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NXP B.V., & NXP
SEMICONDUCTORS USA, INC.

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

BROADCOM CORPORATION,

Plaintiff,

v.

NXP SEMICONDUCTORS N.V., NXP B.V., & NXP SEMICONDUCTORS USA, INC.,

Defendants.

NXP SEMICONDUCTORS N.V., NXP B.V., & NXP SEMICONDUCTORS USA, INC.,

Counter-plaintiffs,

v.

BROADCOM CORPORATION,

Counter-defendant.

Case No. SACV13-829-MRP-MAN

DECLARATION OF DR. JEAN A. W. SCHREURS IN SUPPORT OF DEFENDANTS NXP SEMICONDCUTORS N.V. AND NXP B.V.'S MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION

I, Dr. Jean. A.W. Schreurs, declare as follows:

1. I am Senior Vice President & Senior Corporate Counsel of NXP Semiconductors N.V. I am employed by NXP Semiconductors Netherlands B.V.

2. I submit this declaration in support of NXP Semiconductors N.V. and NXP B.V.'s Motion to Dismiss for Lack of Personal Jurisdiction, submitted concurrently herewith.

3. NXP Semiconductors N.V. and NXP B.V. are companies organized under the laws of the Netherlands.

4. NXP Semiconductors N.V. is a holding company, the only material assets and activity of which is the holding of direct ownership of 100% of the shares of NXP B.V. This is confirmed in public filings.

5. For example, attached as Exhibit 1 is a true and correct copy of NXP Semiconductors N.V.'s Final Prospectus Supplement (Form 424(b)(7)) (Sept. 16, 2013), which can be obtained from the Securities and Exchange Commission website: http://www.sec.gov/Archives/edgar/data/1413447/000119312513367916/d597778d424b7.htm. Page S-4 of the Final Prospectus Supplement states that "[w]e are a holding company whose only material assets are the direct ownership of 100% of the shares of NXP B.V., a Dutch private company with limited liability."

6. Appended to the Final Prospectus Supplement is a copy of a previous prospectus relating to NXP Semiconductors N.V., dated August 23, 2011. The August 23, 2011 prospectus is included in Exhibit 1 after page S-36 of the Final Prospectus Supplement. Page 3 of the August 23, 2011 prospectus states that "[w]e are a holding company whose only activity is the holding of our direct ownership of 100% of the shares of NXP B.V., a Dutch private company with limited liability."

7. NXP B.V. is a holding company for NXP operating companies around the world. This is illustrated in the figure on page S-7 of the Final Prospectus Supplement, which shows some of the operating companies held by NXP B.V. It is also confirmed on NXP's website. Attached as Exhibit 2 is a true and correct copy of the "FAQ" section on NXP website, which can be obtained from NXP website: http://investors.nxp.com/phoenix.zhtml?c=209114&p=irol-faq. The "FAQ" section explains that "NXP B.V. . . . acts as the holding company of the operational companies within the NXP group."

8. NXP Semiconductors N.V. and NXP B.V. have more than 50 subsidiaries, including joint ventures, that are operating companies around the world, one of which is NXP Semiconductors USA, Inc.

9. NXP Semiconductors N.V., while being sole director and sole shareholder of NXP B.V., has a board of directors (consisting of one executive director (President & CEO) and 10 non-executive directors) and an executive management team. They have no other employees. They have no facilities in the United States.

10. Neither NXP Semiconductors N.V. nor NXP B.V. conducts substantial business in the United States.

11. Neither NXP Semiconductors N.V. nor NXP B.V. designs, manufactures, sells, imports or distributes NXP-branded products. Such activities are solely performed by NXP operating companies.

12. Neither NXP Semiconductors N.V. nor NXP B.V. controls the day-to-day activities of NXP operating companies, including NXP Semiconductors USA, Inc.

13. When we describe the business of NXP in external documents, we represent ourselves collectively as NXP, which refers to all NXP companies, including the operating companies.

14. For example, page ii of the Final Prospectus Supplement states that "references to 'NXP,' the 'Company,' 'we,' 'us' and 'our' refer to NXP Semiconductors N.V. and its subsidiaries."

15. Attached as Exhibit 3 is a true and correct copy of NXP Factsheet (July 2013), which can be obtained from NXP website: http://www.nxp.com/wcm_documents/about/pdfs/factsheet.pdf. Consistent with the Final Prospectus Supplement, references to "NXP" in the Factsheet include all NXP operating companies.

16. NXP Semiconductors USA, Inc. is a corporation organized under the laws of Delaware. It has an independent board of directors and officers, and otherwise observes corporate formalities.

17. NXP Semiconductors USA, Inc. is the only NXP company that imports NXP-branded products into the United States or sells NXP-branded products in the United States.

18. Neither NXP Semiconductors N.V. nor NXP B.V. imports the products accused by Broadcom Corporation.

19. I declare under penalty of perjury of the laws of the United States and the State of California that the foregoing is true and correct.

DATED this 27th day of September, 2013 in Eindhoven, The Netherlands.

Dr. Jean. A.W. Schreurs