

The ASML logo is displayed in white, bold, sans-serif capital letters against a dark blue background. The background of the entire slide features a blurred, colorful image of a semiconductor wafer being processed by a lithography machine, with various colors like red, green, and blue visible on the wafer's surface.

ASML

Annual General Meeting of ASML Holding N.V.

Veldhoven, the Netherlands

April 26, 2023

Forward looking statements

This document and related presentation and discussion contains statements that are forward-looking within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, including statements with respect to expected trends, including trends in end markets, technology industry and business environment, industry developments, inflation mitigation plans, long term industry growth expectation and potential market growth by 2030, outlook and expected financial results, including expected net sales, gross margin, costs and estimated annualized effective tax rate, bookings, backlog, expected growth in net sales, 2023 outlook and full year 2023 expectations, statements made at our 2022 Investor Day, expected revenue recognition and estimates of revenue to be recognized in periods after shipment, expected shipments, plans and strategies, plans to increase capacity, customer demand, statements with respect to dividend policy, 2022 dividend and share buyback program, ESG strategy and goals, remuneration policy 2023, and other non-historical statements. You can generally identify these statements by the use of words like "may", "will", "could", "should", "project", "believe", "anticipate", "expect", "plan", "estimate", "forecast", "potential", "intend", "continue", "target", "future", "progress", "goal" and variations of these words or comparable words. These statements are not historical facts, but rather are based on current expectations, estimates, assumptions and projections about our business and our future financial results and readers should not place undue reliance on them. Forward-looking statements do not guarantee future performance and involve a number of substantial known and unknown risks and uncertainties. These risks and uncertainties include, without limitation, economic conditions, product demand and semiconductor equipment industry capacity, worldwide demand and manufacturing capacity utilization for semiconductors, trends in the semi-conductor industry, the impact of general economic conditions including the impact of the current macroeconomic uncertainty in the market and in consumer confidence, inflation, interest rates, geopolitical developments, the risk of a recession, demand for our customers' products, performance of our systems, the impact of the COVID-19 outbreak and measures taken to contain it, the impact of the Russian military actions in the Ukraine and measures taken in response on the global economy and global financial markets and other factors that may impact ASML's financial results, including semiconductor inventory levels, customer demand including changes in demand for semiconductors and lithography tools, ASML's ability to obtain parts and components for its products and otherwise meet demand, the success of technology advances and the pace of new product development and customer acceptance of and demand for new products, production capacity and our ability to meet demand, the impact of inflation, the number and timing of systems ordered, shipped and recognized in revenue, and the risk of order cancellation or push outs, supply chain capacity and constraints and logistics and constraints on our ability to produce systems to meet demand, the timing of recognition of deferred revenue from fast shipments and impact on our results, our ability to enforce patents and protect intellectual property rights and the outcome of intellectual property disputes and litigation, availability of raw materials, critical manufacturing equipment and qualified employees, trade environment, import/export and national security regulations and orders and their impact on us including the impact of changes in export regulations, orders and policies, changes in exchange and tax rates, available liquidity and liquidity requirements, our ability to refinance our indebtedness, available cash and distributable reserves for, and other factors impacting, dividend payments and share repurchases, results of the share repurchase programs, our ability to meet ESG goals and fulfill ESG strategy and other risks indicated in the risk factors included in ASML's Annual Report on Form 20-F for the year ended December 31, 2022 and other filings with and submissions to the US Securities and Exchange Commission. These forward-looking statements are made only as of the date of this document and presentation. We undertake no obligation to update any forward-looking statements after the date of this report or to conform such statements to actual results or revised expectations, except as required by law.



Opening

of the Annual General Meeting
of ASML Holding N.V.

(Non-voting item)





Overview

of the Company's business,
financial situation and
ESG sustainability

(Non-voting item)

2

Financials

Roger Dassen,
Executive Vice President and CFO



2022 - Highlights

ASML achieved a sales growth of 14%, reflecting the continued strong global demand for our products

Full Year 2022

Net sales	€21.2 billion
Net system sales	€15.4 billion
Installed Base Management ¹	€5.7 billion
Gross Margin	50.5%
Net income	€5.6 billion
Net bookings	€30,7 billion

EUV lithography:

- EUV system sales grew 12% to €7.0 billion
 - recognized 40 systems and shipped 54
- All five EUV customers have placed High-NA order

DUV lithography:

- DUV system sales grew 13% to €7.7 billion, as part of our continued capacity ramp
- Shipped new models on both ArF immersion (NXT:2100i) and dry (NXT:870) systems

Applications:

- Our Metrology & Inspection systems sales grew 28% to €660 million
- Shipped our new eScan 460, eP5 XLE and eP6 e-beam systems

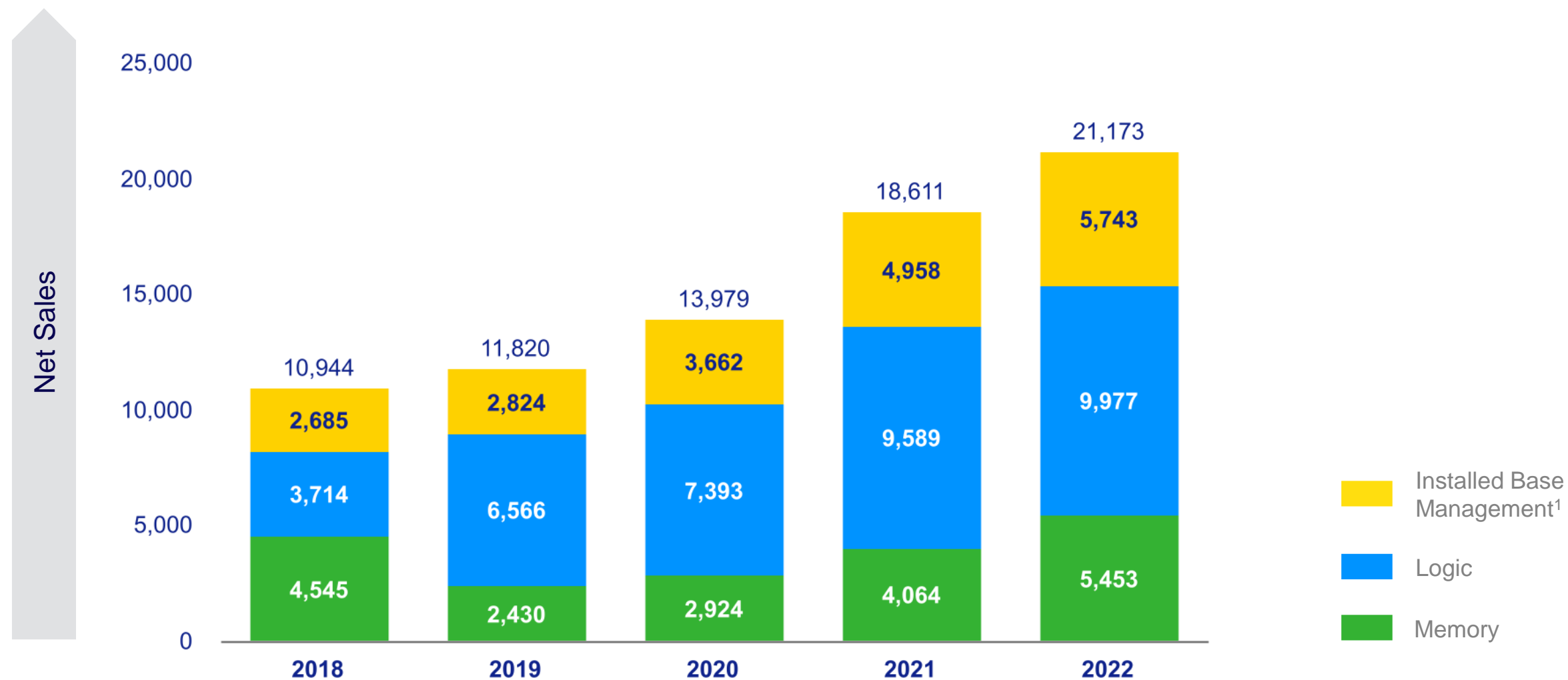
Installed Base¹:

