NXP Investor Presentation
First Quarter 2022
May 2022





FORWARD LOOKING STATEMENTS

This presentation or the subsequent discussion period includes forward-looking statements which include statements regarding NXP's business strategy, financial condition, results of operations, market data and expectations, outlooks, projections, estimates, goals and targets, as well as any other statements which are not historical facts. By their nature, forward-looking statements are subject to numerous factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those projected. These factors, risks and uncertainties include the following: market demand and semiconductor industry conditions; our ability to successfully introduce new technologies and products; the demand for the goods into which our products are incorporated; potential impacts of the COVID-19 pandemic; trade disputes between the U.S. and China, potential increase of barriers to international trade and resulting disruptions to NXP's established supply chains; our ability to generate sufficient cash, raise sufficient cash, accurately estimate demand and match our production capacity accordingly or obtain sufficient supplies from third-party producers to meet demand; our access to production from third-party outsourcing partners, and any events that might affect their business or our relationship with them; our ability to secure adequate and timely supply of equipment and materials from suppliers; our ability to avoid operational problems and product defects and, if such issues were to arise, to correct them quickly: our ability to form strategic partnerships and joint ventures and successfully cooperate with our alliance partners; our ability to win competitive bid selection processes; our ability to develop products for use in our customers' equipment and products; our ability to successfully hire and retain key management and senior product engineers; the invasion of Ukraine by Russia and resulting regional instability, sanctions and any other retaliatory measures taken against Russia, which could adversely impact the global supply chain, disrupt our operations or negatively impact the demand for our products in our primary end markets; and, our ability to maintain good relationships with our suppliers. In addition, this presentation or the subsequent discussion period contains information concerning the semiconductor industry and our business which is forward-looking in nature and is based on a variety of assumptions regarding the ways in which the semiconductor industry, our end markets and product areas may develop. NXP has based these assumptions on information currently available to us, if any one or more of these assumptions turn out to be incorrect, actual results may differ from those predicted. While we do not know what impact any such differences may have on our business, if there are such differences, our future results of operations and financial condition could be materially adversely affected. There can be no assurances that a pandemic, epidemic or outbreak of a contagious diseases, such as COVID-19, will not have a material and adverse impact on our business, operating results and financial condition in the future. Participants are cautioned not to place undue reliance on these forward-looking statements, which speak to results only as of the date the statements were made. The forward-looking statements in this presentation are based on management's plans, objectives and information available as of the May 2, 2022, date of this presentation. Except for any ongoing obligation to disclose material information as required by the United States federal securities laws, NXP does not have any intention or obligation to publicly update or revise any forward-looking statements, whether to reflect any future events or circumstances or otherwise. Neither future distribution of this material nor the continued availability of this material in archive form on our website should be deemed to constitute an update or re-affirmation of these forward-looking statements as of any future date. For a discussion of potential risks and uncertainties, please refer to the risk factors listed in our SEC filings. Copies of our filings are available from our Investor Relations website, www.nxp.com/investor or from the SEC website, www.sec.gov.

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USE OF NON-GAAP FINANCIAL MEASURES

In this presentation, we have included certain non-GAAP financial information, including (i) Gross profit, (ii) Gross margin, (iii) Research and development, (iv) Selling, general and administrative, (v) Amortization of acquisition-related intangible assets, (vi) Other income, (vii) Operating income (loss), (viii) Operating margin, (ix) Financial Income (expense), (x) Adjusted net income, adjusted EBITDA and trailing 12 month adjusted EBITDA and (xi) free cash flow and free cash flow as a percent of Revenue. Our non-GAAP results exclude, where applicable, the amortization of acquisition related intangible assets, the purchase accounting effect on inventory and property, plant and equipment, merger related costs (including integration costs), certain items related to divestitures, share-based compensation expense, restructuring and asset impairment charges, non-cash interest expense on convertible notes, extinguishment of debt and foreign exchange gains and losses. These non-GAAP measures are provided in addition to, and not as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. Reconciliations of these non-GAAP measures to the most comparable measures calculated in accordance with GAAP are provided in the appendix to the presentation. For further discussion of our use of non-GAAP measures and information on the reconciliation to most comparable measures calculated in accordance with GAAP, please refer to the NXP Historic Financial Model file found on the Financial Results page of the Investor Relations section of our website at www.nxp.com.



