



Corporate Social Responsibility Report

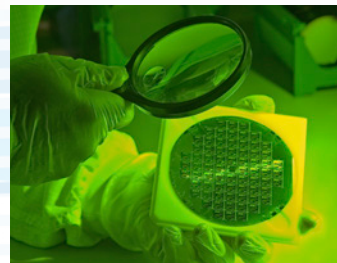
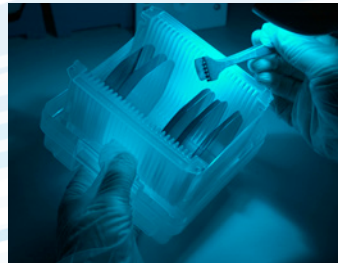
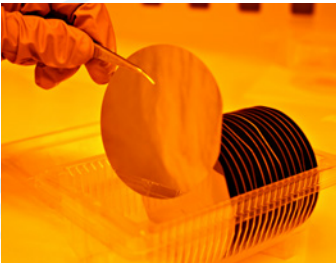


www.onsemi.com

ON Semiconductor - 2012

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A letter from President and CEO Keith Jackson

ON Semiconductor's commitment to corporate social responsibility is present in every aspect of our business. Respect, Integrity and Initiative are the core values upheld by the company – which is made up of approximately 19,000 employees living and conducting business worldwide.

From the energy efficient semiconductor devices we produce to our strict adherence to environmental, health and safety regulations, we are dedicated to making a positive impact on the planet. From the business ethics and transparency we uphold to the responsible workplace and employee practices we foster, we are committed to integrity in all that we do. From our engagement in the communities we call home to the streamlining of our global supply chain, we champion the value and necessity of being a responsible corporate citizen.

Sustainability is a driving force behind of ON Semiconductor's ongoing transformation into the premier global supplier of innovative, energy efficient electronics solutions. Conceiving and producing new technologies that improve how electronics consume electricity is at the core of our business. We are proud that our products significantly reduce the amount of power needed to run the electronics used every day by millions and millions of people across the globe. From automobiles and air conditioners to laptop computers and LED lights, and from smart phones and televisions to industrial automation equipment to washing machines, ON Semiconductor products are making a difference.

As a company, our commitments stretch well beyond our next earnings report and over any obstacle the global economy or Mother Nature may put in our way from year to year. Our quick and effective responses to the devastating earthquake and tsunami in Japan and the flooding in Thailand in 2011 bear witness to our unwavering commitment to our employees, our customers and the communities in which we operate.

Our community involvement efforts and financial donations are tailored to address needs within our local communities, including support of educational programs, food banks, disaster relief and targeted corporate sponsorships. We partner with customers, for example, to provide hearing aids in India and Canada. We sponsor engineering and robotics learning programs for students in many regions and donate to targeted educational programs such as the Hope School near our facility in China, and Friendly House in Arizona near our corporate headquarters. We're also involved in preservation programs. Miss ON Semi, for example, is an endangered panda bear we sponsor as part of a project in China to preserve the panda population.

Of late, ON Semiconductor has also made some significant improvements and investments toward building a better and a greener world, including:

- Each of our factories is engaged in multiple sustainability projects aimed at conserving water, electricity and fuel.
- Last year more than 1,600 metric tons of scrap materials and 1,400 pounds of metals from our worldwide manufacturing facilities are processed, sorted, and sold for reuse.
- We completed the construction of our Roznov Design Center with many green architectural and operations features.
- We require more than 200 of our suppliers to make a biennial recommitment to our CSR standards that reflect the Electronic Industry Citizenship Coalition's Code of Conduct.
- During 2012, we rolled out an updated Code of Business Conduct policy that every employee was trained on and signed.

It is my hope that this Corporate Social Responsibility (CSR) Report demonstrates to our customers and shareholders that ON Semiconductor and its employees are committed to doing business with the utmost honesty and integrity.

Sincerely,

A handwritten signature in black ink, appearing to read 'K. Jackson'.

Keith Jackson
President and CEO

VISION



To positively impact the **LIVES** of every person on the **planet**, we will create the innovative, **energy saving**, silicon-based **technology** necessary to ensure that tomorrow's **electronics** operate with remarkably improved **efficiency**



CORE VALUES

Respect



Integrity



Initiative



We are a performance-based company committed to profitable growth, world-class operating results, benchmark quality and delivering superior customer and shareholder value.



ON Semiconductor®

THE COMPANY

Driving innovation in energy efficient electronics

ON Semiconductor has established itself as a market leader in high efficiency power solutions for desktop and notebook computing, communications, industrial, automotive and power supply (adapter) applications. The company's ENERGY STAR® compliant GreenPoint® reference designs reduce new product development costs and speed time to market for its customers. The expertise acquired, while building a leadership position in these applications, has enabled ON Semiconductor to deliver energy efficient silicon solutions for emerging applications in LED lighting and the developing energy "smart grid", which presents exciting new growth opportunities for the company.

