

**Voting Results**  
**of the Annual General Meeting of Shareholders**  
**of ASML Holding N.V. held on 24 April 2013**



Agenda item	Number of shares for which valid votes were cast	Percentage of the issued capital <sup>1</sup>	Total number of valid votes cast	Number of votes For	Number of votes Against	Number of votes Abstain	Number No Vote
1. Opening.	Non-voting item						
2. Overview of the Company's business, financial situation and sustainability.	Non-voting item						
3. Discussion of the 2012 Annual Report, incl. ASML's corporate governance chapter, and the 2012 Remuneration Report, and proposal to adopt the financial statements for the financial year ("FY") 2012, as prepared in accordance with Dutch law.	224,742,511	55.16%	2,022,682,599	2,002,676,508 (99.59%)	8,179,038 (0.41%)	11,827,053	869,099,193
4. Proposal to discharge the members of the Board of Management from liability for their responsibilities in the FY 2012.	224,742,511	55.16%	2,022,682,599	2,001,497,310 (99.17%)	16,656,399 (0.83%)	4,528,890	869,099,193
5. Proposal to discharge the members of the Supervisory Board from liability for their responsibilities in the FY 2012.	224,742,511	55.16%	2,022,682,599	2,001,413,160 (99.17%)	16,738,416 (0.83%)	4,531,023	869,099,193

<sup>1</sup> The issued share capital of ASML Holding N.V. per the registration date, 27 March 2013, amounted to 410,357,876 aandelen. Considering the number of treasury shares, 2,896,736 shares, the total number of issued shares to which voting rights were attached, amounted to 407,461,140 shares, giving entitlement to a total number of 3.667.150.260 votes. Percentages have been rounded.

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6. Clarification of the Company's reserves and dividend policy.	Non-voting item						
7. Proposal to adopt a dividend of EUR 0.53 per ordinary share of EUR 0.09.	224,742,124	55.16%	2,022,679,116	2,017,355,760 (99.95%)	1,102,311 (0.05%)	4,221,045	869,102,676
8. Proposal to adopt the revised Remuneration Policy for the Board of Management of ASML Holding N.V. (version 2014).	224,742,125	55.16%	2,022,679,125	1,995,306,714 (98.86%)	23,069,709 (1.14%)	4,302,702	869,102,667
9a. Proposal to approve the number of performance shares for the Board of Management, in accordance with the Remuneration Policy for the Board of Management (version 2010) over the FY 2013 and authorization of the Board of Management to issue these performance shares.	224,742,125	55.16%	2,022,679,125	2,003,548,950 (99.34%)	13,269,285 (0.66%)	5,860,890	869,102,667

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9b. Proposal to approve the performance share arrangement in accordance with the Remuneration Policy for the Board of Management of ASML Holding N.V. (version 2014) (the "Policy"), including the number of performance shares for the Board of Management to be determined by the calculation method as described in the Policy, and authorization of the Board of Management to issue the performance shares for the financial year 2014 and subsequent years, subject to approval of the Supervisory Board.	224,742,125	55.16%	2,022,679,125	2,000,339,811 (99.18%)	16,482,915 (0.82%)	5,856,399	869,102,667
10. Proposal to approve the number of stock options, respectively shares, for employees and authorization of the Board of Management to issue the stock options, respectively shares.	224,742,125	55.16%	2,022,679,125	2,017,136,016 (99.94%)	1,305,117 (0.06%)	4,237,992	869,102,667
11. Composition of the BoM.	Non-voting item						
12a. Proposal to reappoint Ms. H.C.J. van den Burg as member of the Supervisory Board, effective April 24, 2013.	224,742,117	55.16%	2,022,679,053	2,005,141,923 (99.34%)	13,282,929 (0.66%)	4,254,201	869,102,739

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12b. Proposal to reappoint Ms. P.F.M. van der Meer Mohr as member of the Supervisory Board, effective April 24, 2013.	224,742,117	55.16%	2,022,679,053	2,004,419,961 (99.34%)	13,274,226 (0.66%)	4,984,866	869,102,739
12c. Proposal to reappoint Mr. W.H. Ziebart as member of the Supervisory Board, effective April 24, 2013.	224,742,117	55.16%	2,022,679,053	2,004,464,907 (99.34%)	13,224,231 (0.66%)	4,989,915	869,102,739
12d. . Proposal to appoint Dr. D.A. Grose as member of the Supervisory Board, effective April 24, 2013.	224,672,770	55.16%	2,022,054,930	2,015,130,033 (99.90%)	1,935,378 (0.10%)	4,989,519	869,726,862
12e. Proposal to appoint Ms. C.M.S. Smits-Nusteling as member of the Supervisory Board, effective April 24, 2013.	224,742,117	55.16%	2,022,679,053	2,015,694,333 (99.90%)	1,997,136 (0.10%)	4,987,584	869,102,739
13. Composition of the Supervisory Board in 2014.	Non-voting item						
14. Proposal to reappoint the External Auditor for the reporting year 2014.	224,742,016	55.16%	2,022,678,144	1,956,428,676 (96.94%)	61,843,959 (3.06%)	4,405,509	869,103,648
15a. Proposal to authorize the Board of Management to issue (rights to subscribe for) shares, which authorization is limited to 5% of the issued capital.	224,742,016	55.16%	2,022,678,144	2,011,181,337 (99.64%)	7,228,692 (0.36%)	4,268,115	869,103,648

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15b. Proposal to authorize the Board of Management to restrict or exclude the pre-emption rights accruing to shareholders in connection with agenda item 15a.	224,742,016	55.16%	2,022,678,144	2,008,497,735 (99.51%)	9,905,436 (0.49%)	4,274,973	869,103,648
15c. Proposal to authorize the Board of Management to issue (rights to subscribe for) shares, for an additional 5% of the issued capital, only to be used in connection with mergers, acquisitions and/or (strategic) alliances.	224,742,016	55.16%	2,022,678,144	2,012,799,456 (99.72%)	5,616,864 (0.28%)	4,261,824	869,103,648
15d. Proposal to authorize the Board of Management to restrict or exclude the pre-emption rights accruing to shareholders in connection with agenda item 15c.	224,742,016	55.16%	2,022,678,144	1,998,517,329 (99.01%)	19,892,286 (0.99%)	4,268,529	869,103,648
16a. Proposal to authorize the Board of Management to acquire shares in the Company's capital.	224,742,010	55.16%	2,022,678,090	2,012,561,649 (99.72%)	5,711,625 (0.28%)	4,404,816	869,103,702
16b. Proposal to authorize the Board of Management to acquire additional shares in the Company's capital.	224,738,732	55.16%	2,022,648,588	1,992,524,265 (98.73%)	25,723,593 (1.27%)	4,400,730	869,133,204

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17. Proposal to cancel ordinary shares (to be) repurchased by the Company.	224,741,777	55.16%	2,022,675,993	2,015,571,060 (99.86%)	2,848,212 (0.14%)	4,256,721	869,105,799
18. Any other business.	Non-voting item						
19. Closing.	Non-voting item						