- Our Installed Base business grew 16% to €5.7 billion providing our customers services and upgrade capabilities

Capital return:

- Returned €7.2 billion to shareholders through dividends and share buybacks

Total net sales € million by End-use

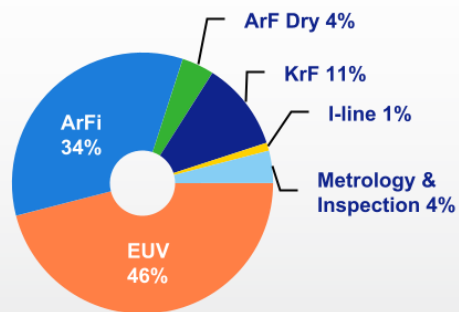


Net system sales breakdown (Yearly)

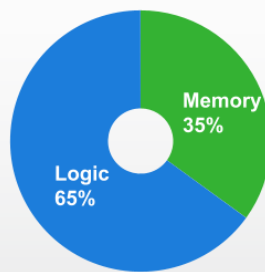
2022

Net system sales
€15,430 million

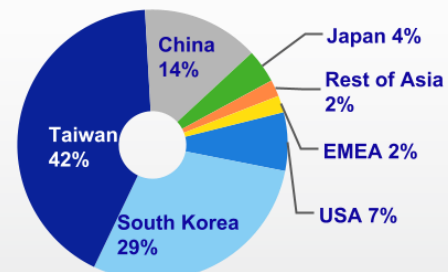
Technology



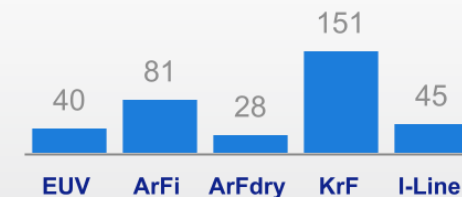
End-Use



Region-Gross
(ship to location)

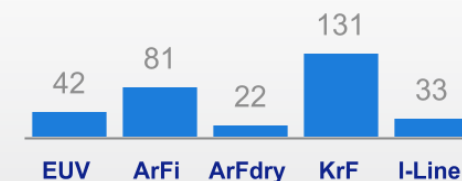
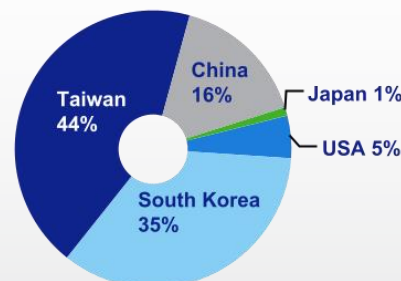
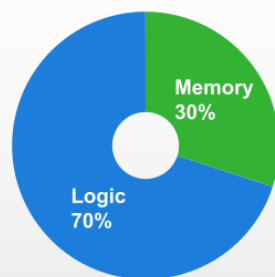
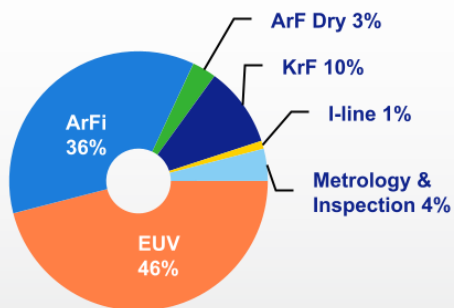


Sales
In lithography units



2021

Net system sales
€13,653 million



Consolidated statements of operations € million

Year on Year

	2018	2019	2020	2021	2022
Net sales	10,944	11,820	13,979	18,611	21,173
Gross profit	5,029	5,280	6,798	9,809	10,700
Gross margin %	46.0	44.7	48.6	52.7	50.5
Other income ¹	-	-	-	214	-
R&D costs	(1,576)	(1,968)	(2,201)	(2,547)	(3,254)
SG&A costs	(488)	(521)	(545)	(726)	(946)
Income from operations	2,965	2,791	4,051	6,75	6,501
Operating income as a % of net sales	27.1	23.6	29.0	36.3	30.7
Net income	2,592	2,592	3,554	5,883	5,624
Net income as a % of net sales	23.7	21.9	25.4	31.6	26.6
Earnings per share (basic) €	6.10	6.16	8.49	14.36	14.14
Earnings per share (diluted) €	6.08	6.15	8.48	14.34	14.13
Lithography systems sold (units) ²	224	229	258	309	345
Net bookings ³	8,181	11,740	11,292	26,240	30,674

¹ Other income includes the gain on the sale of Berliner Glas subsidiaries

² Lithography systems do not include metrology and inspection systems

³ Net bookings include all system sales orders and inflation related adjustments, for which written authorizations have been accepted..

Our 2018 and 2019 systems net bookings include 1 EUV and 1 DUV order shipped to our collaborative Research Center (Imec). These systems were not recognized in revenue.

Consolidated statements of cash flows € million

Year on Year

	2018	2019	2020	2021	2022
Cash and cash equivalents, beginning of period	2,259	3,121	3,532	6,049	6,952
Net cash provided by (used in) operating activities	3,073	3,276	4,628	10,847	8,487
Net cash provided by (used in) investing activities	(492)	(1,158)	(1,352)	(72)	(1,029)
Net cash provided by (used in) financing activities	(1,724)	(1,712)	(753)	(9,892)	(7,138)
Effect of changes in exchange rates on cash	5	5	(5)	20	(4)
Net increase (decrease) in cash and cash equivalents	862	411	2,517	903	316
Cash and cash equivalents, end of period	3,121	3,532	6,049	6,952	7,268
Short-term investments	913	1,186	1,302	638	108
Cash and cash equivalents and short-term investments	4,034	4,718	7,351	7,590	7,376
Purchases of property, plant and equipment and intangible assets	(610)	(885)	(1,001)	(940)	(1,319)
Free cash flow ¹	2,463	2,391	3,627	9,906	7,168

Free cash flow, which is a non-GAAP measure, is defined as net cash provided by (used in) operating activities minus purchases of Property, plant and equipment and intangible assets, see US GAAP Consolidated Financial Statements

Consolidated balance sheets € million

Year on Year

Assets	2018	2019	2020	2021	2022
Cash & cash equivalents and short-term investments	4,034	4,718	7,352	7,590	7,376
Net accounts receivable and finance receivables	2,384	2,773	3,421	4,597	6,680
Contract assets	96	231	119	165	132
Inventories, net	3,440	3,809	4,569	5,179	7,200
Loan receivable ¹	—	—	—	124	364
Other assets	1,579	1,673	1,753	1,886	2,383
Tax assets	316	624	739	1,141	1,706
Equity method investments	916	833	821	893	924
Goodwill	4,541	4,541	4,629	4,556	4,556
Other intangible assets	1,104	1,105	1,049	952	842
Property, plant and equipment	1,589	1,999	2,470	2,983	3,944
Right-of-use assets	138	324	345	165	193
Total assets	20,137	22,630	27,267	30,231	36,300
Liabilities and shareholders' equity					
Current liabilities	3,792	4,694	6,604	12,298	17,983
Non-current liabilities	4,704	5,344	6,798	7,792	9,506
Shareholders' equity	11,641	12,592	13,865	10,141	8,811
Total liabilities and shareholders' equity	20,137	22,630	27,267	30,231	36,300