Providing a comprehensive portfolio of energy efficient solutions

ON Semiconductor's products help manage power, extend battery life, protect sensitive circuits from harmful electromagnetic and electrostatic discharge, and assist in converting and regulating power within products used at home, at work and in everyday life. The company's product portfolio - of more than 42,000 products offered in more than 300 different packages - ranges from custom Application Specific Integrated Circuits (ASICs) to standard components, offering customers a full suite of technologies, capabilities and solutions. The company possesses an IP portfolio of >800 patents in energy saving product design techniques

Empowering design engineers to reduce global energy use

ON Semiconductor's cutting-edge micro packaging technology and innovative solutions enable customers to meet the ever-growing demand for increased functionality and smaller form factor. The company's GreenPoint® reference designs for power supplies, battery chargers and adapters enable customers to easily and effectively implement proven, energy-efficient, cutting-edge power solutions into their products.

Helping Customers Solve their Unique Design Challenges

ON Semiconductor works closely and collaboratively with its customers to solve their unique design challenges - using innovative technologies, robust designs and high-value energy efficient products and solutions.

The company operates a global network of Solutions Engineering Centers (SECs), on-site customer design facilities, and applications focused test and design labs all supported by global teams of field applications engineers working to meet the dynamic needs of an expanding customer base. These support functions are in place to help customers get their plans off the design bench and into production faster and more efficiently.

Through close work with associations, industry standards organizations and government entities supporting standards such as ENERGY STAR®, the China National Institute of Standardization, The China CESI and the European EuP Directive, ON Semiconductor continues to prove its commitment to delivering leading edge energy efficient solutions to a variety of markets.

We remain committed to providing our customers with innovative, high quality products that are environmentally sound, and conducting our operations in an environmentally, socially and ethically responsible manner.



2011 End-Market Split*

21%



AUTOMOTIVE

- Driver Information and Telematics
- Lighting, Safety and Chassis
- Power Train and Body
- Audio and Infotainment

17%



INDUSTRIAL, MILITARY and AEROSPACE

- Cockpit Displays
- Guidance Systems
- Automation Controls
- ATE and Instrumentation

19%



COMPUTING

- Tablets/Notebooks/Desktop PCs
- Servers/Workstations
- Gaming Boxes, Graphics
- Communications Infrastructure

14%



COMMUNICATIONS**

- Smartphones/Cell Phones
- Optical Networking
- Switches and Routers
- Wireless Base Stations

26%



CONSUMER

- LCD/LED/CRT Displays
- DVD Players
- MP3 Players
- Set-Top Boxes

3%



MEDICAL

- Medical Imaging
- Implantable Devices
- Audiology
- Diagnostics

*The estimated percentage of our revenues generated from each end-user market during 2011. **Includes Wireless and Networking markets.

Global Operations and World-Class Logistics

- Operating a responsive, reliable world-class supply chain and quality program
- Maintaining global environmental sustainability and social responsibility programs



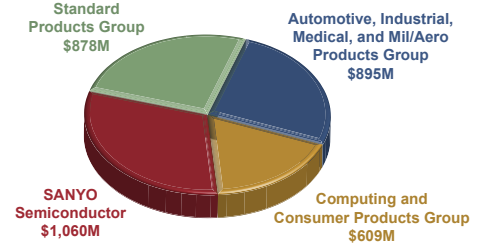
ON Semiconductor operates manufacturing facilities in worldwide locations and shipped more than 42 billion products to its customers via its industry-leading supply chain and logistics program during 2011. Committed to operational excellence, the company delivers products to its worldwide customers where and when they are needed. ON Semiconductor employees around the world are collaborating with customers, distribution partners, and vendors to develop not only more efficient silicon solutions, but more efficient ways of doing business.

Demonstrated Financial Strength

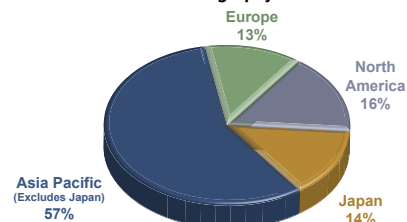
ON Semiconductor demonstrates financial strength and efficiency through strong cash flow, a stable revenue stream and balanced geographic and end-market exposure. Our ongoing financial transformation, and effective use of resources, will continue to provide us with opportunities for growth moving forward.