NXP Investment Thesis



Market leader with strong revenue growth



Proven financial model with resilient profitability



Reliable capital return policy of robust free cash flow



NXP's Unrivaled Technology Portfolio for the Secure Edge

SENSE



Everything **Aware**

THINK



Everything **Smart**

CONNECT



Everything **Connected**

ACT



Everything **Efficient**



Everything safe and secure



Easy to implement scalable system solutions



NXP Addresses 4 Major End Markets



Automotive

Safety, Electrification and Driver Interaction
System solutions innovation with OEMs
Increased content drives revenue growth



Industrial & IoT

Edge Processing, Connectivity and Security
Processing needs are transforming markets
Scalable solutions as a differentiator



Mobile

Virtualized Secure Transactions and Access

Continued demand for features - innovation

Growth driven by increased attach rate



Communication Infrastructure & Other

Capex-driven wireless infrastructure market
Secular growth due to new cellular standard



Accelerating Profitable Growth to 8-12% CAGR

Communication Industrial & IoT Automotive Mobile Infrastructure **50%** of Total 13% of Total 22% of Total 16% of Total +9 to 14% 3-yr. CAGR

Leader in sensing, processing

and control applications

+9 to 14% 3-yr. CAGR

Leader in connected edge processing

+8 to 10% 3-yr. CAGR

Leader in secure mobile wallet, access, and identification

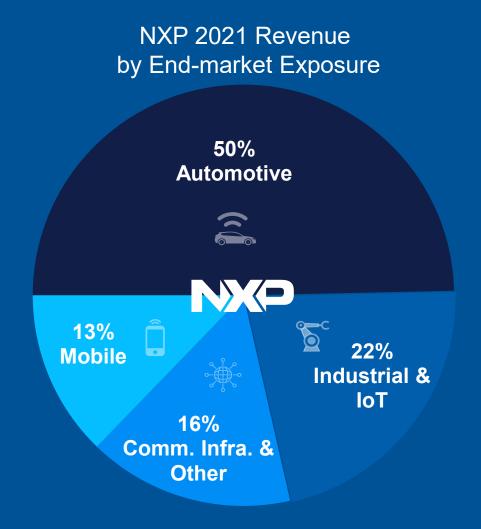
+2 to 6% 3-yr. CAGR

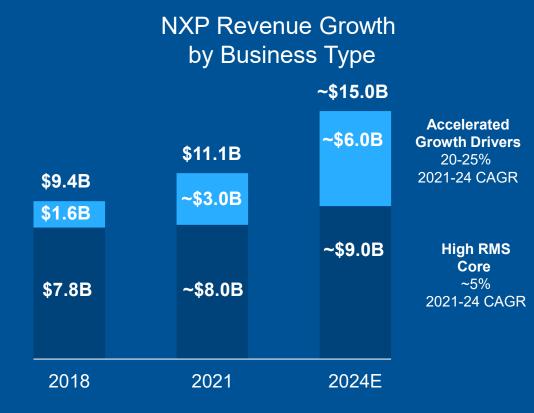
Leader in high-power RF power



o the NXP Historic Financial Model file found on the Financial Information page of the Investor Relations section of our website at www.nxp.com/investor for additional information relative to our Non-GAAP Financial Measures as are 3-year CAGR based on 2021 actuals through 2024 estimates percentages shown may not add to 100% due to rounding

