

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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 <u>Ronald Martino</u> (Last) (First) (Middle) 60 HIGH TECH CAMPUS (Street) EINDHOVEN P7 5656 AG (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NXP Semiconductors N.V. [NXPI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP Global Sales
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/28/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/28/2022		M		1,157 ⁽¹⁾	A	\$0	14,268	D	
Common Stock	07/28/2022		F		282 ⁽¹⁾	D	\$181.42	13,986	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Unit	(2)	07/28/2022		M			1,158	(3)	07/28/2023	Common Stock	1,158	\$0	1,157	D	

Explanation of Responses:

- The reporting person became obligated to report transactions pursuant to Section 16(a) on July 26, 2022. This transaction is being reported late due to an administrative delay in obtaining the reporting person's filing codes with the SEC necessary to file Section 16 reports.
- Each Restricted Stock Unit represents the conditional right to receive one share of common stock.
- The Restricted Stock Units vest in three equal annual installments on the anniversary of the 7/28/2020 grant date (subject to the terms of the reporting person's award agreement).

Remarks:

/s/ Ronald Martino by Timothy Shelhamer under Power of Attorney 08/02/2022
 ** 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).

** 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.

Power of Attorney

I, the undersigned, hereby appoint Jennifer Wuamett, Timothy Shelhamer and Vivian DePietro, and each of them, acting alone without the other, to execute any and all Forms 3, 4, 5 and 144 and any successor forms (and any amendments or corrections to all such forms); and any related documents or items (including a Form ID and any other documents necessary to obtain codes and passwords necessary to make electronic filings). In addition, I hereby grant unto said attorneys-in-fact full power and authority to do and perform each and every act and thing necessary or appropriate to carry out the above purposes. I acknowledge that this Power of Attorney authorizes, but does not require, each such attorney-in-fact to act in his or her discretion on information furnished orally or in writing by the undersigned. The undersigned agrees that each attorney-in-fact may rely entirely on information furnished orally or in writing by the undersigned to such a substantial extent as may be necessary. This Power of Attorney supersedes any power of attorney previously executed by the undersigned in connection with matters substantially similar to those set forth herein.

By: /s/ Ronald M. Martino
Name: Ron Martino
Title: Chief Sales Officer
Date: 7/15/2022