Q1 2023 results and business view

- Mixed signals on demand from the different end-market segments
- Industry works to bring inventory down
- Some major customers are making further adjustments to demand timing
- Other customers absorb this demand change, particularly in mature DUV
- Overall demand still exceeds our capacity
- Backlog of over €38.9 billion
- Our focus continues to be on maximizing system output

2023 outlook²

- For the full year, we expect continued strong growth
 - net sales increase of over 25%
 - slight improvement in gross margin
- Estimated annualized effective tax rate: between 15% and 16%

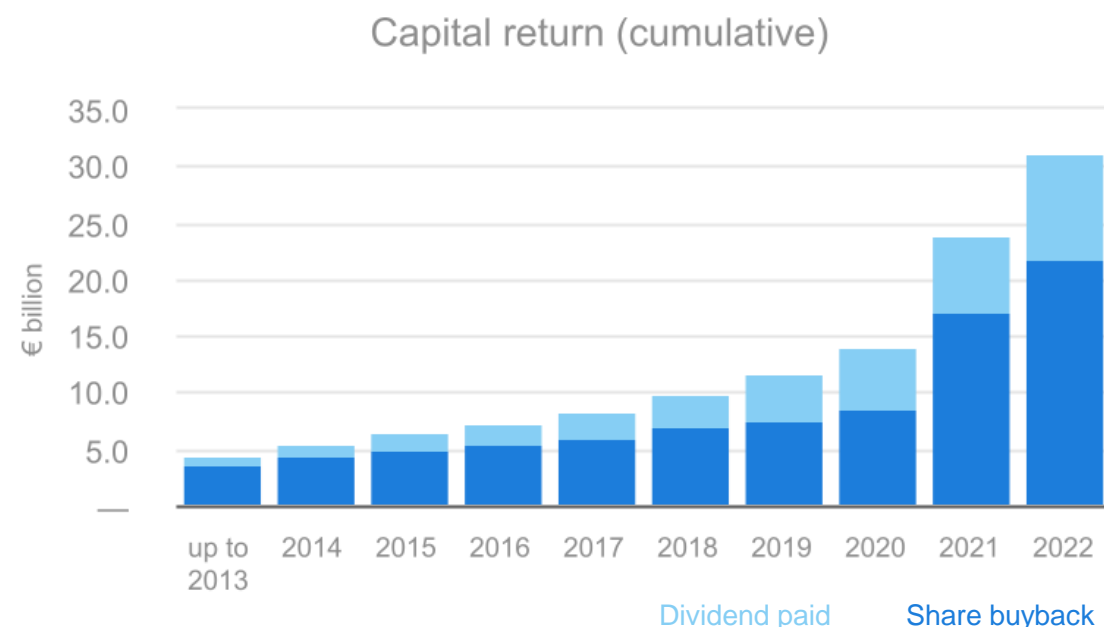
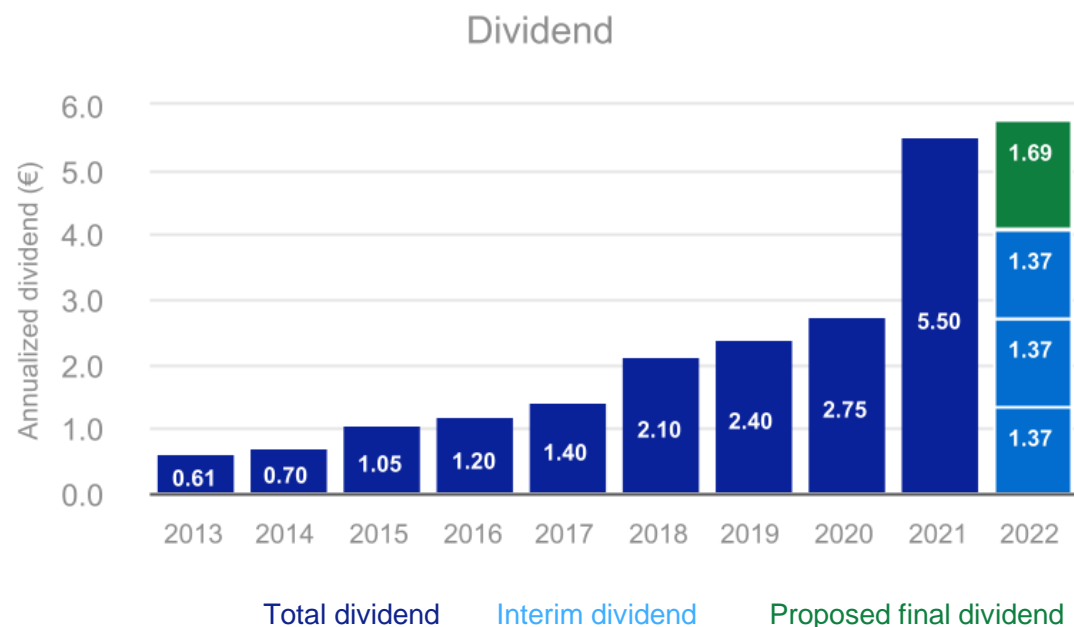
Q1 2023	
Net sales	€6.7 billion
Net system sales	€5.3 billion
Installed Base Management ¹	€1.4 billion
Gross Margin	50.6%
Net income	€2 billion
Net bookings	€3.8 billion

¹ Installed Base Management equals our net service and field option sales

² As announced in the Q1 2023 earnings release

Capital return to shareholders

- Paid total dividends of €2.6 billion, consisting of 2021 final dividend and two interim dividends, and purchased €4.6 billion of shares in 2022
- ASML intends to declare a total dividend in respect of 2022 of €5.80 per ordinary share. Recognizing three interim dividends of €1.37 per ordinary share each paid in 2022 and 2023, this leads to a final dividend proposal to the General Meeting of Shareholders of €1.69 per ordinary share
- Total 2022 dividend is a 5.5% increase compared to the 2021 total dividend of €5.50 per ordinary share



Industry developments

Peter Wennink,
President and CEO



We are seeing cyclicalty as we face significant uncertainties in our business environment

Reuters, March 29, 2023

Banking turmoil means recession fears are creeping back

CNBC, February 25, 2023

Stocks close lower Friday after hot inflation report; major averages log worst week in 2023

Financial Times, April 18, 2023

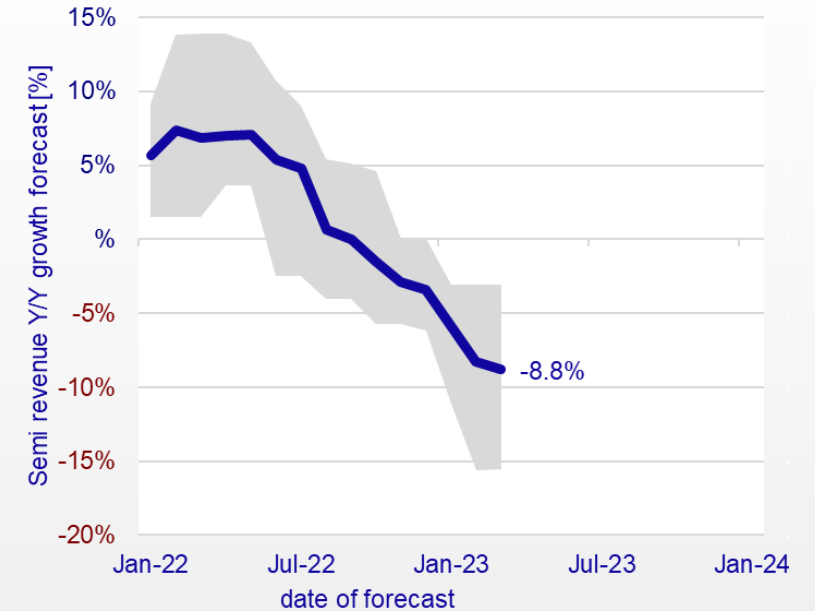
The future of interest rates is a riddle

