UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol
Staiblin Jasmin NXP Semiconductors N.V. [NXPI]
C/O NXP SEMICONDUCTORS N.V. HIGH TECH CAMPUS 60 EINDHOVEN P7 5656AG

3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed
05/29/2024 0

5. Relationship of Reporting Person(s) to Issuer

X Director 10% Owner
Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Security</th>
<th>Date of Transaction</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>05/29/2024</td>
<td>M</td>
<td>1,211</td>
<td>A</td>
<td>$0</td>
</tr>
<tr>
<td>Common Stock</td>
<td>05/29/2024</td>
<td>F</td>
<td>420</td>
<td>D</td>
<td>$279.63</td>
</tr>
</tbody>
</table>

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Security</th>
<th>Date of Transaction</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>05/29/2024</td>
<td>M</td>
<td>1,211</td>
<td>(2)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>05/29/2024</td>
<td>A</td>
<td>822</td>
<td>(1)</td>
<td>Common Stock</td>
</tr>
</tbody>
</table>

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Explanation of Responses:
1. Each Restricted Stock Unit represents the conditional right to receive one share of common stock.
2. The Restricted Stock Units vest 100% on the earlier of the first anniversary of the 5/29/2024 grant date and the date of the next annual general meeting of shareholders of NXP Semiconductors N.V. after the grant date.
3. The Restricted Stock Units vest 100% on the earlier of the first anniversary of the 5/29/2024 grant date and the date of the next annual general meeting of shareholders of NXP Semiconductors N.V. after the grant date.

Remarks:

/s/ Jasmin Staiblin by Timothy Shelhamer under Power of Attorney
5/31/2024

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.