

2021 Annual General Meeting of Shareholders

Resolutions taken 29 April 2021

Overview of the resolutions taken at the Annual General Meeting of Shareholders of ASML Holding N.V. on 29 April 2021.

At the AGM **322,710,108** shares were represented, giving entitlement to an aggregate of **2,904,390,972** votes.¹

Agenda item 3a: Advisory vote on the remuneration report for the Board of Management and the Supervisory Board for the financial year 2020

Overview votes		Percentage
For	2,435,535,441	85.07 %
Against	427,399,047	14.93 %
Abstained	41,452,641	
Not voted	3,843	
Total	2,904,390,972	

Agenda item 3b: Proposal to adopt the financial statements of the Company for the financial year 2020, as prepared in accordance with Dutch law

Overview votes		Percentage
For	2,884,415,679	99.93 %
Against	2,143,548	0.07 %
Abstained	17,827,650	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 3d: Proposal to adopt a dividend in respect of the financial year 2020

Overview votes		Percentage
For	2,898,092,331	99.84 %
Against	4,521,600	0.16 %
Abstained	1,772,946	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 4a: Proposal to discharge the members of the Board of Management from liability for their responsibilities in the financial year 2020

Overview votes		Percentage
For	2,840,630,022	98.68 %
Against	38,102,220	1.32 %
Abstained	25,654,635	
Not voted	4,095	
Total	2,904,390,972	

¹ The issued share capital of ASML Holding N.V. per the registration date, 1 April 2021, amounted to 419,498,292 shares. Considering the number of treasury shares, 6,134,571 shares, the total number of issued shares to which voting rights were attached, amounted to 413,363,721 shares, giving entitlement to a total number of 3,720,273,489 votes.

Resolutions

Agenda item 4b: Proposal to discharge the members of the Supervisory Board from liability for their responsibilities in the financial year 2020

Overview votes		Percentage
For	2,842,131,006	98.68 %
Against	38,128,527	1.32 %
Abstained	24,127,344	
Not voted	4,095	
Total	2,904,390,972	

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

Overview votes		Percentage
For	2,790,698,697	96.19 %
Against	110,393,145	3.81 %
Abstained	3,295,035	
Not voted	4,095	
Total	2,904,390,972	

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

Overview votes		Percentage
For	2,717,951,058	93.86 %
Against	177,941,214	6.14 %
Abstained	8,494,605	
Not voted	4,095	
Total	2,904,390,972	

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

Overview votes		Percentage
For	2,867,805,225	98.90 %
Against	31,837,329	1.10 %
Abstained	4,744,323	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 9a: Proposal to appoint Ms. B. Conix as member of the Supervisory Board

Overview votes		Percentage
For	2,878,254,675	99.64 %
Against	10,478,889	0.36 %
Abstained	15,653,313	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 10: Proposal to appoint KPMG Accountants N.V. as External Auditor for the reporting year 2022

Overview votes		Percentage
For	2,898,029,133	99.93 %
Against	2,149,722	0.07 %
Abstained	4,208,022	
Not voted	4,095	
Total	2,904,390,972	

Resolutions

Agenda item 11a: Authorization to issue ordinary shares or grant rights to subscribe for ordinary shares up to 5% for general purposes

Overview votes		Percentage
For	2,895,795,018	99.76 %
Against	6,838,344	0.24 %
Abstained	1,753,515	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 11b: Authorization of the Board of Management to restrict or exclude pre-emption rights in connection with agenda item 11 a)

Overview votes		Percentage
For	2,869,370,388	98.88 %
Against	32,647,077	1.12 %
Abstained	2,369,412	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 11c: 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		Percentage
For	2,893,181,418	99.67 %
Against	9,442,215	0.33 %
Abstained	1,763,244	
Not voted	4,095	
Total	2,904,390,972	

Agenda item 11d: Authorization of the Board of Management to restrict or exclude pre-emption rights in connection with agenda item 11 c)

Overview votes		Percentage
For	2,854,591,812	98.35 %
Against	47,891,340	1.65 %
Abstained	1,903,527	
Not voted	4,293	
Total	2,904,390,972	

Agenda item 12a: Authorization to repurchase ordinary shares up to 10% of the issued share capital

Overview votes		Percentage
For	2,866,566,627	98.81 %
Against	34,658,559	1.19 %
Abstained	3,161,511	
Not voted	4,275	
Total	2,904,390,972	

Resolutions

Agenda item 12b: Authorization to repurchase additional ordinary shares up to 10% of the issued share capital

Overview votes		Percentage
For	2,796,223,599	96.59 %
Against	98,626,896	3.41 %
Abstained	9,536,202	
Not voted	4,275	
Total	2,904,390,972	

Agenda item 13: Proposal to cancel ordinary shares

Overview votes		Percentage
For	2,878,290,396	99.17 %
Against	24,206,310	0.83 %
Abstained	1,889,991	
Not voted	4,275	
Total	2,904,390,972	