Inflation's comeback has changed the world — but how much we don't yet know

Barron's, January 3, 2023

U.S. Consumer Tech Spending to Fall 2.4% in 2023, Tech Trade Group Says

Analysts have lowered expectations for 2023 semiconductor revenue



Inflation – our mitigation plans

Transparency in Supply Chain & recognition for downward trend

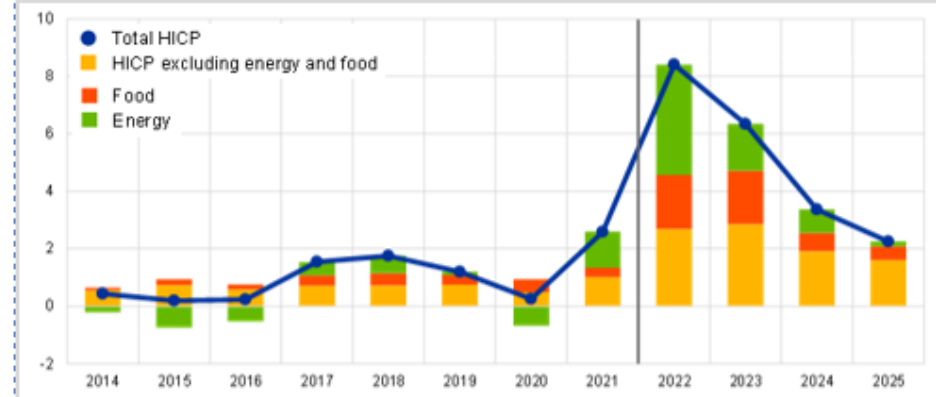
Discussions with **customers** ongoing:

- Current market dynamics force all of us to share the burden caused by inflation

Therefore, we have to challenge our **suppliers** when they request to be compensated for inflation. At a minimum:

- Transparency on cost build-up in product price
- Evidence of inflationary pressure and reversal when trends are downwards and
- Commitment to actively realize cost down roadmaps over time as well as leverage effects from increased volumes

Inflation in Europe 2014 → Jan 2023



Source: European Central Bank – March 2023: www.ecb.europa.eu

Aluminum in USD Jan 2020 → Jan 2023



Mixed headlines

Samsung to cut chip output to ride out downturn; shares rally

Reuters, April 2023

TSMC's Outlook Disappoints as Global Tech Slump Persists

Bloomberg, April 2023

Japan allocates US\$7 billion for chip gear spending in 2024, the most significant hike in the world

Tech Wire Asia, April 2023

Samsung Electronics, SK Hynix Expected to Benefit from CHIPS Act

Business Korea, April 2023

Geopolitical tensions threaten outlook for global economy

Financial Times, April 2023

Two more areas of attention: geopolitics and risks to our know-how and IP



Growth will not be a straight line

We need to
be able to
**deal with
cyclicality**

Manage cyclicality

Strong long-term growth

Adjust capacity

What hasn't changed: Chips enable a smarter and more sustainable world

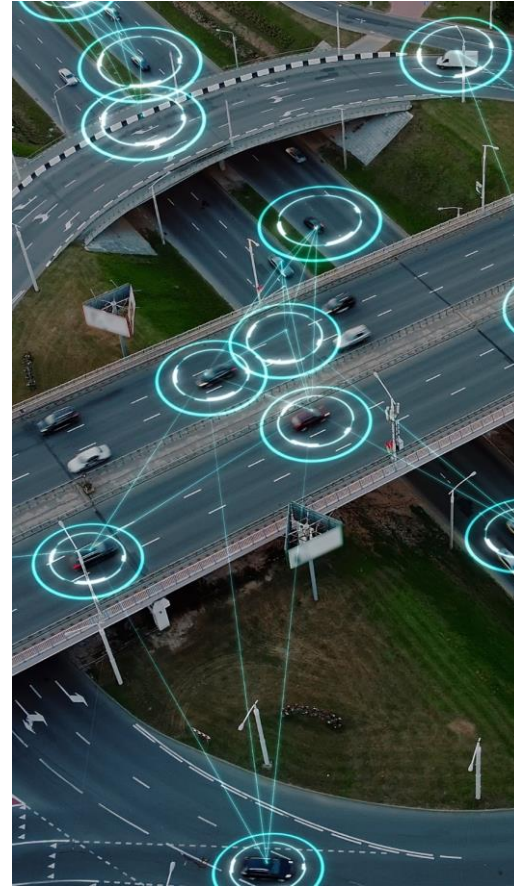
Strong fundamentals underpin the industry's longer-term growth