Secular Growth Drivers Expected to Scale Rapidly





Accelerated Growth Drivers

Auto radar systems

Secure connected edge solutions

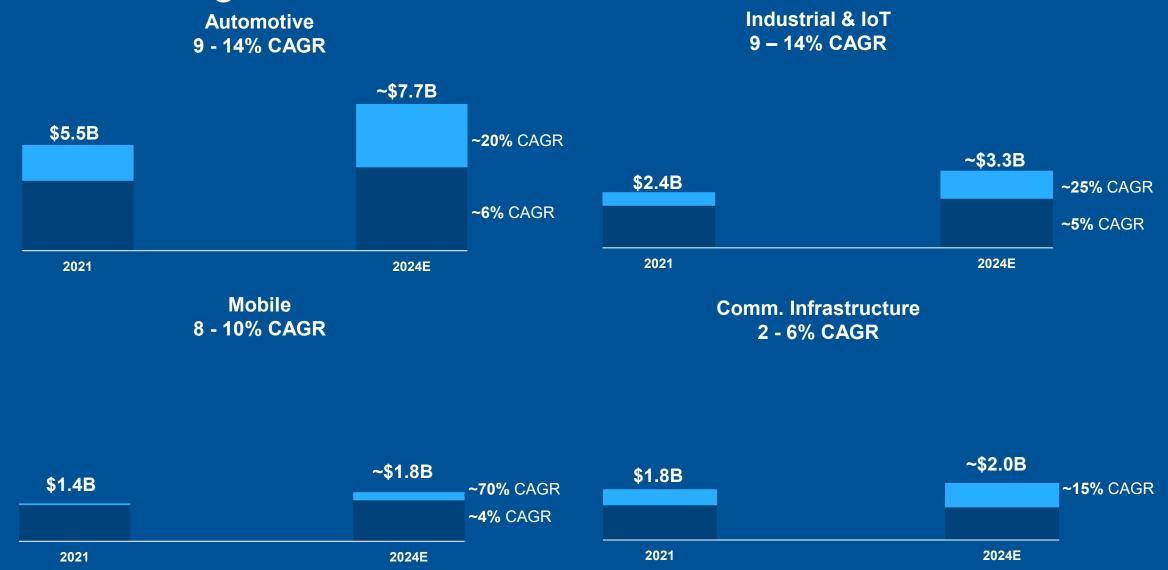
Auto domain and zonal processors

UWB secure access solutions

Auto electrification systems RF Power for 5G infrastructure



Accelerating Secular Profitable Revenue Growth



Accelerated Growth Revenue Drivers

High RMS Core Revenue

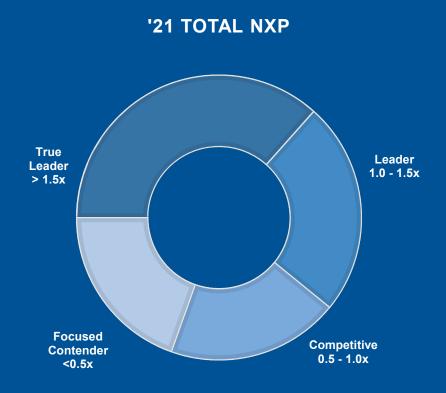


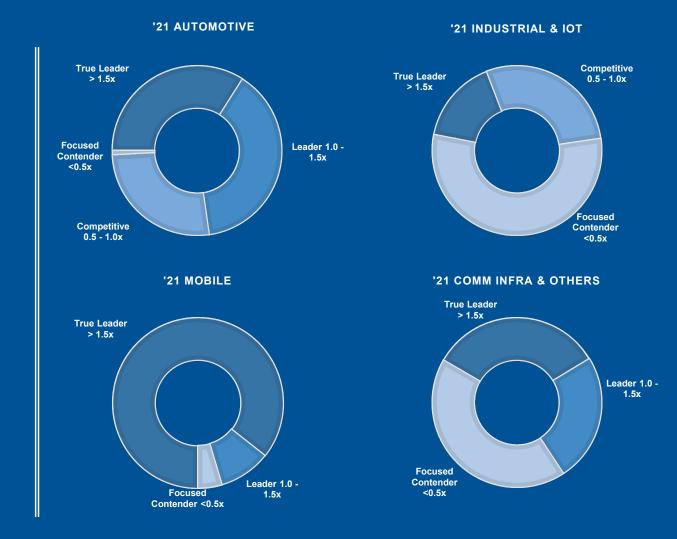
Please refer to the NXP Historic Financial Model file found on the Financial Information page of the Investor Relations section of our website at www.nxp.com/investor for additional information relative to our Non-GAAP Financial Measures

