

ASML HOLDING NV  
Form 20-F/A  
March 09, 2011

United States  
Securities and Exchange Commission  
**Washington, D.C. 20549**

Form 20-F/A  
(Amendment No. 1)  
**ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
for the fiscal year ended December 31, 2010**

**Commission file number 025566**

**ASML HOLDING N.V.**  
(Exact Name of Registrant as Specified in Its Charter)

**THE NETHERLANDS**  
(Jurisdiction of Incorporation or Organization)

**DE RUN 6501  
5504 DR VELDHOVEN  
THE NETHERLANDS**  
(Address of Principal Executive Offices)

**Craig DeYoung**  
**Telephone: +1 480 383 4005**  
**Facsimile: +1 480 383 3978**  
**E-mail: craig.deyoung@asml.com**  
**8555 South River Parkway,**  
**Tempe, AZ 85284, USA**  
(Name, Telephone, E-mail, and/or Facsimile number and Address of Company Contact Person)  
Securities registered or to be registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Name of each exchange on which registered</b>
Ordinary Shares (nominal value EUR 0.09 per share)	The NASDAQ Stock Market LLC

Securities registered or to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act:

None

(Title of Class)

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report.

**436,592,972 Ordinary Shares**  
**(nominal value EUR 0.09 per share)**

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.

Yes (ü) No ( )

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If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

Yes ( ) No (ü)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the

Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes (ü) No ( )

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate web site, if any, every Interactive

Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the

preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes (ü) No ( )

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer.

See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer (ü) Accelerated filer ( ) Non-accelerated filer ( )

Indicate by check mark which basis of accounting the registrant has used to prepare the financial statements included in this filing:

U.S. GAAP (ü) International Financial Reporting Standards as issued by the International Accounting Standards Board ( ) Other ( )

If Other has been checked in response to the previous question, indicate by checkmark which financial statement item the registrant has elected to follow.

Item 17 ( ) Item 18 ( )

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act)

Yes ( ) No (ü)

Name and address of person authorized to receive notices and communications from the Securities and Exchange Commission:

**Richard A. Ely**

**Skadden, Arps, Slate, Meagher & Flom (UK) LLP**

**40 Bank Street, Canary Wharf**

**London E14 5DS England**

ASML ANNUAL REPORT 2010

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**Explanatory Note**

This Amendment No. 1 to the Annual Report on Form 20-F for the fiscal year ended December 31, 2010 originally filed with the Securities and Exchange Commission on February 15, 2011 ( 2010 Form 20-F ), is being filed solely for the purposes of furnishing Interactive Data File disclosure as Exhibit 101 in accordance with Rule 405 of Regulation S-T. This Exhibit was not previously filed.

Other than as expressly set forth above, this Form 20-F/A does not, and does not purport to, amend, update or restate the information in any other item of the 2010 Form 20-F, or reflect any events that have occurred after the 2010 Form 20-F was originally filed.

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**Exhibits**

101 The following financial information from ASML Holding N.V.'s Annual Report on Form 20-F for the year ended December 31, 2010, filed with the SEC on February 15, 2011, formatted in Extensible Business Reporting Language (XBRL): (i) Consolidated Statements of Operations (ii) Consolidated Statements of comprehensive Income for the years ended December 31, 2008, 2009 and 2010, (iii) Consolidated Balance Sheets as of December 31, 2009 and 2010, (iv) Consolidated Statements of Shareholders' Equity for the years ended December 31, 2008, 2009 and 2010, (v) the Consolidated Statements of Cash Flows for the years ended December 31, 2008, 2009 and 2010, and (vi) Notes to Consolidated Financial Statements.

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**SIGNATURES**

ASML Holding N.V. hereby certifies that it meets all of the requirements for filing on Form 20-F and that it has duly caused and authorized the undersigned to sign this amendment to its annual report on its behalf.

ASML Holding N.V.

(Registrant)

/s/ Peter T.F.M. Wennink

Executive Vice President, Chief Financial Officer and Member of the Board of Management

Dated: March 9, 2011