2011 Total Revenue of \$3.442B

Business Groups



Geography



Worldwide Locations and Development Centers





OUR CSR STRAGTEGY

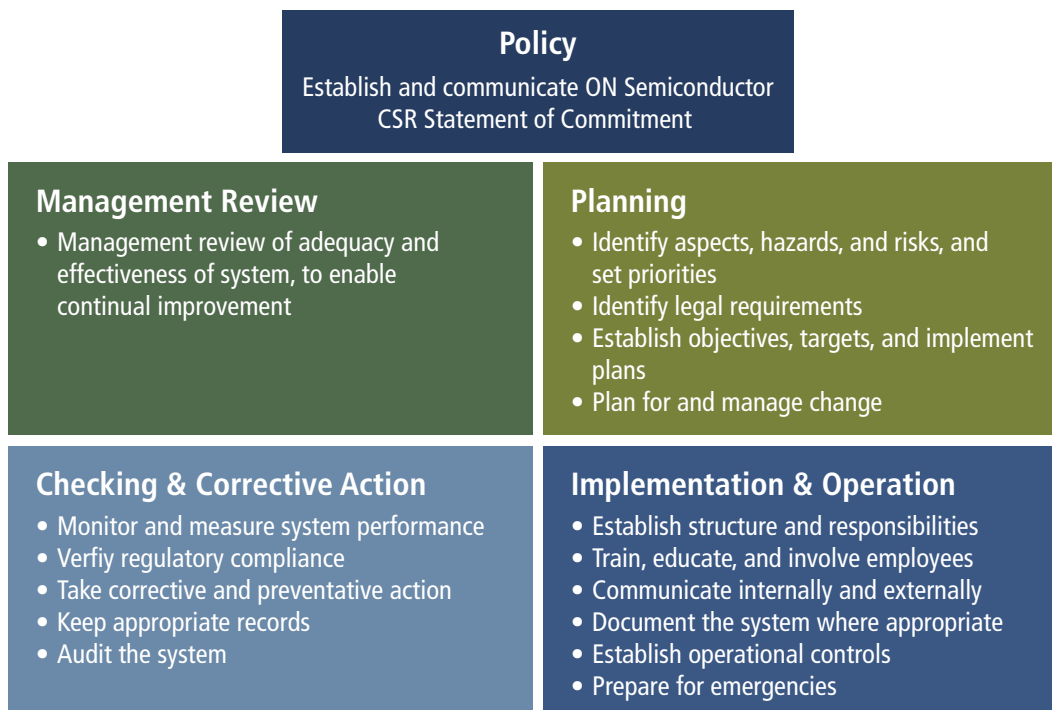
Our CSR Commitment and Management System

As a global supplier to customers worldwide, ON Semiconductor operates across a diverse range of cultures and international markets. We are committed to providing our customers with inventive, high quality products that are environmentally sound, conducting our operations in an environmentally, socially and ethically responsible manner and complying with all applicable laws and regulations of those countries worldwide where we do business. This commitment is deeply ingrained in our Core Values, certain policies and our Code of Business Conduct.

ON Semiconductor belongs to a number of organizations and initiatives focused on technological advances in sustainable

energy, power conservation and corporate responsibility. One of these is the Electronic Industry Citizenship Coalition (EICC). As a full member of the EICC, we embrace the EICC Code of Conduct (www.eicc.info) and have incorporated these tenants into our facility and supplier programs. Additionally, we work collaboratively with our suppliers to encourage their compliance with the EICC's conflict-free mineral policy and other supply chain initiatives.

ON Semiconductor is proud of our commitment to operate in a socially responsible manner towards our employees, suppliers, customers and the communities in which we do business worldwide.





Management Accountability

- Steering committees are comprised of Quality, Legal, Human Resources, and Environmental, Health and Safety (EHS) representatives.
- Site general managers and site EICC Champions are responsible for implementation of ON Semiconductor's CSR Management System.
- Those accountable are responsible for the following:
 - Legal Requirements: Identifying, monitoring and understanding applicable laws, regulations and customer requirements.
 - Policy Requirements: Administering risk assessments yearly through company departments.
 - Improvement Objectives: Performance objectives, targets and implementation plans to improve social and environmental performance, including periodic assessments of performance through SAQ's, Audits, KPI's, benchmarking, and continuous improvement.
 - Training on Code of Business Conduct, EICC Labor and Ethics and EHS Standards.
 - Communication: Communicating clear and accurate information through the appropriate internal or external channels.
 - Audits and Corrective Action: Any deficiencies in the management system and appropriate actions will be logged in our audit corrective action system.



OUR SUPPLIERS

Actively Engaging Our Global Supply Chain

As a full member of the EICC, we subscribe to the EICC Code of Conduct and are committed to upholding the EICC Code standards regarding environmental laws, regulations and social responsibility requirements that are applicable to our activities and our customer’s product. In 2012, we updated the EICC self assessment questionnaire for all of our major global facilities and the results are released to our customers as deemed appropriate.