All growth rates are 3-year CAGR based on 2021 actuals through 2024 estimates
 The sum of the percentages shown may not add to 100% due to rounding

^{4.} NXP Strategy Office

NXP End Market Relative Market Share ("RMS")





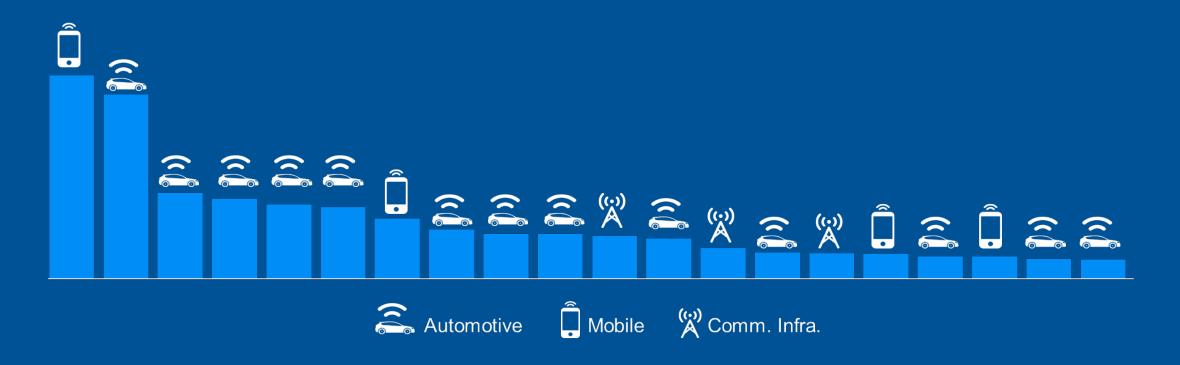
Source: NXP Semiconductors CMI Group, based on 2021 reported end market revenue and competitive positions

Relative Market Share (RMS) is defined as NXP market share as a percentage of the second largest competitor market share in defined serviceable addressable markets ("SAM")

Diverse End-Customer Base with High Barriers to Entry

Top 20 End-Customers < 45% of 2021 Revenue >25,000 Total Customers

No 10% customers





Driving Profitable Growth in Excess of Addressable Market

As Reported Revenue Up 6% 3-yr. CAGR (\$B)



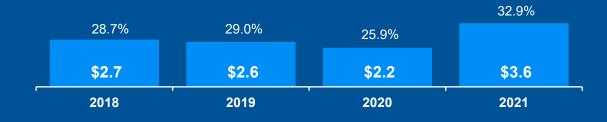
Non-GAAP Operating Profit / Non-GAAP Operating Margin

Up 10% 3-yr. CAGR (\$B)

Non-GAAP Gross Profit / Non-GAAP Gross Margin Up 8% 3-yr. CAGR (\$B)



Non-GAAP Free Cash Flow Down 15% 3-yr. CAGR (\$B)







Please refer to the NXP Historic Financial Model file found on the Financial Information page of the Investor Relations section of our website at www.nxp.com/investor for additional information relative to our Non-GAAP Financial Measures

