



## Resolutions voted upon – May 26, 2021

Summary of the resolutions voted upon at the May 26, 2021 Annual General Meeting of Shareholders of NXP Semiconductors N.V.:

1. Adoption of the 2020 statutory annual accounts

<b>For</b>	<b>229,009,949</b>
<b>Against</b>	<b>296,947</b>
<b>Abstain</b>	<b>120,770</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

2. Granting discharge to the directors for their responsibilities in the financial year 2020

<b>For</b>	<b>241,886,660</b>
<b>Against</b>	<b>325,729</b>
<b>Abstain</b>	<b>246,205</b>
<b>Broker Non-Votes</b>	<b>0</b>

3. a. Re-appointment of Mr. Kurt Sievers as executive director with effect from May 26, 2021

<b>For</b>	<b>229,118,436</b>
<b>Against</b>	<b>244,565</b>
<b>Abstain</b>	<b>64,665</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>



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3. b. Re-appointment of Sir Peter Bonfield as non-executive director with effect from May 26, 2021

<b>For</b>	<b>171,157,782</b>
<b>Against</b>	<b>58,202,553</b>
<b>Abstain</b>	<b>67,331</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. c. Appointment of Ms. Annette Clayton as non-executive director with effect from May 26, 2021

<b>For</b>	<b>228,794,318</b>
<b>Against</b>	<b>295,289</b>
<b>Abstain</b>	<b>338,059</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. d. Appointment of Mr. Anthony Foxx as non-executive director with effect from May 26, 2021

<b>For</b>	<b>214,835,276</b>
<b>Against</b>	<b>14,249,730</b>
<b>Abstain</b>	<b>342,660</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. e. Re-appointment of Mr. Kenneth A. Goldman as non-executive director with effect from May 26, 2021

<b>For</b>	<b>141,343,618</b>
<b>Against</b>	<b>88,012,722</b>
<b>Abstain</b>	<b>71,326</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>



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3. f. Re-appointment of Mr. Josef Kaeser as non-executive director with effect from May 26, 2021

<b>For</b>	<b>209,100,498</b>
<b>Against</b>	<b>20,257,896</b>
<b>Abstain</b>	<b>69,272</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. g. Re-appointment of Ms. Lena Olving as non-executive director with effect from May 26, 2021

<b>For</b>	<b>173,931,533</b>
<b>Against</b>	<b>55,160,787</b>
<b>Abstain</b>	<b>335,346</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. h. Re-appointment of Mr. Peter Smitham as non-executive director with effect from May 26, 2021

<b>For</b>	<b>156,744,670</b>
<b>Against</b>	<b>72,611,786</b>
<b>Abstain</b>	<b>71,210</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. i. Re-appointment of Ms. Julie Southern as non-executive director with effect from May 26, 2021

<b>For</b>	<b>220,507,750</b>
<b>Against</b>	<b>8,857,228</b>
<b>Abstain</b>	<b>62,688</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>



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3. j. Re-appointment of Ms. Jasmin Staiblin as non-executive director with effect from May 26, 2021

<b>For</b>	<b>223,450,045</b>
<b>Against</b>	<b>5,914,803</b>
<b>Abstain</b>	<b>62,818</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. k. Re-appointment of Mr. Gregory Summe as non-executive director with effect from May 26, 2021

<b>For</b>	<b>195,115,630</b>
<b>Against</b>	<b>34,242,389</b>
<b>Abstain</b>	<b>69,647</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

3. l. Re-appointment of Mr. Karl-Henrik Sundström as non-executive director with effect from May 26, 2021

<b>For</b>	<b>172,392,742</b>
<b>Against</b>	<b>56,969,453</b>
<b>Abstain</b>	<b>65,471</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>

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

<b>For</b>	<b>241,655,490</b>
<b>Against</b>	<b>750,642</b>
<b>Abstain</b>	<b>52,462</b>
<b>Broker Non-Votes</b>	<b>0</b>



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

<b>For</b>	<b>237,335,307</b>
<b>Against</b>	<b>5,045,233</b>
<b>Abstain</b>	<b>78,054</b>
<b>Broker Non-Votes</b>	<b>0</b>

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

<b>For</b>	<b>240,029,197</b>
<b>Against</b>	<b>1,909,155</b>
<b>Abstain</b>	<b>520,242</b>
<b>Broker Non-Votes</b>	<b>0</b>

7. Authorization of the Board of Directors to cancel repurchased shares in NXP's capital

<b>For</b>	<b>240,890,187</b>
<b>Against</b>	<b>1,463,000</b>
<b>Abstain</b>	<b>105,407</b>
<b>Broker Non-Votes</b>	<b>0</b>

8. Approval of the amended remuneration of the non-executive members of the Board

<b>For</b>	<b>227,117,377</b>
<b>Against</b>	<b>1,713,490</b>
<b>Abstain</b>	<b>596,799</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>



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9. Non-binding, advisory vote to approve Named Executive Officer compensation

<b>For</b>	<b>149,518,865</b>
<b>Against</b>	<b>79,471,549</b>
<b>Abstain</b>	<b>437,252</b>
<b>Broker Non-Votes</b>	<b>13,030,928</b>