As a sign of our commitment to corporate social responsibility, we are dedicated to adhering to the increasing number of laws and regulations such as RoHS (Restriction of Hazardous Substances) and REACH (Registration, Evaluation and Authorization of Chemicals). We continuously work with our suppliers to certify that our products are free from any restricted materials and to ensure that all metals utilized in our products are sourced from conflict-free mines, particularly excluding mines in the Democratic Republic of Congo.



We realized that our environmental and corporate social responsibility management systems will not be effective if we do not engage the entire supply chain. Therefore, every two years we require more than 200 of our key suppliers to sign a Statement of Conformance to our CSR tenants and our Code of Conduct that reflect the EICC’s Code.

We integrate the EICC-GeSI Supplier Engagement Model in our business operations and supply chain. The model is supported by practical tools and processes that can be used to communicate the social and environmental standards in the EICC Code, monitor performance and drive changes.

Phase 1: Introduction	Phase 2: Assessment	Phase 3: Validation	Phase 4: Continuous Improvement
Initial assessment (RA1) and code requirements	Self assessment Questionnaire (SAQ) – upfront improvement	Validate Audit Process (VAP) or Internal Audit – Performance Improvement	Sustained ownership and commitment for improvement performance
Communicate company’s CSR requirements to ON Semiconductor factory sites and key suppliers Perform RA1	Evaluate ON Semiconductor factory sites and key supplier’s current performance to identify risk	Conduct ON Semiconductor factory sites/key suppliers audits and develop corrective action plans	Support ON Semiconductor factory sites/key suppliers in developing their capability plans

Looking Forward: Continuous improvement is crucial for an effective supply chain.

Going forward, goals include:

- Conformance to the latest EICC Code of Conduct
- Continued participation in the EICC’s Validated Audit Program
- Continued active participation in EICC Work Groups
- Completion of Self Assessment Questionnaires by our key suppliers

GOVERNANCE, ETHICS AWARENESS, AND COMPLIANCE

At ON Semiconductor, we believe we have an obligation to maintain high ethical business standards with our employees and customers. Our standards include our core values of Respect, Integrity and Initiative. The actions of every employee should reflect an individual and collective effort to create an ethical work environment for our co-workers and customers.

“Ethics, compliance with the law, and how we interact with customers and our fellow employees is an important part of the foundation of ON Semiconductor.”

Keith Jackson, President and CEO



Corporate Governance

All business conducted at ON Semiconductor by employees, managers and officers falls under the direction of the Chief Executive Officer and the oversight of the Board of Directors. The Board has at least four scheduled meetings annually in which the Board and its various committees review and discusses reports by management and the performance of the company. The company's corporate governance principles set forth certain requirements under which the Board and company operates.

Monitoring and Oversight

The Chief Compliance and Ethics Officer, in conjunction with the corporate Compliance and Ethics Committee, the compliance and ethics liaisons positioned globally and the Internal Audit Department all ensure the effectiveness of our compliance program.

We are committed to taking reasonable steps to respond appropriately to any violations and take remedial actions to prevent further violations.

Fundamental Objectives of the Corporate Compliance and Ethics Program

The Audit Committee of the Board oversees and reviews the company's Corporate Compliance and Ethics Program.

The Corporate Compliance and Ethics Program at ON Semiconductor is designed to assist the company in preventing, detecting and responding to illegal or unethical conduct and to promote an organizational culture at ON Semiconductor that encourages ethical conduct and a commitment to compliance with the law.

The Compliance and Ethics Program is also designed to serve as a procedural framework for enhancing and monitoring our compliance with the Code of Business Conduct, the policies referenced in the Code, and all other rules or regulations governing the company and its worldwide operations.

Additionally, the Compliance and Ethics Program is structured to comply with, among other things, the requirements of the Sarbanes- Oxley Act of 2002, the Dodd- Frank Wall Street Reform and Consumer Protection Act of 2010 and the Listing Rules of Nasdaq Stock Market, Inc.



Code of Business Conduct

The Code of Business Conduct is a critical part of the company's overall Compliance and Ethics program. Every two years, ON Semiconductor requires all members of the Board of Directors and employees to read, understand and comply with the updated Code, complete training and sign the related acknowledgements.

The Code embodies ethical guidelines for all employees to apply to day-to-day business dealings and personal activities that relate to the company. It is available for employees to view in 11 different languages, which represent locations where we do business.

The Code of Business Conduct can be viewed online on the ON Semiconductor website at www.onsemi.com.



Ethics Awareness and Training

Cultural Diagnostics Survey

In 2011, a Cultural Diagnostic Survey was administered to employees. The survey addressed the following: observations and reporting of misconduct, ethical culture and climate, work environment, fairness and accountability, awareness of the Code of Conduct, and demographics.