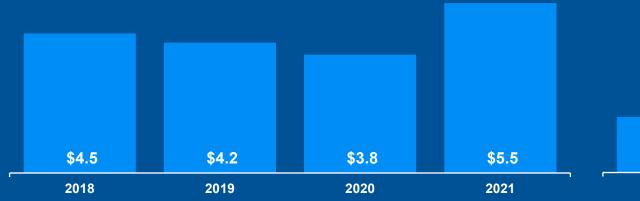
Gross Profit, Gross Margin, Operating Profit, Operating Margin, Free Cash Flow(FCF), are all non-GAAP figures, 3-yr. CAGR reflect the period 2017 – 2020

²⁰¹⁸ Non-GAAP Free Cash Flow reflects the receipt of \$2 billion termination fee associated with terminated Qualcomm transaction

Annual Revenue by End Market (\$B)

Automotive Up 7% 3-yr. CAGR (\$B)

Industrial & IoT Up 10% 3-yr. CAGR (\$B)





Mobile Up 7% 3-yr. CAGR (\$B)

Communication Infrastructure & Other Down 1% 3-yr. CAGR (\$B)







Recent Quarterly Business Trends²

As Reported Revenue (\$M)

Non-GAAP Gross Profit / Non-GAAP Gross Margin



Non-GAAP Operating Profit / Non-GAAP Operating Margin







^{1.} Please refer to the NXP Historic Financial Model file found on the Financial Information page of the Investor Relations section of our website at www.nxp.com/investor for additional information relative to our Non-GAAP Financial Measures

^{2.} Gross Profit, Gross Margin, Operating Profit, Operating Margin, Free Cash Flow are all non-GAAP figures.

Quarterly Revenue by End Market (\$M)







Debt Summary End of 1Q22

Debt Instrument	Sr. Unsecured Notes	Revolving Credit Facility													
Issue Date Maturity Date	May-16 Jun-23	Dec-18 Mar-24	Apr-20 May-25	Dec-18 Mar-26	Jun-19 Jun-26	Apr-20 May-27	Dec-18 Dec-28	Jun-19 Jun-29	Apr-20 May-30	May-21 May-31	Nov-21 Feb-32	May-21 May-41	Nov-21 Feb-42	Nov-21 Nov-51	Jun-19 Jun-24
Issued Amount (M) Book Value (M)	\$ 900 \$ 899	\$ 1,000 \$ 997		\$ 500 \$ 498		\$ 500 \$ 497				\$ 1,000 \$ 992					\$ 1,500 \$ -
Coupon	4.625%	4.875%	2.700%	5.350%	3.875%	3.150%	5.550%	4.300%	3.40%	2.50%	2.65%	3.25%	3.125%	3.250%	Libor + 125 bps
Rating Moody's Standard & Poor's Fitch	Baa3 BBB BBB	NR NR NR													