Energy transition



Healthcare and well-being



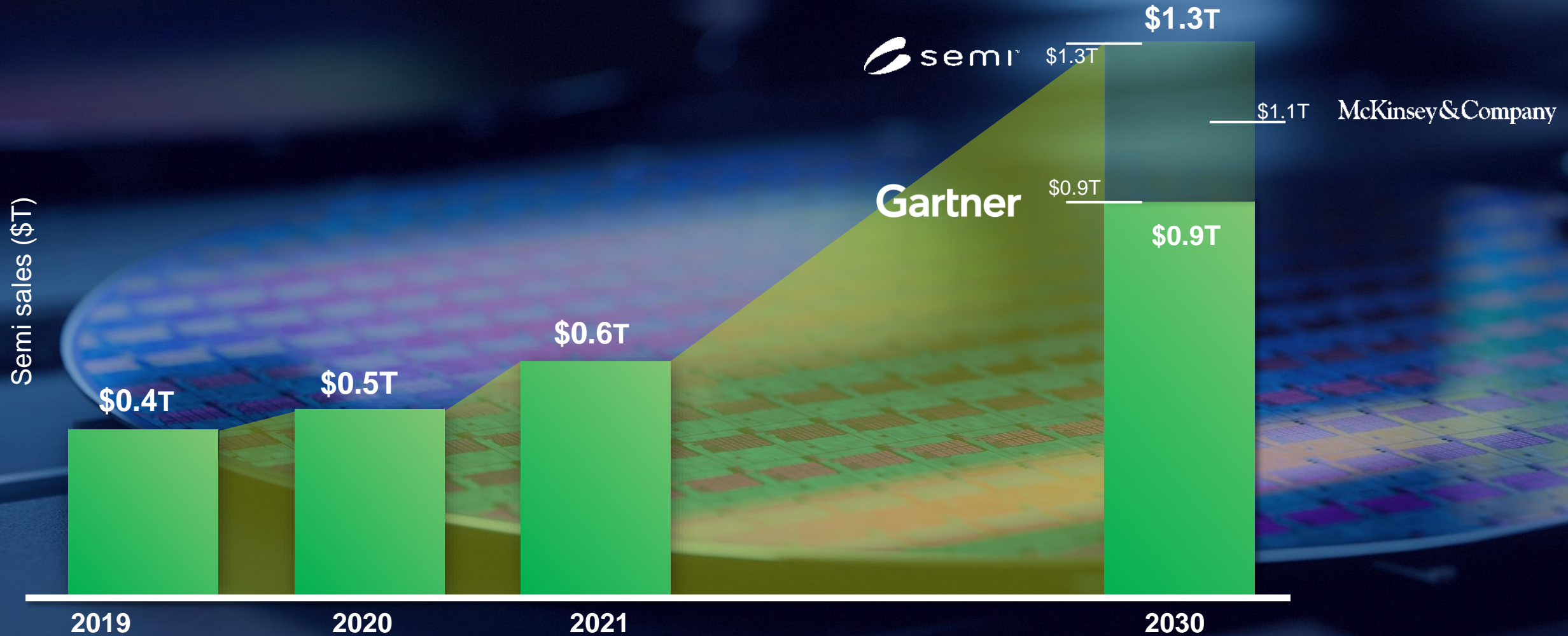
Smart mobility



Artificial intelligence

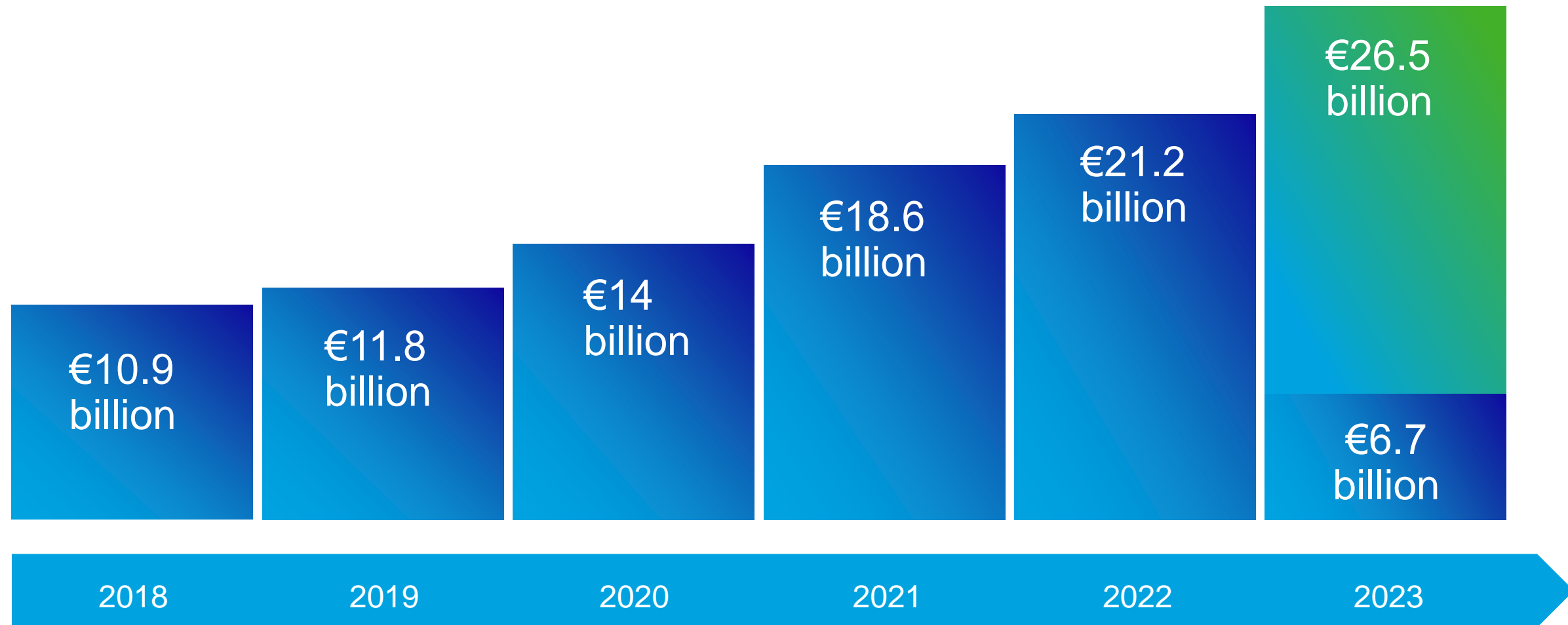
Market could grow to \$1 trillion of sales by 2030

It is our responsibility to deliver what our customers need



ASML's growth pattern

(2023 analyst estimates)



ASML

Average analyst expectation

Scaling up means building capacity and finding talent around the world

Investing in our production capability

Continue ramp in extended and new factories beyond 2023

ASML global factory network

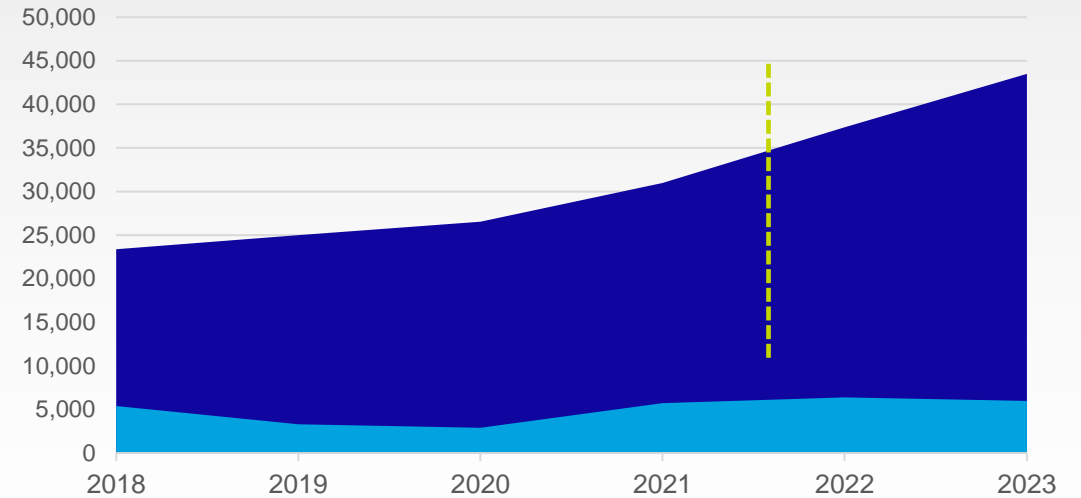


Network of factories extension plans for capacity beyond 2023

- New factory: Location and high-level plan to be decided soon
- EF EUV extension: High level plan part 1 decided; detailed plan in progress
- EF EUV extension: High level plan part 2 in progress
- TF DUV extension: High level plan in progress
- BF Berlin extension: Part 1 put into use; plan in progress for part 2
- WF Wilton extension: High level plan decided; detailed plan in progress
- LF Linkou extension: High level plan decided; detailed plan in progress



Recruitment, onboarding and training



■ FTE ■ New hires

We continue to expand our factories around the world, while also expanding our training facilities and support centers in South Korea and Taiwan

In 2022, we onboarded a record of **10,000 new employees**, bringing ASML's total FTE for 2022 to just over 39,000 worldwide

Growth in numbers of employees worldwide (end year 2022)

April 26, 2023

US

2021: 6,180
2022: 7,505

Europe

2021: 18,410
2022: 22,710
(incl. NL: 20,770)

Asia

2021: 7,430
2022: 8,870

Total worldwide

2021: 32,020 143 nationalities
2022: 39,090 19% female

In FTE (Full Time Equivalent) end year, rounded numbers

ESG Sustainability strategy

supports responsible growth

Based on 9 themes

- Integrated governance
- Engaged stakeholders
- Transparent reporting

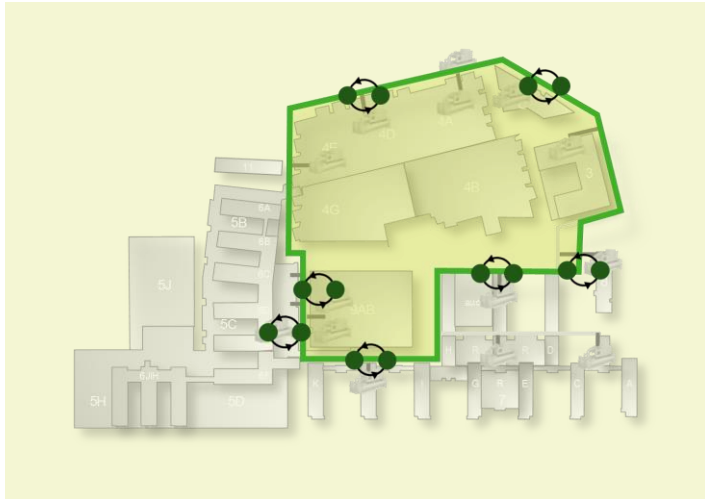
- Energy efficiency & climate action
- Circular economy

