



Resolutions adopted – June 22, 2018

Summary of the resolutions adopted at the June 22, 2018 Annual General Meeting of Shareholders of NXP Semiconductors N.V.:

1. Adoption of the 2017 statutory annual accounts

| | |
|--------------------|-------------|
| For | 228,655,385 |
| Against | 24,518 |
| Abstain | 581,854 |
| Total Votes | 229,261,757 |

2. Granting discharge to the directors for their responsibilities in the financial year 2017

| | |
|--------------------|-------------|
| For | 228,054,143 |
| Against | 386,186 |
| Abstain | 821,428 |
| Total Votes | 229,261,757 |

3. a. Re-appointment of Mr. Richard L. Clemmer as executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 228,393,189 |
| Against | 65,847 |
| Abstain | 802,721 |
| Total Votes | 229,261,757 |

3. b. Re-appointment of Sir Peter Bonfield as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 225,281,805 |
| Against | 3,725,573 |
| Abstain | 254,379 |
| Total Votes | 229,261,757 |



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3. c. Re-appointment of Mr. Johannes P. Huth as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 208,233,126 |
| Against | 20,821,984 |
| Abstain | 206,647 |
| Total Votes | 229,261,757 |

3. d. Re-appointment of Mr. Kenneth A. Goldman as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 202,547,197 |
| Against | 26,440,367 |
| Abstain | 274,193 |
| Total Votes | 229,261,757 |

3. e. Re-appointment of Mr. Josef Kaeser as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 215,508,629 |
| Against | 13,447,027 |
| Abstain | 306,101 |
| Total Votes | 229,261,757 |

3. f. Re-appointment of Mr. Eric Meurice as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 226,773,068 |
| Against | 2,214,661 |
| Abstain | 274,028 |
| Total Votes | 229,261,757 |



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3. g. Re-appointment of Mr. Peter Smitham as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 224,478,277 |
| Against | 4,724,825 |
| Abstain | 58,655 |
| Total Votes | 229,261,757 |

3. h. Re-appointment of Ms. Julie Southern as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 210,491,423 |
| Against | 18,496,530 |
| Abstain | 273,804 |
| Total Votes | 229,261,757 |

3. i. Re-appointment of Mr. Gregory Summe as non-executive director with effect from June 22, 2018

| | |
|--------------------|-------------|
| For | 229,102,906 |
| Against | 100,397 |
| Abstain | 58,454 |
| Total Votes | 229,261,757 |

4. a. Appointment of Mr. Steve Mollenkopf as executive director subject to and conditional upon the occurrence of and effective as of the moment Qualcomm River Holdings B.V. (“Qualcomm”), an indirect wholly owned subsidiary of Qualcomm Incorporated, pays for all shares validly tendered and not properly withdrawn pursuant to Qualcomm’s tender offer to acquire all of the outstanding ordinary shares of the Company (“Closing”).

| | |
|--------------------|-------------|
| For | 228,889,234 |
| Against | 193,030 |
| Abstain | 179,493 |
| Total Votes | 229,261,757 |



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4. b. Appointment of Mr. George S. Davis as non-executive director subject to and conditional upon the occurrence of and effective as of Closing

| | |
|--------------------|-------------|
| For | 228,822,250 |
| Against | 260,014 |
| Abstain | 179,493 |
| Total Votes | 229,261,757 |

4. c. Appointment of Mr. Donald J. Rosenberg as non-executive director subject to and conditional upon the occurrence of and effective as of Closing

| | |
|--------------------|-------------|
| For | 228,857,308 |
| Against | 224,957 |
| Abstain | 179,492 |
| Total Votes | 229,261,757 |

4. d. Appointment of Mr. Brian Modoff as non-executive director subject to and conditional upon the occurrence of and effective as of Closing

| | |
|--------------------|-------------|
| For | 228,857,761 |
| Against | 224,503 |
| Abstain | 179,493 |
| Total Votes | 229,261,757 |

4. e. Appointment of Mr. Rob ter Haar as non-executive director subject to and conditional upon the occurrence of and effective as of Closing

| | |
|--------------------|-------------|
| For | 228,953,692 |
| Against | 128,572 |
| Abstain | 179,493 |
| Total Votes | 229,261,757 |



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4. f. Appointment of Prof. Dr. Steven Perrick as non-executive director subject to and conditional upon the occurrence of and effective as of Closing

| | |
|--------------------|-------------|
| For | 228,954,020 |
| Against | 128,444 |
| Abstain | 179,293 |
| Total Votes | 229,261,757 |

5. a. Authorization of the Board of Directors to issue shares or grant rights to acquire shares

| | |
|--------------------|-------------|
| For | 224,120,660 |
| Against | 5,082,469 |
| Abstain | 58,628 |
| Total Votes | 229,261,757 |

5. b. Authorization of the Board of Directors to restrict or exclude pre-emption rights

| | |
|--------------------|-------------|
| For | 222,356,277 |
| Against | 6,846,810 |
| Abstain | 58,670 |
| Total Votes | 229,261,757 |

6. Authorization of the Board of Directors to repurchase shares in NXP's capital

| | |
|--------------------|-------------|
| For | 227,076,137 |
| Against | 2,008,857 |
| Abstain | 176,763 |
| Total Votes | 229,261,757 |

7. Authorization to cancel repurchased shares in NXP's capital

| | |
|--------------------|-------------|
| For | 229,193,452 |
| Against | 10,059 |
| Abstain | 58,246 |
| Total Votes | 229,261,757 |



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8. Re-appointment of KPMG Accountants N.V. as NXP's external auditor

| | |
|--------------------|-------------|
| For | 258,497,019 |
| Against | 1,827,774 |
| Abstain | 157,165 |
| Total Votes | 260,481,958 |