



#37948

DATE: DECEMBER 7, 2015

SUBJECT: FREESCALE SEMICONDUCTOR, LTD. - CONTRACT
ADJUSTMENT
OPTION SYMBOL: FSL
NEW SYMBOL: NXPI1
FUTURES SYMBOL: FSL1D
NEW SYMBOL: FSL2D
DATE: 12/8/15

Contract Adjustment

DATE: December 8, 2015

OPTION SYMBOL: FSL changes to NXPI1

STRIKE DIVISOR: 1

**CONTRACTS
MULTIPLIER:** 1

NEW MULTIPLIER: 100 (e.g., a premium of 1.50 yields \$150; a strike of 42.00 yields \$4,200.00)

**NEW DELIVERABLE
PER CONTRACT:** 1) 35 NXP Semiconductors N.V. (NXPI) Ordinary Shares
2) Cash in lieu of 0.21 fractional NXPI shares
3) \$625.00 Cash (\$6.25 x 100)

CUSIP: NXPI: N6596X109

PRICING

Until the cash in lieu amount is determined, the underlying price for NXPI1 will be determined as follows:

$$\text{NXPI1} = 0.3521 (\text{NXPI}) + 6.25$$

DELAYED SETTLEMENT

The NXPI component of the NXPI1 deliverable will settle through National Securities Clearing Corporation (NSCC). OCC will delay settlement of the cash portion of the NXPI1 deliverable until the cash in lieu of fractional NXPI shares is determined. Upon determination of the cash in lieu amount, OCC will require Put exercisers and Call assignees to deliver the appropriate cash amount.

Futures Contract Adjustment

DATE: December 8, 2015

FUTURES SYMBOL: FSL1D changes to FSL2D

NUMBER OF CONTRACTS: No Change

MULTIPLIER 100 (e.g., a premium of 1.50 yields \$150)

NEW DELIVERABLE PER CONTRACT:

- 1) 35 NXP Semiconductors N.V. (NXPI) Ordinary Shares
- 2) Cash in lieu of 0.21 fractional NXPI shares
- 3) \$625.00 Cash (\$6.25 x 100)

CUSIP: NXPI: N6596X109

PRICING

Until the cash in lieu amount is determined, the underlying price for the FSL2D Futures contract deliverable, expressed in term of current market value, would be calculated as follows:

$$\text{FSL2D} = 0.3521 (\text{NXPI}) + 6.25$$

Please note that the valuation would apply only to the FSL2D deliverable in terms of current market value of the deliverable securities. The resulting price would not be equivalent to the daily settlement price of a futures contract month, whose determination would include cost of money carrying charges, adjustment for dividends, and other factors.

DELAYED SETTLEMENT

The NXPI component of the FSL2D deliverable will settle through National Securities Clearing Corporation (NSCC). OCC will delay settlement of the cash portion of the FSL2D deliverable until the cash in lieu of fractional NXPI shares is determined. Upon determination of the cash in lieu amount, OCC will require delivery of the appropriate cash amount.

BACKGROUND

On July 2, 2015, Shareholders of Freescale Semiconductor, Ltd. (FSL) voted concerning the proposed merger with NXP Semiconductors N.V. (NXPI). The merger was approved and subsequently consummated on December 7, 2015. As a result, each existing FSL Common Share will be converted into the right to receive 0.3521 NXPI Ordinary Shares plus \$6.25 Cash. Cash will be paid in lieu of fractional NXPI shares.

DISCLAIMER

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by a panel of The OCC Securities Committee pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The adjustment panel is

comprised of representatives from OCC and each exchange which trades the affected option. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, call Investor Services at 1-888-678-4667 or email investorservices@theocc.com. Clearing Members may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email memberservices@theocc.com.