



# GOVERNANCE

Integrating a governance structure and accountability for NXP and our supply chain keeps us accountable and focused on continuous improvement.








## NXP SOCIAL-RESPONSIBILITY GOVERNANCE STRUCTURE





# GOVERNANCE

## GOVERNANCE RESPONSIBILITIES

	<b>NOMINATING, GOVERNANCE, AND SUSTAINABILITY COMMITTEE</b>	Oversee NXP’s policies and report on topics related to Environment, Social, and Governance (ESG). The committee receives quarterly updates from representatives of the ESG Management Board and, in turn, reports on these efforts in plenary meetings of NXP’s Board of Directors.
	<b>ESG MANAGEMENT BOARD</b>	Lead the implementation of ESG strategy and policy and ensure appropriate resourcing. The ESG Management Board, comprised of Management Team members and other senior leaders, meets monthly to review our ESG performance against our strategy and goals.
	<b>SUSTAINABILITY OFFICE</b>	Set strategies, develop policies and goals while monitoring metrics, and, if needed, escalate issues to the ESG Management Board.
	<b>SOCIAL RESPONSIBILITY TEAM</b>	Oversee strategies, policies, and goals, and report on various metrics, including input from the Manufacturing Site Steering Committee and purchasing managers, and report monthly to the Sustainability Office.
		<div><div><b>NXP Operations</b> Set targets, conduct annual self-assessments and third-party audits, ensure timely closure of corrective action plans, monitor and control working hours and rest days, and conduct internal capacity building.</div><div><b>Supply Chain</b> Set targets, ensure supplier commitment to the Supplier Code of Conduct, conduct annual supplier risk assessments, supplier self-assessments, and audits, ensure timely closure of corrective action plans, and conduct supplier training.</div></div>
	<b>MANUFACTURING SITE STEERING COMMITTEE</b>	Implement, measure, and validate policies, drive continuous onsite improvement, and report progress to site management and the Social Responsibility Team.
	<b>PURCHASING</b>	Oversee the annual supplier risk assessment for social responsibility, meet monthly with the Social Responsibility Team to receive supplier performance data for input into quarterly supplier business reviews, and include the Material Sourcing Board when supplier escalations are needed.
	<b>LEGAL</b>	Review and provide legislative guidance, assist in the review of alleged violations of the Code, and review publicly reported documents such as the Supplier Code of Conduct, the NXP Auditable Standards on Social Responsibility, and the annual Modern Slavery Report.