From this survey, our company was able to evaluate the current state of our culture while assessing strategic ways to improve risk management and reduce the potential for misconduct. Hearing from employees first hand allows our company to identify specific obstacles and prioritize actions.

Code of Business Conduct Training

All employees are required to complete the biennial Code of Business Conduct Training. The training course takes employees through the various aspects of the ON Semiconductor Code of Business Conduct while testing comprehension of various aspects of the many legal and ethical obligations facing ON Semiconductor employees.

The most recent training took place in February 2012. The company achieved 100 percent completion for over 19,000 employees worldwide.

Ethics Road Show and Ethics Café

Beginning in January 2012, our Chief Compliance and Ethics Officer, along with compliance and ethics liaisons, departed for a four month long Ethics Road Show. They traveled to Japan, Philippines, Malaysia, Taiwan, Hong Kong, Vietnam, Belgium, France, Czech Republic and multiple cities within the U.S. The informational sessions included Compliance and Ethics Program details, Cultural Diagnostic Survey Results, and anti-corruption information. The sessions gave employees the chance to learn and hear directly from the company's Chief Compliance and Ethics Officer while promoting a transparent and open corporate culture. The Road Show wrapped up in May with the "Ethics Café" at ON Semiconductor's headquarters in Phoenix.

Looking Forward: Improving ethics awareness.

To continually improve ethics awareness among our employees, we are planning interim training opportunities for employees in risk priority areas such as anti-corruption.

Moreover, we will continue to research, benchmark and apply best practices to the program.



Our commitment places ON Semiconductor among a group of organizations that set high standards for ethical conduct and strict adherence to all applicable laws and regulations. This ethical behavior allows us to maintain the trust of our customers, suppliers, partners, regulators and other employees, while also sustaining our fundamental value commitment to our shareholders.

Ethics Hotline

At ON Semiconductor, the Ethics Hotline is available for employees by phone toll-free, 24 hours a day, seven days a week. Translators are available in all languages ON Semiconductor employees and directors speak. Alternatively, questions and reports may be made to the Ethics Hotline online. Except as restricted by law, employees may make reports to the Ethics Hotline anonymously. Our company makes it clear to employees that it will not retaliate against anyone who raises a concern in good faith.

U.S., Bermuda, or Puerto Rico

1-800-243-0186

All Other Locations

AT&T country access code* + 800-243-0186 if you are dialing from an analog telephone

AT&T country access code + ## 800-243-0186 if you are dialing from a digital telephone