- Valued partner in our communities
- Innovation ecosystem
- Responsible supply chain
- Attractive workplace for all



We remain committed to our ambitious ESG Sustainability goals and have taken important steps forward in 2022

Environment *(example)*



- Connecting all buildings on headquarters campus in one energy grid
- This grid makes it possible to transfer waste heat from one building to another so that energy can be re-used where it's needed
- Grid and equipment upgrades are expected to reduce Veldhoven gas use by 70%

Social *(example)*



- Significantly scaling up investments in our communities to contribute to:
 1. Attractive Communities: Mitigate impacts of our growth, help improve our communities
 2. Inclusive communities: Create equal opportunities for all community members
 3. STEM Education: Increase the talent pool that is needed to solve key societal challenges
 4. ESG Innovation: Support innovative ideas to solve key ESG Sustainability challenges

Governance *(example)*



- ASML is one of founding members of the Semiconductor Climate Consortium (SCC)
- The Consortium was launched during COP27 (November 2022) by Al Gore
- The Consortium's objective is to accelerate industry value chain efforts to reduce greenhouse gas emissions

Investing for our growth





Overview

of the Company's business,
financial situation and
ESG sustainability

(Non-voting item)

2

Financial



statements, results
and dividend

3



Advisory vote

on the remuneration
report for the Board of
Management and the
Supervisory Board for
the financial year 2022

3A

(Voting item)

2022

Remuneration Report

Terri Kelly,
Chair Remuneration Committee



Remuneration Report 2022

Summary

The Remuneration Report 2022 for the Board of Management and the Supervisory Board complies with the requirements of Dutch law, including the revised shareholder rights directive.

It contains a report on the implementation of the 2022 Remuneration Policy for the BoM and the 2021 Remuneration Policy for the Supervisory Board

Highlight: Increased transparency around remuneration

- We have made good strides towards being more transparent and are committed to making further changes to enhance transparency where practicable
- We have improved STI and LTI disclosure on the 2022 Remuneration Report: we have added the ex-ante disclosure of the STI metrics for 2023 and the ex-ante disclosure of the LTI metrics and target levels for the 2023-2025 performance period (exceptions are made for commercial sensitivity)

Main elements of the execution of the Board of Management Remuneration Policy in 2022 are:

1. Base salaries of the Board of Management members remained flat in 2022
2. Variable remuneration in the form of a Short-Term Incentive (STI) and a Long-Term Incentive (LTI) – details on next pages

Short Term Incentive Board of Management 2022

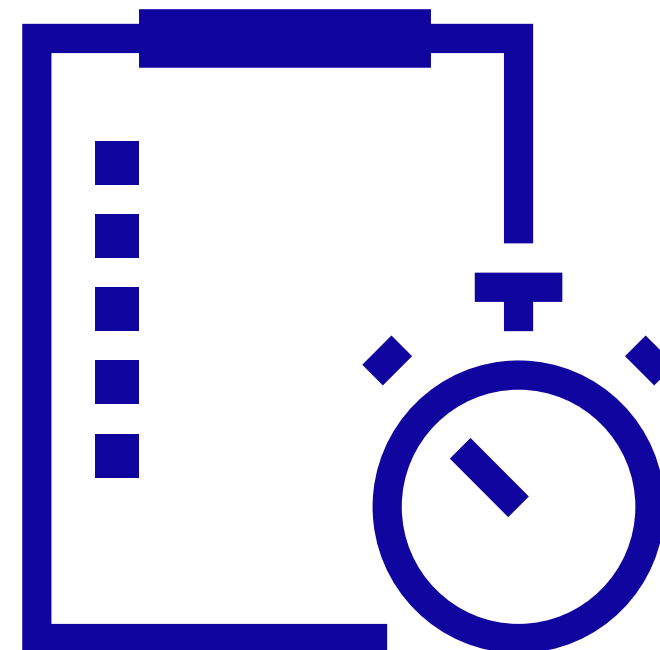
Result: 99.1% of target

	Performance targets ¹				Actual outcome	Pay-out ²
	Weight	Threshold	Target	Stretch		
EBIT Margin (%) (Non-GAAP measure)	60%	33%	35%	37%	34.5 %	88.1 %
Customer Orientation	20%					105.0 %
<i>Consisting of the following equally weighted sub-targets:</i>						
Applications market share	5%		*			120.0 %
DUV output (systems)	5%		*			— %
EUV availability	5%		*			150.0 %
VLSI customer survey	5%	Top 5	Top 3	Top 2	Top 2	150.0 %
Technology Leadership Index	20%	4	6	10	8.1	126.3 %
Total	100%					99.1 %

1. Certain performance targets (*) are not disclosed due to strategic or commercial sensitivity.

2. The pay-out % is based on the pay-out levels as included in the Summary of 2022 Remuneration Policy Board of Management.

- The Supervisory Board applied an adjustment for fast shipments on the STI financial performance metric EBIT Margin % result. Rationale: fast shipments are a change in the business model made on request of our customers. However, fast shipments lead to a delay in revenue recognition and have a negative impact on the EBIT Margin %. The Supervisory Board decided to normalize the EBIT Margin % result for these fast shipments. Impact: EBIT Margin of 34.5% (30.7% without normalization) and a total STI pay-out as % of target of 99.1% compared with 46.3% without adjustment.
- In setting the 2023 target levels for the EBIT Margin % metric, the Supervisory Board has taken the assumption that the timing of revenue recognition of fast shipments will be the same as in 2022. In case of any change in accounting treatment, which would no longer result in a delay in revenue recognition, the Supervisory Board intends to increase the EBIT Margin % target levels accordingly.

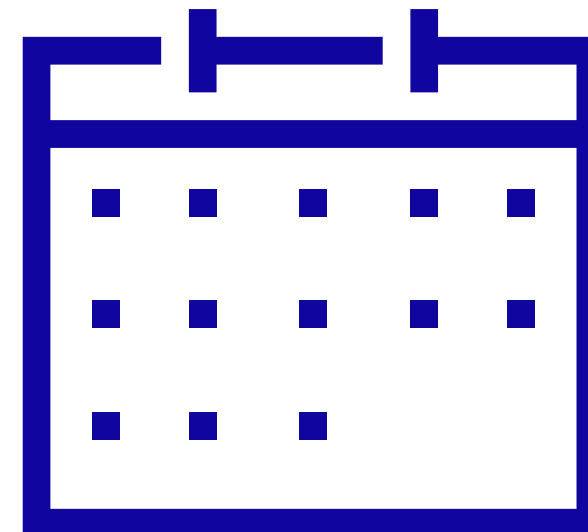


Long Term Incentive Board of Management 2020-2022

Result: 182.2% of target

Performance metric	Performance targets					Actual performance	Pay-out % ²
	Weight	Threshold	Target	Exceed	Stretch		
Relative TSR	30%	(20%)	0%	n/a	20%	41.4%	200%
ROAIC¹	40%	29.5%	31.0%	32.5%	34.0%	48.2%	200%
Technology Leadership Index	20%	4	6	8	10	8.3	158.3%
Sustainability	10%	≤13.5%	≤11%	n/a	≤6%	10.8%	104.9%
Total	100%						182.2%³

1. The ROAIC (Non-GAAP measure) is based on a three-year average by dividing the Income after income taxes by the Average Invested Capital. Average Invested Capital is calculated by taking the average of Total Assets minus Cash, Short Term Investments, Current liabilities and Long-term contract liabilities at the start and end of each quarter over three years. We believe that ROAIC is a meaningful measure because it quantifies our effectiveness in generating returns relative to the capital invested in our business over the past three years.
2. The Pay-out % is based on the pay-out levels as included in the 2020 Remuneration Policy Board of Management.
3. Total Actual Performance score of 182.2% is based on weighting of individual performance metrics multiplied by the pay-out %.





