

2020 Annual General Meeting of Shareholders

Resolutions taken 22 April 2020

Overview of the resolutions taken at the Annual General Meeting of Shareholders of ASML Holding N.V. on 22 April 2020.

At the AGM **323,026,047 shares** were represented, giving entitlement to an aggregate of **2,907,234,423 votes**.¹

Agenda item 3a: Advisory vote on the remuneration report for the Board of Management and the Supervisory Board for the financial year 2019

Overview votes		Percentage
For	2,632,670,478	93.78 %
Against	174,621,690	6.22 %
Abstained	99,942,255	
Total	2,907,234,423	

Agenda item 3b: Proposal to adopt the financial statements of the Company for the financial year 2019, as prepared in accordance with Dutch law

Overview votes		Percentage
For	2,835,498,348	99.13 %
Against	24,865,299	0.87 %
Abstained	46,870,776	
Total	2,907,234,423	

Agenda item 3d: Proposal to adopt a dividend in respect of the financial year 2019

Overview votes		Percentage
For	2,874,423,339	99.93 %
Against	2,107,008	0.07 %
Abstained	30,704,076	
Total	2,907,234,423	

Agenda item 4a: Proposal to discharge the members of the Board of Management from liability for their responsibilities in the financial year 2019

Overview votes		Percentage
For	2,817,861,786	98.86 %
Against	32,542,668	1.14 %
Abstained	56,829,969	
Total	2,907,234,423	

¹ The issued share capital of ASML Holding N.V. per the registration date, 25 March 2020, amounted to 425,659,415 shares. Considering the number of treasury shares, 7,476,943 shares, the total number of issued shares to which voting rights were attached, amounted to 418,182,472 shares, giving entitlement to a total number of 3,763,642,248 votes.

Agenda item 4b: Proposal to discharge the members of the Supervisory Board from liability for their responsibilities in the financial year 2019

Overview votes		Percentage
For	2,817,846,846	98.86 %
Against	32,554,647	1.14 %
Abstained	56,832,930	
Total	2,907,234,423	

Agenda item 5: Proposal to approve the number of shares for the Board of Management

Overview votes		Percentage
For	2,771,750,682	96.36 %
Against	104,638,302	3.64 %
Abstained	30,845,439	
Total	2,907,234,423	

Agenda item 6: Proposal to adopt certain adjustments to the Remuneration Policy for the Board of Management

Overview votes		Percentage
For	2,732,525,964	95.00 %
Against	143,869,509	5.00 %
Abstained	30,838,950	
Total	2,907,234,423	

Agenda item 7: Proposal to adopt the Remuneration Policy for the Supervisory Board

Overview votes		Percentage
For	2,861,083,557	99.47 %
Against	15,297,894	0.53 %
Abstained	30,852,972	
Total	2,907,234,423	

Agenda item 8d: Proposal to reappoint Ms. A.P. Aris as member of the Supervisory Board

Overview votes		Percentage
For	2,850,254,550	99.19 %
Against	23,342,724	0.81 %
Abstained	33,637,149	
Total	2,907,234,423	

Agenda item 8e: Proposal to appoint Mr. D.M. Durcan as member of the Supervisory Board

Overview votes		Percentage
For	2,817,614,961	98.05 %
Against	55,965,483	1.95 %
Abstained	33,653,979	
Total	2,907,234,423	

Agenda item 8f: Proposal to appoint Mr. D.W.A. East as member of the Supervisory Board

Overview votes		<i>Percentage</i>
For	2,836,873,539	98.72 %
Against	36,702,153	1.28 %
Abstained	33,658,731	
Total	2,907,234,423	

Agenda item 9: Proposal to appoint KPMG Accountants N.V. as External Auditor for the reporting year 2021

Overview votes		<i>Percentage</i>
For	2,854,763,154	99.24 %
Against	21,742,578	0.76 %
Abstained	30,728,691	
Total	2,907,234,423	

Agenda item 10a: Authorization to issue ordinary shares or grant rights to subscribe for ordinary shares up to 5% for general purposes

Overview votes		<i>Percentage</i>
For	2,870,157,105	99.77 %
Against	6,530,166	0.23 %
Abstained	30,547,152	
Total	2,907,234,423	

Agenda item 10b: Authorization of the Board of Management to restrict or exclude pre-emption rights in connection with agenda item 10 a)

Overview votes		<i>Percentage</i>
For	2,861,640,405	99.48 %
Against	14,950,296	0.52 %
Abstained	30,643,722	
Total	2,907,234,423	

Agenda item 10c: Authorization to issue ordinary shares or grant rights to subscribe for ordinary shares up to 5% in connection with or on the occasion of mergers, acquisitions and/or (strategic) alliances

Overview votes		<i>Percentage</i>
For	2,870,104,626	99.77 %
Against	6,562,575	0.23 %
Abstained	30,567,222	
Total	2,907,234,423	

Agenda item 10d: Authorization of the Board of Management to restrict or exclude pre-emption rights in connection with agenda item 10 c)

Overview votes		<i>Percentage</i>
For	2,870,104,626	99.77 %
Against	6,562,575	0.23 %
Abstained	30,567,222	
Total	2,907,234,423	

Agenda item 11a: Authorization to repurchase ordinary shares up to 10% of the issued share capital

Overview votes		<i>Percentage</i>
For	2,822,721,381	98.19 %
Against	52,141,158	1.81 %
Abstained	32,371,884	
Total	2,907,234,423	

Agenda item 11b: Authorization to repurchase additional ordinary shares up to 10% of the issued share capital

Overview votes		<i>Percentage</i>
For	2,769,221,574	96.52 %
Against	99,797,265	3.48 %
Abstained	38,215,584	
Total	2,907,234,423	

Agenda item 12: Proposal to cancel ordinary shares

Overview votes		<i>Percentage</i>
For	2,854,107,153	99.22 %
Against	22,442,796	0.78 %
Abstained	30,684,474	
Total	2,907,234,423	