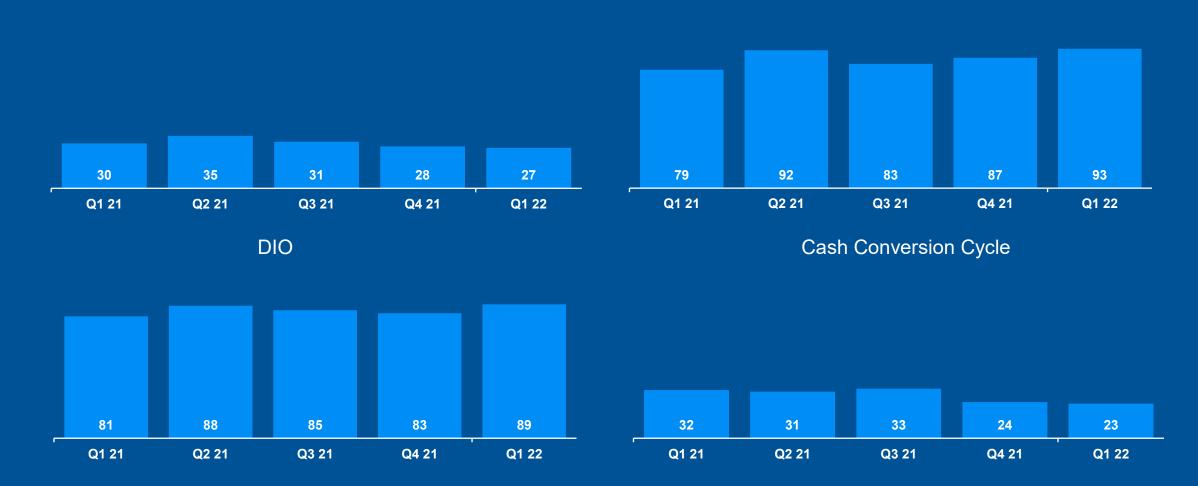


For the first quarter ended April 3, 2022, Interest expense, net of \$102 million is comprised of interest expense of \$104 million, less interest income of \$2 million. Interest expense, net is a component of Financial income (expense) of \$105 million as reported in the NXP Historic Financial Model file found on the Financial Information page. Historical information along with the calculation of TTM Adj. EBITDA/TTM net interest, can be found in the file referenced in footnote 1 on the P&L tab.



Working Capital Ratios²

DSO DPO



DSO = (91.25 x AR) / Revenue DPO = (91.25 x AP) / COGS DIO = (91.25 x Inventory) / COGS Cash Conversion Cycle = DIO +DSO - DPO

Working capital ratios exclude the effect of the effect of purchase price accounting amortization effects on GAAP COGS;

^{2.} Please refer to the NXP Historic Financial Model file found on the Financial Information page of the Investor Relations section of our website at www.nxp.com/investor for additional information relative to our Non-GAAP Financial Measures

Guidance for the Second Quarter of 2022

		GAAP		Reconciliation		Non-GAAI	
	<u>Low</u>	<u>Mid</u>	<u>High</u>		<u>Low</u>	<u>Mid</u>	<u>High</u>
Total Revenue	3,175	3,275	3,375		3,175	3,275	3,375
Q-Q	1%	4%	8%		1%	4%	8%
Y-Y	22%	26%	30%		22%	26%	30%
Gross Profit	1,776	1,850	1,924	(38)	1,814	1,888	1,962
Gross Margin	55.9%	56.5%	57.0%		57.1%	57.6%	58.1%
Operating Income (loss)	847	911	975	(257)	1,104	1,168	1,232
Operating Margin	26.7%	27.8%	28.9%		34.8%	35.7%	36.5%
Financial income (expense)	(105)	(105)	(105)	(2)	(103)	(103)	(103)

- 1. GAAP Gross Profit is expected to include Purchase Price Accounting ("PPA") effects, \$(15) million; Stock Based Compensation, \$(11) million; Other Incidentals, \$(12) million;
- 2. GAAP Operating Income (loss) is expected to include PPA effects, \$(150) million; Stock Based Compensation, \$(89) million; Restructuring and Other Incidentals, \$(18) million;
- 3. GAAP Financial Income (expense) is expected to include Other financial expense \$(2) million;
- 4. Net cash paid for income taxes related to on-going operations is expected to be approximately \$(154) million;
- 5. Non-controlling interest is expected to be approximately \$(13) million;
- 6. Weighted average diluted share count is expected to be approximately 265 million.

NXP has based the guidance included in this release on judgments and estimates that management believes are reasonable given its assessment of historical trends and other information reasonably available as of the date of this release. Please note, the guidance included in this release solutions only and is subject to a wide range of known and unknown risks and uncertainties, many of which are beyond NXP's control. The guidance included in this release should not be regarded as representations by NXP that the estimated results will be achieved. Actual results may vary materially from the guidance we provide today. In relation to the use of non-GAAP financial information see the note regarding "Non-GAAP Financial Measures". For the factors, risks, and uncertainties to which judgments, estimates and forward-looking statements generally are subject see the note regarding "Forward-looking Statements." We undertake no obligation to publicly update or revise any forward-looking statements. including the guidance set forth herein, to reflect future events or circumstances.