Advisory vote

on the remuneration
report for the Board of
Management and the
Supervisory Board for
the financial year 2022

3A

(Voting item)



Proposal to adopt

the financial statements
of the Company for the
financial year 2022, as
prepared in accordance
with Dutch law

(Voting item)

3B

Our audit

00. Our reports



IFRS Financial statements

- Auditor's report on consolidated and parent company financial statements
- Our opinion: unqualified
- Management report and other information

US GAAP Financial statements

- Auditor's report on the US GAAP financial statements and effectiveness of internal control over financial reporting
- Our opinions: unqualified

Non-financial information

- Assurance report on non-financial information
- Our conclusion: limited assurance

04. Key audit matter



Revenue recognition

Identification of distinct performance obligations and allocation of the total contract consideration, and revenue cut-off



03. Scope & Approach



- Centrally performed audit
- Involvement of specialists
- Communication with the Audit Committee

01. Materiality



Materiality of EUR 250 million (2021: EUR 210 million)

- 3.4% of 2022 income before income taxes
- Misstatements in excess of EUR 12.5 million are reported to the Audit Committee of the Supervisory Board

02. Risk Assessment



Consideration was given to:

- Fraud and non-compliance with laws and regulations
- Going concern
- Climate-related risks
- Cyber security



Proposal to adopt

the financial statements
of the Company for the
financial year 2022, as
prepared in accordance
with Dutch law

(Voting item)

3B

Clarification

of the Company's
reserves and
dividend policy

(Non-voting item)

3c



Proposal to adopt

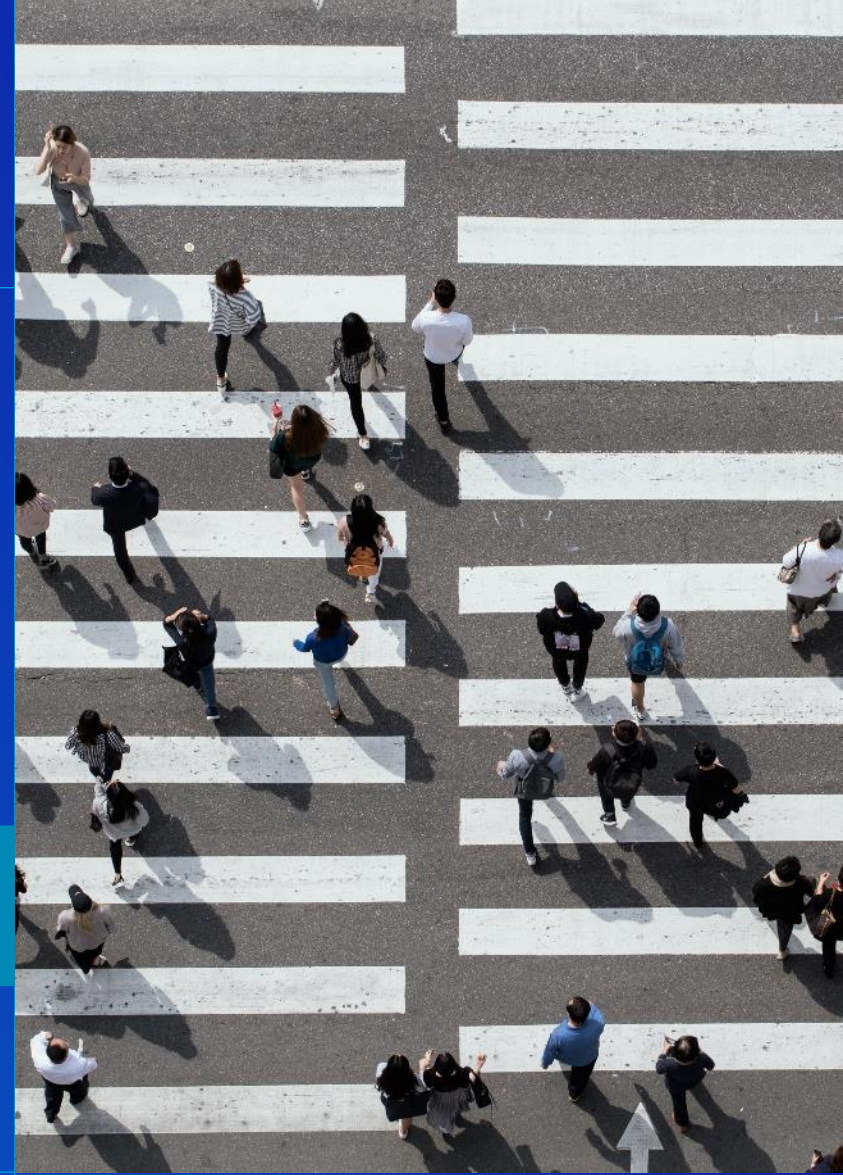
a dividend
in respect of
the financial
year 2022

(Voting item)

3D

Discharge

4

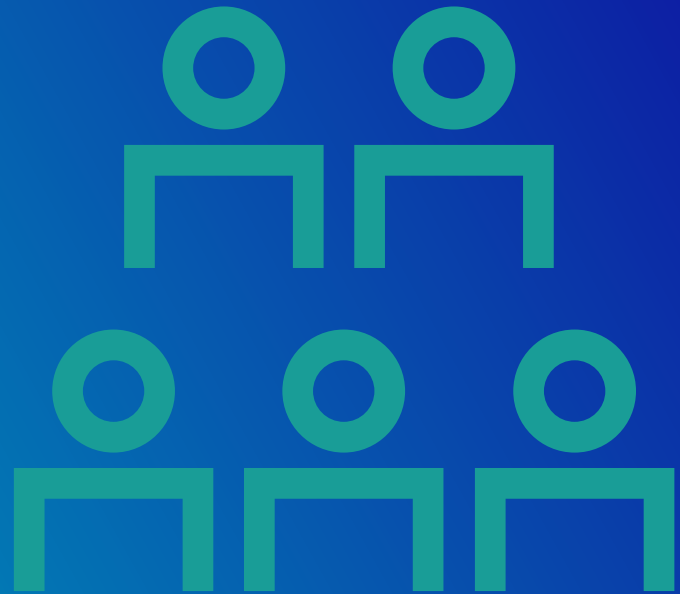


Proposal to discharge

the members of the
Board of Management
from liability for their
responsibilities in the
financial year 2022

(Voting item)

4A

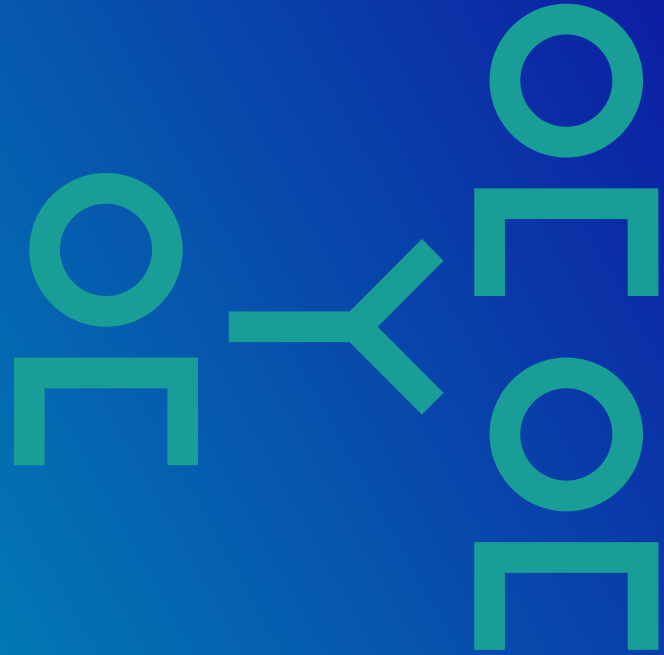


Proposal to discharge

the members of the
Supervisory Board
from liability for their
responsibilities in the
financial year 2022

(Voting item)

4B



Proposal to approve

the number of shares
for the Board of
Management

5

(Voting item)



Remuneration

of the Supervisory Board

6



Supervisory Board Remuneration

Terri Kelly,
Chair Remuneration Committee



Supervisory Board Remuneration

Proposal to amend the Supervisory Board Remuneration Policy and quantum of remuneration

Background

- The current Remuneration Policy for the Supervisory Board was adopted by the General Meeting at the 2021 AGM. The proposed 2023 Remuneration Policy builds on the current Remuneration Policy.
- During 2022 the Remuneration Committee performed a review of the Supervisory Board Remuneration Policy and performed the recurring bi-annual benchmark of Supervisory Board remuneration.
- Based on the result of the review and benchmark, it is proposed to amend the current Supervisory Board Remuneration Policy and to amend the remuneration of the members of the Supervisory Board.