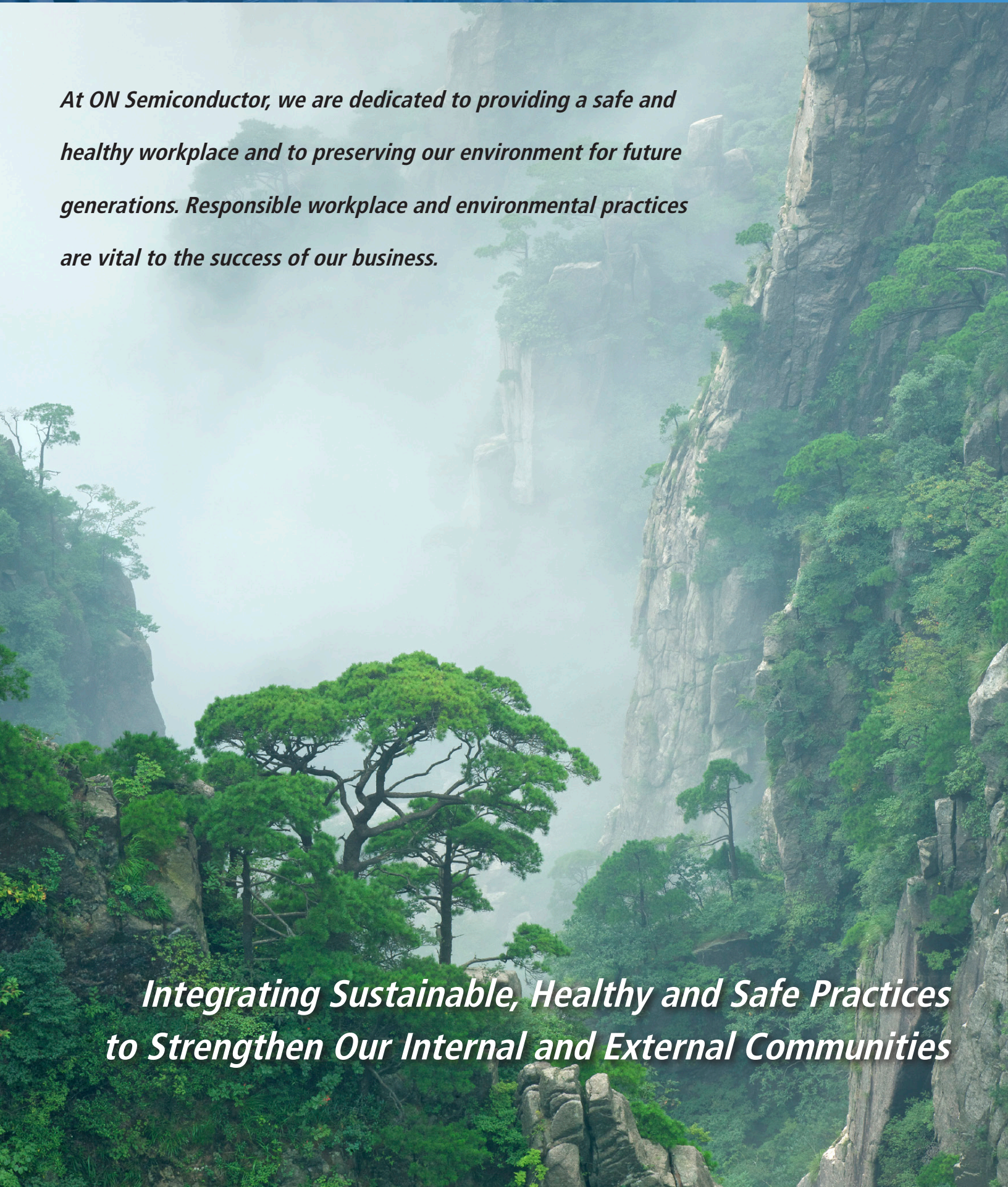
Online

<https://onsemi.alertline.com/gcs/welcome>



Energy Efficient Innovations

At ON Semiconductor, we are dedicated to providing a safe and healthy workplace and to preserving our environment for future generations. Responsible workplace and environmental practices are vital to the success of our business.



Integrating Sustainable, Healthy and Safe Practices to Strengthen Our Internal and External Communities



ENVIRONMENTAL STEWARDSHIP

Environmental Sustainability

At ON Semiconductor we are committed to supporting a Greener World by reducing our carbon footprint, actively conserving resources, and effectively partnering with like-minded customers and industry organizations. With an in-house team dedicated to sustainability excellence, ON Semiconductor has achieved marked successes within our many conservation programs.



Conservation

Each of ON Semiconductor’s factories is engaged in multiple sustainability projects aimed at conserving water, electricity and fuel. Our worldwide manufacturing operations have well-established recycling and waste minimization programs in place. Ongoing sustainability programs include:

- Reusing rinse water in our fabs
- Reducing water flow during equipment idle periods
- Reducing electricity use
- Reducing chemical use via process optimization
- Recovering heat from boilers
- Balancing our air streams

Reclaim and Recycle

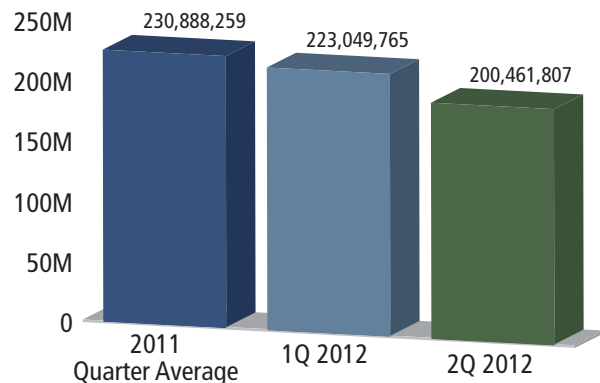
During 2011, more than 1,600 metric tons of scrap materials and 1,400 pounds of precious metals from the company’s worldwide manufacturing facilities were processed, sorted, and sold for reuse. The reclamation of these materials recouped more than \$36 million in 2011 alone.

Electricity Conservation (kilowatts per hour – kWh)

ON Semiconductor’s conservation and consolidation projects reduced electrical power consumption by 13 percent in the second quarter of 2012 compared to the average quarter consumption in 2011.

At this time the Phoenix facility has partnered with the local electric provider to take advantage of their electrical rebate program. A number of lighting retrofit projects are currently in various stages. There is an estimated return on investment payback of nine months or less, with an annual cost savings of \$12,000 USD equaling 17,000 kWh saved per year.

