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

**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): January 7, 2025**

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**NXP Semiconductors N.V.**

(Exact name of Registrant as specified in charter)

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**Netherlands**  
(State or other jurisdiction  
of incorporation)

**001-34841**  
(Commission  
file number)

**98-1144352**  
(IRS employer  
identification number)

**60 High Tech Campus  
Eindhoven  
Netherlands**  
(Address of principal executive offices)

**5656 AG**  
(Zip code)

**+31 402729999**  
(Registrant's telephone number, including area code)

**NA**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

|                                   |                   |   |
|-----------------------------------|-------------------|---|
| Title of each class               | Trading symbol(s) | Number of each exchange on which registered |
| Common shares, EUR 0.20 par value | NXPI              | The Nasdaq Global Select Market             |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933

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(§230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act ☐

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**Item 8.01 Other Events.**

On January 7, 2025, NXP Semiconductors N.V. (the "Company") announced that it has entered into a definitive agreement to acquire TTTech, a leader in innovating unique safety-critical systems and middleware for software-defined vehicles (SDVs) in an all-cash transaction valued at \$625 million.

A copy of the Company's press release announcing the transaction is attached as Exhibit 99.1 to this Current Report on Form 8-K, and is incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**(d) Exhibits

99.1 [Press release dated January 7, 2025 entitled: "NXP Accelerates the Transformation to Software-Defined Vehicles \(SDV\) with Agreement to Acquire TTTech Auto".](#)

104 Cover Page Interactive Data File (formatted as Inline XBRL).

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## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**NXP Semiconductors N.V.**

By: /s/ Timothy Shelhamer

Name: Timothy Shelhamer

Title: SVP and Chief Corporate Counsel

Date: January 7, 2025