Proposal to amend the Supervisory Board Remuneration Policy – key changes

- Similar to the Remuneration Policy for the Board of Management, the Supervisory Board Remuneration Policy will be limited to providing the guidelines for the Supervisory Board remuneration. The actual remuneration amounts will be separately determined by the General Meeting within the scope of the Remuneration Policy, in accordance with article 26.2 of ASML's articles of association.
- A clause is included which allows the Supervisory Board to grant additional remuneration in special circumstances. This may concern granting increased Supervisory Board and/or Committee fees, depending on the character of the circumstances, for instance in case a significant increase in time investment by its members. The Supervisory Board considers an increase of at least 25% a significant increase in time investment. Additional annual remuneration payable to a Supervisory Board member in special circumstances will be capped at one time the amount of the annual Supervisory Board membership fee payable to such Supervisory Board member.

Supervisory Board Remuneration

Rationale for the proposal to amend the remuneration of the Supervisory Board members

- During 2022, the recurring bi-annual benchmark of Supervisory Board remuneration was performed.
Outcome: within the AEX reference group, ASML now positions at the 77th percentile in terms of the size parameters, reflecting growth in ASML's size since the previous market benchmark. In addition, Supervisory Board fees in the market have increased since 2020.
- In addition to the AEX group, a benchmark was carried out of the Supervisory Board remuneration against an international reference group, given the international character of ASML and ASML's Supervisory Board. This benchmark showed that ASML's Supervisory Board fees remain modest in the international context.
- The Supervisory Board also considered the societal context when reviewing its remuneration. In addition to defining a reference group consisting only of companies listed on the Dutch AEX Index, the Supervisory Board also considered the development of remuneration of the ASML workforce, in particular Dutch workforce that is subject to the CLA.
- Taking into account the facts and circumstances set out above, the Supervisory Board proposes to increase the Supervisory Board remuneration, which has not changed since 2021, with approximately 7%. By doing so, the Supervisory Board believes that it can retain market competitiveness, while at the same time taking into consideration the societal context.
- Details of the proposed Supervisory Board remuneration on next slide.

Supervisory Board Remuneration - proposal

Membership fees	Current fee payable	Proposed fee
Chair Supervisory Board	EUR 130,000	EUR 140,000
Vice-Chair Supervisory Board	EUR 94,000	EUR 100,000
Member Supervisory Board	EUR 75,000	EUR 80,000
Chair Audit Committee	EUR 25,500	EUR 27,000
Member Audit Committee	EUR 18,000	EUR 18,000
Chair other committees	EUR 20,000	EUR 22,000
Member other committees	EUR 14,500	EUR 16,000

Additional remuneration elements	Current fee payable	Proposed fee
Extra allowance for intercontinental meetings	EUR 5,000 per meeting	EUR 5,000 per meeting
Expense allowance arrangement Supervisory Board member	EUR 1,380 per year	EUR 1,380 per year
Expense allowance arrangement Chair Supervisory Board	EUR 1,980 per year	EUR 1,980 per year

Remuneration in special circumstances

Additional annual remuneration payable to a Supervisory Board member in special circumstances will be capped at one time the amount of the annual Supervisory Board membership fee payable to such Supervisory Board member.

Stakeholder feedback

on the proposed Supervisory Board Remuneration Policy

Shareholders and Shareholder representatives

- Outreach to major shareholders (Top 20), proxy advisors and shareholder interest organizations
- Feedback provided regarding the ‘special circumstances’ clause, which has been taken into account in the final proposal
- No concerns were raised regarding the proposed Remuneration Policy or the increase of Supervisory Board remuneration

Works Council of ASML Netherlands B.V.

- Several discussions with the Works Council have taken place and the Works Council has been provided the opportunity to render advice on the proposed Remuneration Policy
- The advice of the Works Council has been published on ASML’s website
- The Works Council will explain its position with respect to the Supervisory Board Remuneration Policy during this AGM

Response Supervisory Board to stakeholder feedback

- The response of the Supervisory Board to the stakeholder feedback can be found on ASML’s website

Remuneration

of the Supervisory Board

6

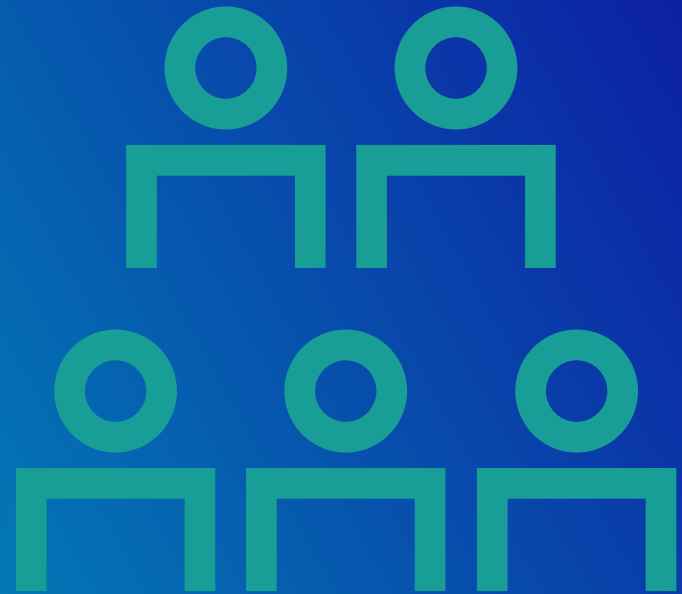


Proposal to amend

the Remuneration
Policy for the
Supervisory Board

(Voting item)

6A



Proposal to amend

the remuneration of
the members of the
Supervisory Board

(Voting item)

6B

Composition

of the Board of Management





Notification

of the intended
appointment of
Mr. W.R. Allan

(Non-voting item)



Composition

of the Board of Management



Composition

of the Supervisory Board

8





Proposal to appoint

Mr. N.S. Andersen
as a member of the
Supervisory Board

(Voting item)





Proposal to appoint

Mr. J.P. de Kreij
as a member of the
Supervisory Board

(Voting item)





Composition

of the Supervisory Board in 2024

(Non-voting item)



Composition

of the Supervisory Board

8



Proposal to appoint

PricewaterhouseCoopers
Accountants N.V.
as external auditor for
the reporting year 2025,
in light of the mandatory
external auditor rotation

(Voting item)



9

Authorizations

Proposals to authorize the Board of Management to issue ordinary shares or grant rights to subscribe for ordinary shares, as well as to restrict or exclude the preemption rights accruing to shareholders

(Voting items)

10

Introduction to agenda items

(Voting items)

11 & 12

Proposal to authorize

the Board of Management
to repurchase ordinary
shares up to 10% of the
issued share capital

(Voting item)



Proposal to cancel

ordinary shares

12

(Voting item)



Any other business

13