Updated Financial Model

NXP growth

Non-GAAP gross margin

Non-GAAP R&D

Non-GAAP SG&A

Non-GAAP operating margin

Non-GAAP cash taxes

Non-controlling interest

Net capex

Stock based compensation

Non-GAAP free-cash flow

DSO

DPO

DIO

2021 - 2024E

+8 to 12%

55 to 58%

~16%

~7%

32 to 36%

'22:~15%; '23; ~18%; '24; ~18%

\$35M to \$45M

6 to 8%

'22: \$380M; '23: \$410M; '24: \$440M

Target 25% of revenue

~30 Days

~75 Days

~95 Days



^{1.} Please refer to the NXP Historic Financial Model file found on the Financial Information page of the Investor Relations section of our website at www.nxp.com/investor for additional information relative to our Non-GAAP Financial Measures

^{2.} Growth rates are compound annual growth rates from 2021 through 2024E; individual annual growth rates will vary across the horizon

^{3.} All percentages are as a percent of revenue, and assume an annual value, quarter to quarter values will vary

Annual Financial Reconciliation (GAAP to non-GAAP)

(\$ in millions, unless otherwise stated)	2018	2019	2020	2021
Total Revenue	9,407	8,877	8,612	11,063
GAAP Gross Profit	4,851	4,618	4,235	6,067
Gross profit adjustments	(129)	(131)	(165)	(138)
Non - GAAP Gross Profit	4,980	4,749	4,400	6,205
GAAP Gross Margin	51.6%	52.0%	49.2%	54.8%
Non-GAAP Gross Margin	52.9%	53.5%	51.1%	56.1%
GAAP Operating income (loss)	2,710	641	418	2,583
Operating income adjustments	11	(1,932)	(1,810)	(1,058)
Non - GAAP Operating income (loss)	2,699	2,573	2,228	3,641
GAAP Operating Margin	28.8%	7.2%	4.9%	23.3%
Non-GAAP Operating Margin	28.7%	29.0%	25.9%	32.9%
GAAP Financial income (expense)	(335)	(350)	(417)	(403)
Financial income adjustments	(159)	(85)	(60)	(38)
Non - GAAP Financial income (expense)	(176)	(265)	(357)	(365)



Annual Cash Flow Overview (\$M)

(\$ in millions, unless otherwise stated)	2018	2019	2020	2021
Net cash provided by (used for) operating activities	4,369	2,373	2,482	3,077
Net cash provided by (used for) investing activities	(522)	(2,284)	(418)	(934)
Net cash provided by (used for) financing activities	(4,597)	(1,831)	(835)	(1,585)
Effects of changes in exchange rates on cash position	(8)	(2)	1	(3)
Increase (decrease) in cash and cash equivalents	(758)	(1,744)	1,230	555
Cash and cash equivalents at beginning of the period	3,547	2,789	1,045	2,275
Cash and cash equivalents at end of period	2,789	1,045	2,275	2,830
Net cash provided by (used for) operating activities	4,369	2,373	2,482	3,077
Net capital expenditures on property, plant and equipment	(610)	(503)	(388)	(766)
Non-GAAP free cash flow	3,759	1,870	2,094	2,311
Trailing 12-month Non-GAAP free cash flow as a percentage of Revenue	40%	21%	24%	21%



Annual Adjusted EBITDA (\$M)

(\$ in millions, unless otherwise stated)	2018	2019	2020	2021
Net income (loss)	2,258	272	80	1,906
Reconciling items to adjusted net income				
Financial (income) expense	335	350	417	403
(Benefit) provision for income taxes	176	20	(83)	272
Depreciation	478	518	547	551
Amortization	1,509	1,529	1,441	711
Adjusted net income	4,756	2,689	2,402	3,843
Reconciling items to adjusted EBITDA				
Results of equity-accounted investees	(59)	(1)	4	2
Purchase accounting effect on inventory	-	8	17	-
Restructuring	6	28	78	1
Stock-based compensation	314	346	384	353
Merger-related costs	(1,848)	33	8	-
Other incidental items	(18)	(3)	(101)	33
Trailing 12-month Adjusted EBITDA	3,151	3,100	2,792	4,232
1) Excluding amortization related to other incidental items	-	-	8	-



