. 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 receipt of registration. This receipt of registration will serve as admission ticket for the meeting for the shareholder.

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 ASM no later than May 6, 2024 at 5:00 p.m. CET.

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

### Webcast

All shareholders can follow the proceedings of the Annual General Meeting via the live webcast, by signing up for it through [www.asm.com](http://www.asm.com). We advise shareholders to sign up for the live webcast latest by May 9, 2024, at 5:00 p.m. CET. It is not possible to speak, ask questions or vote through the webcast.

**Voting by proxy**

A shareholder can choose to give a power of attorney with voting instructions to Mr. Michel van Agt (an independent civil law notary from Loyens & Loeff N.V.), or in his absence his substitute, to vote on behalf of the shareholder at the Annual General Meeting. The shareholder may grant the power of attorney and voting instructions electronically via [www.abnamro.com/evoting](http://www.abnamro.com/evoting).

Alternatively, an executed legally valid power of attorney (as published on the website of ASM) may be submitted by email to Mr. Michel van Agt at [michel.van.agt@loyensloeff.com](mailto:michel.van.agt@loyensloeff.com), no later than May 6, 2024 (5:00 p.m. CET).

**Questions prior to the Annual General Meeting**

Shareholders registered for the Annual General Meeting are also offered the possibility to submit questions prior to the meeting in relation to the agenda of the Annual General Meeting. Such questions can be sent to [AGM@asm.com](mailto:AGM@asm.com) before May 6, 2024, 2:00 p.m. CET. Timely received questions will be answered at the Annual General Meeting – possibly combined – and possibly by topic. During the Annual General Meeting, registered shareholders are also able to ask questions but only when physically present at the venue.

**Location**

As set out above, the Annual General Meeting will be held in the Van der Valk Hotel in Almere, located at Veluwezoom 45, 1327 AK in Almere, the Netherlands.

Almere, March 26, 2024

ASM International N.V.  
The Management Board