Betz William

EINDHOVEN

 \Box

(Last)

(Street)

(City)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549	

3 , , , , , , , , , , , , , , , , , , ,	OMB APPROVAL		l
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287	l
	Estimated average bur	den	l

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

1. Name and Address of Reporting Person

(First)

(State)

C/O NXP SEMICONDUCTORS N.V.

HIGH TECH CAMPUS 60

(Middle)

5656AG

(Zip)

Filed pursuant to Section 16(a) of the Securities Ex or Section 30(h) of the Investment Company

oursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940			hours per respo	onse:	0.5	
2. Issuer Name and Ticker or Trading Symbol NXP Semiconductors N.V. [NXPI]	(Check all applica	ck all applicable) Director Officer (give title) Other (greeif)			Officer (give title Other (enecify	iv
3. Date of Earliest Transaction (Month/Day/Year) 12/01/2023	X	below)	below)	,		
4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Join	pint/Group Filing (Check Applicable			
	X	Form filed by One Reporting Person				
		Form filed Person	by More than One Reporting			
Rule 10b5-1(c) Transaction Indication						
Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Ir			or written plan tl	nat is intended t	•	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature Form: Direct (D) or Indirect of Indirect Beneficial **Execution Date**, Transaction Disposed Of (D) (Instr. 3, 4 and Securities Code (Instr. (Month/Day/Year) if any Beneficially 5) Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership Transaction(s) (A) or (D) Code Price Amount (Instr. 3 and 4) Common Stock 12/01/2023 S 4,428 D \$204 1,518.0587 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 1. Title of 3. Transaction 3A. Deemed 5. Number 7. Title and 8. Price of 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Conversion Date (Month/Day/Year) Execution Date, Transaction Derivative Security or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial Direct (D) or Indirect (I) (Instr. 4) (Month/Day/Year) Price of Derivative Securities Acquired Underlying Derivative Beneficially Owned Ownership (Instr. 4) (Instr. 3) 8) (Instr. 5) (A) or Disposed of (D) Security (Instr. 3 and 4) Security Following Reported Transaction(s) (Instr. 3, 4 and 5) (Instr. 4) Amount

Date

Exercisable

(A) (D)

Explanation of Responses:

Remarks:

/s/ William Betz by Timothy Shelhamer under Power of

Number

Shares

<u>Attorney</u>

Title

Expiration

Date

** Signature of Reporting Person Date

12/04/2023

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).

Code

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.