Electricity Conservation (kWh)



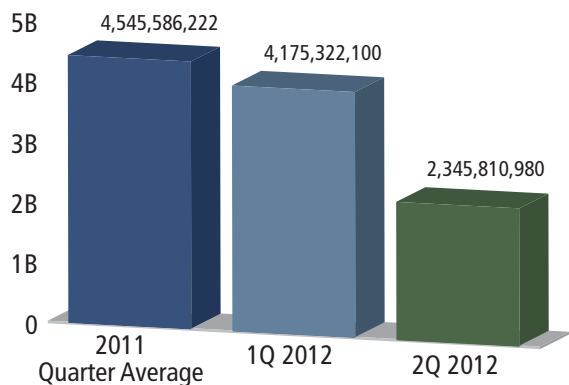
Conservation Spotlight

Currently, the Phoenix Facilities group is working on a number of “Electrical Power Cost Saving Initiatives” including lighting retrofits, equipment motor and pump replacements, as well as right sizing facility support equipment.

Water Reduction (liters)

ON Semiconductor's conservation and consolidation projects reduced water consumption by 48 percent in the second quarter of 2012 compared to the average quarter consumption in 2011.

Water Conservation (Liters)



Network Optimization

The company's logistics team, responsible for shipment and delivery of the 42 billion products we annually manufacture and ship, has reduced the in-transit mileage logged by our parts by more than 50 million miles per year, thus reducing the company's carbon footprint. The company's right-size packaging program has significantly reduced the amount of corrugated carton materials and polyethylene-base materials being used, a reduction of more than 23 tons annually.

Standards

The vast majority of ON Semiconductor's product portfolio – consisting of more than 42,000 different devices – have been converted to meet industry RoHS standards. Many products are now available in lead-free (Pb-free) packaging. DFN/QFN package families are available in Halogen-free mold compounds and we are qualifying and converting other packages.

Employee Trip Reduction Plan

Our company is concerned about the environment and recognizes that commuting can be costly, so we reward employees who take advantage of various commuting options. This includes vanpooling, carpooling, bus/ rail travel and bicycle use. Incentives at various sites may include:

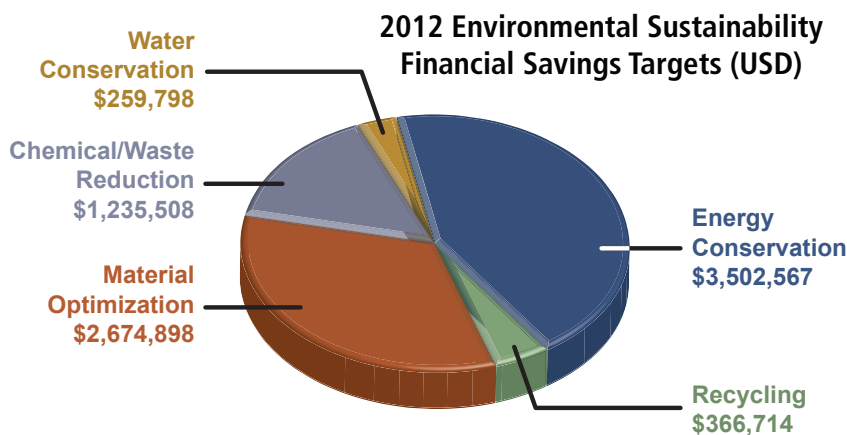
Vanpooling: Our company gives each employee a monthly subsidy for participation in a vanpool and in some locations vans can take advantage of covered parking.

Carpooling: In some locations carpoolers get preferred parking.

Bus/Rail: The Company gives each employee a monthly subsidy for bus or rail fare to and from work.

Bicycling: In some locations, locked bicycle storage areas and on-site showers for those employees who ride their bikes to and from work are provided.

Many of our global sites offer various types of employee trip reduction plans. Monthly subsidies are established by site budget and may vary from location to location depending on local regulatory trip reduction requirements.





Conservation Spotlight



In 2011, the company's factory in Leshan, China, improved reverse osmosis (RO) plant efficiency by introducing new antiscalant and membranes. These new systems have proven the ability to save water and reduce chemical waste. The Leshan factory also recycled 811 million liters of water in 2011, the highest level achieved among all our factories. Leshan's water consumption per unit is also the lowest for all back-end factory locations.

Partnerships

ON Semiconductor belongs to a number of organizations and initiatives focused on technological advances in sustainable energy, power conservation and corporate responsibility. These include but are not limited to memberships in:

- Electronic Industry Citizenship Coalition (EICC)
- Semiconductor Research Corporation's (SRC) global Energy Research Initiative (ERI)
- Europe's Energy for a Green Society ENIAC JU project
- Power Sources Manufacturers Association (PSMA)
- China Power Supply Society

Green Partner Certifications

ON Semiconductor strives to meet and exceed all customer expectations. We have received certifications from customers for achieving their strict environmental requirements, product stewardship and for implementation of an environmental management system. A list of these certifications can be found on our website.

