FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinaton	$D \subset$	20E 40	
Washington,	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL											
OMB Number:	3235-0287										
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hours per response:	0.5										

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 NXP Semiconductors N.V. [ NXPI ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner				
(Last)	st) (First) (Middle) O NXP SEMICONDUCTORS N.V.					3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023  Officer (give title below)  Chair  Other (specify below)								specify				
HIGH TECH CAMPUS 60				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)	OVEN P	7 !	5656AC	3										X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(City) (State) (Zip) Rule 10b5-1(c) Transaction Indication								dicatio	n								
						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.												
		Tabl	e I - No	n-Deriv	ative	Sec	uriti	es Ac	quired,	Dis	posed	of, or B	eneficia	ally Owne	ed			
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day					Execution Date			Transaction Dispos Code (Instr. 5)		Dispose	ities Acquired (A) o d Of (D) (Instr. 3, 4		Benefi	es Formula (D) Following (I)		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) o (D)	Price	Transa	ction(s) and 4)			(Instr. 4)	
Common Stock 05/24/2				2023	023		M <sup>(1)</sup>		1,482	2 A	\$0	1'	7,224		D			
Common Stock 05/24/2				2023	023 F 734 D \$1		\$175	.06 16,490			D							
		Ta	able II -						uired, D , optior					y Owned	l			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Dee Execution if any (Month/		4. Transac Code (Ir 8)		of Deri Sec Acq (A) ( Disp of (I	oosed D) tr. 3, 4	6. Date Ex Expiration (Month/Da	Date	•	7. Title ar Amount of Securitie Underlyir Derivativ (Instr. 3 a	of s ig e Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amount or Number of Shares					
Restricted Stock Unit	(2)	05/24/2023			M			1,482	(3)		(3)	Common Stock	1,482	\$0	0		D	

## **Explanation of Responses:**

- 1. This reporting person retired from the Board at the expiration of his term at the May 24, 2023 Annual General Meeting.
- $2.\ Each\ Restricted\ Stock\ Unit\ represents\ the\ conditional\ right\ to\ receive\ one\ share\ of\ common\ stock.$
- 3. The Restricted Stock Units vest 100% on the earlier of (i) the first anniversary of the 11/1/2022 grant date or (ii) the date of the next annual general meeting of shareholders of NXP Semiconductors N.V. after the grant date.

## Remarks:

/s/ Sir Peter L. Bonfield by Timothy Shelhamer under

\*\* Signature of Reporting Person

05/26/2023

Power of Attorney

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).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.