



Resolutions voted upon – May 27, 2020

Summary of the resolutions voted upon at the May 27, 2020 Annual General Meeting of Shareholders of NXP Semiconductors N.V.:

1. Adoption of the 2019 statutory annual accounts

For	226,742,700
Against	46,406
Abstain	316,134
Broker Non-Votes	12,403,859

2. Granting discharge to the directors for their responsibilities in the financial year 2019

For	238,463,695
Against	341,738
Abstain	703,666
Broker Non-Votes	0

3. a. Appointment of Mr. Kurt Sievers as executive director with effect from May 27, 2020

For	226,352,275
Against	433,927
Abstain	319,038
Broker Non-Votes	12,403,859



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3. b. Re-appointment of Sir Peter Bonfield as non-executive director with effect from May 27, 2020

For	206,930,209
Against	19,839,209
Abstain	335,822
Broker Non-Votes	12,403,859

3. c. Re-appointment of Mr. Kenneth A. Goldman as non-executive director with effect from May 27, 2020

For	180,291,750
Against	46,423,165
Abstain	390,325
Broker Non-Votes	12,403,859

3. d. Re-appointment of Mr. Josef Kaeser as non-executive director with effect from May 27, 2020

For	179,930,043
Against	46,786,980
Abstain	388,217
Broker Non-Votes	12,403,859

3. e. Re-appointment of Mrs. Lena Olving as non-executive director with effect from May 27, 2020

For	208,542,806
Against	18,222,944
Abstain	339,490
Broker Non-Votes	12,403,859



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3. f. Re-appointment of Mr. Peter Smitham as non-executive director with effect from May 27, 2020

For	206,088,722
Against	20,668,552
Abstain	347,966
Broker Non-Votes	12,403,859

3. g. Re-appointment of Ms. Julie Southern as non-executive director with effect from May 27, 2020

For	222,665,353
Against	4,102,444
Abstain	337,443
Broker Non-Votes	12,403,859

3. h. Re-appointment of Mrs. Jasmin Staiblin as non-executive director with effect from May 27, 2020

For	225,342,519
Against	1,425,658
Abstain	337,063
Broker Non-Votes	12,403,859

3. i. Re-appointment of Mr. Gregory Summe as non-executive director with effect from May 27, 2020

For	225,887,487
Against	869,737
Abstain	348,016
Broker Non-Votes	12,403,859



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3. j. Re-appointment of Mr. Karl-Henrik Sundström as non-executive director with effect from May 27, 2020

For	225,671,498
Against	1,094,323
Abstain	339,419
Broker Non-Votes	12,403,859

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

For	238,146,124
Against	1,248,715
Abstain	114,260
Broker Non-Votes	0

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

For	223,177,824
Against	6,153,528
Abstain	177,747
Broker Non-Votes	0

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

For	237,822,091
Against	1,352,595
Abstain	334,413
Broker Non-Votes	0



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

For	239,051,015
Against	338,818
Abstain	124,266
Broker Non-Votes	0

8. Appointment of Ernst & Young Accountants LLP as NXP's external auditor for a three-year period, starting with the fiscal year ending December 31, 2020

For	238,742,830
Against	456,400
Abstain	309,869
Broker Non-Votes	0

9. Determination of the remuneration of the members and Chairs of the committees of the Board

For	225,039,711
Against	1,449,083
Abstain	616,446
Broker Non-Votes	12,403,859

10. Amendment of the Company's Articles of Association

For	226,615,437
Against	112,251
Abstain	377,552
Broker Non-Votes	12,403,859



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

For	82,030,714
Against	144,675,451
Abstain	399,075
Broker Non-Votes	12,403,859

12. Non-binding, advisory vote on the frequency of future shareholder advisory votes on Named Executive Officer compensation

1 year	226,000,726
2 years	199,801
3 years	588,729
Abstain	315,984