Quarterly Financial Reconciliation (GAAP to non-GAAP)

(\$ in millions, unless otherwise stated)	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022
Total Revenue	2,567	2,596	2,861	3,039	3,136
GAAP Gross Profit	1,355	1,422	1,583	1,707	1,777
Gross profit adjustments	(37)	(34)	(34)	(33)	(30)
Non - GAAP Gross Profit	1,392	1,456	1,617	1,740	1,807
GAAP Gross Margin	52.8%	54.8%	55.3%	56.2%	56.7%
Non-GAAP Gross Margin	54.2%	56.1%	56.5%	57.3%	57.6%
GAAP Operating income (loss)	492	573	711	807	873
Operating income adjustments	(300)	(257)	(248)	(253)	(246)
Non - GAAP Operating income (loss)	792	830	959	1,060	1,119
GAAP Operating Margin	19.2%	22.1%	24.9%	26.6%	27.8%
Non-GAAP Operating Margin	30.9%	32.0%	33.5%	34.9%	35.7%
GAAP Financial income (expense)	(87)	(100)	(93)	(123)	(105)
Financial income adjustments	-	(9)	1	(30)	(2)
Non - GAAP Financial income (expense)	(87)	(91)	(94)	(93)	(103)

Other Information for Q1 2022:

- PPA effects: (\$150M)
- Restructuring: \$1M
- Stock-based compensation: (\$89M)
- Other incidentals: (\$8M)
- Foreign exchange loss: (\$1M)
- Other financial expense: (\$1M)



Quarterly Cash Flow Overview (\$M)

(\$ in millions, unless otherwise stated)	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022
Net cash provided by (used for) operating activities	732	636	924	785	856
Net cash provided by (used for) investing activities	(181)	(189)	(248)	(316)	(329)
Net cash provided by (used for) financing activities	(979)	619	(1,280)	55	(674)
Effects of changes in exchange rates on cash position	(5)	2	(3)	3	-
Increase (decrease) in cash and cash equivalents	(433)	1,068	(607)	527	(147)
Cash and cash equivalents at beginning of the period	2,275	1,842	2,910	2,303	2,830
Cash and cash equivalents at end of period	1,842	2,910	2,303	2,830	2,683
Net cash provided by (used for) operating activities	732	636	924	785	856
Net capital expenditures on property, plant and equipment	(150)	(150)	(200)	(266)	(279)
Non-GAAP free cash flow	582	486	724	519	577
Trailing 12-month Non-GAAP free cash flow	2,307	2,453	2,718	2,311	2,306
Trailing 12-month Non-GAAP free cash flow as a percentage of Revenue	25%	25%	26%	21%	20%



Quarterly Adjusted EBITDA (\$M)

(\$ in millions, unless otherwise stated)	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022
Net income (loss)	364	406	526	610	666
Reconciling items to adjusted net income					
Financial (income) expense	87	100	93	123	105
(Benefit) provision for income taxes	40	65	95	72	114
Depreciation	132	135	139	145	142
Amortization	209	170	167	165	168
Adjusted net income	832	876	1,020	1,115	1,195
Reconciling items to adjusted EBITDA					
Results of equity-accounted investees	1	2	(3)	2	(12)
Restructuring	-	1	-	-	(1)
Stock-based compensation	91	93	81	88	89
Other incidental items	11	4	8	10	8
Adjusted EBITDA	935	976	1,106	1,215	1,279
Trailing 12-month Adjusted EBITDA	3,087	3,546	3,924	4,232	4,576



NXP Investment Thesis



Market leader with strong revenue growth



Proven financial model with resilient profitability



Reliable capital return policy of robust free cash flow