RoHs Policy

ON Semiconductor has converted the majority of its products for the customers who must meet the requirements of the European Union Directive on the Restrictions on use of certain Hazardous Substances (RoHS). We also meet the requirements of China's Management Measures on Electronic information Product Pollution Control (China-RoHS) regulation. We will continue to support customers with Pb product providing business remains profitable and sensible.

REACH Policy

ON Semiconductor supports the aim of REACH (which is the European Community's policy for Registration, Evaluation, Authorisation and Restriction of Chemical substances) in improving the protection of human health and the environment through the better and earlier identification of the intrinsic properties of chemical substances. ON Semiconductor meets all REACH requirements and is committed to providing our customers and suppliers with detailed information about material composition and substances in our products according to REACH requirements.

Looking Forward: Managing global opportunities to reduce EHS risks

- Assurance of up-to-date regulatory requirements and material compliance
- 2015 EHS Conservation Objectives
 - Reduce Energy, Water and Carbon Emissions 20 percent each through 2015 (consumption baseline is 2008)
 - SANYO division aims to reduce each area by 10 percent through 2015 (consumption baseline is 2011)

HEALTH & SAFETY

ON Semiconductor's global safety standards provide requirements that are applicable to all manufacturing facilities globally. This global management system allows us to continuously maintain and improve health and safety areas. All facilities develop objectives and targets relating to the following areas: minimizing chemical exposure, reducing the potential for accidents, assisting employees in developing healthy lifestyles, and improving training and communications, among other appropriate areas. Procedures regarding the following areas are standardized throughout the company, and facility information is shared with all sites to promote a transparent and reliable culture that further mitigates risk:

- Emergency Preparedness and Response: Chemical spills, injury, emergency egress and fire response
- Pollution Prevention: Air emission controls and inventory, surface water, groundwater protection, and site layouts
- Hazardous Materials: Shipping, receiving and transporting, accumulation and storage, hazardous waste treatment, and decommissioning of contaminated chemicals
- Industrial Hygiene and Health Resources: Heavy metals, ergonomics, hearing conservation, ionizing radiation, laser and radio management, and medical restrictions
- Safety: Equipment and electrical safety, evacuation program, fire protection, vehicle safety, office and space safety, personal protective equipment program, drinking water protection, toxic and flammable gases, and process safety management

We continually strive to educate our employees on how to conduct their work in a healthy, safe, and environmentally friendly manner.

Environmental, Health and Safety (EHS) Management System

Our EHS Management System ensures that environmental, health and safety issues are identified, corrected and communicated to management. We are committed to maintaining and continuously improving our established EHS System.

Procedures for our EHS Management system conform to the following:

Environmental Management

- ISO 14001 Certification: Continued compliance with and certification to ISO 14001 (Environmental Management Systems) provides ON Semiconductor with a competitive advantage as it uses its flexible manufacturing network to meet the needs of customers around the world. External environmental aspects such as communication and auditing are emphasized under ISO 14001. Conformance is audited by a third party.

Health and Safety Management

- Health and Safety management procedures at ON Semiconductor conform to OHSAS 18001 (Occupational Health and Safety Management System) specifications. This focuses on providing a safe and healthy internal workplace at our facilities and for employees. ON Semiconductor maintains self-declaration of conformance by corporate EHS audits and quarterly reviews.



LABOR

ON Semiconductor promotes a mutually rewarding partnership that creates a customer-oriented organization, encourages innovation and teamwork, and rewards achievement.

Employees around the world are collaborating to develop new technologies, energy efficient solutions and more efficient ways to do business.

"The employees of ON Semiconductor form a global team that is constantly collaborating on power efficient solutions, community outreach programs and touching the lives of people around the world."

Keith Jackson, President and CEO

Growing a Diversified Global Workforce

Commitment to Diversity

Around the world, ON Semiconductor's employees reflect the diverse richness of many cultures. As a company we celebrate differences and promote an inclusive environment by valuing the contributions of all employees. Our knowledge of diversity goes beyond race, ethnicity and gender. Diversity is about understanding and embracing the unique differences, talents and perspectives of employees, customers and suppliers. We look to promote an inclusive environment and support the diversity of thinking that results from the differences in experiences, knowledge, culture, customs and background of all employees. Diversity of thinking will help us continue to encourage the creativity and innovation necessary for ON Semiconductor to maintain a competitive advantage in the global marketplace.

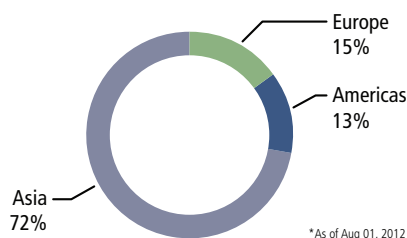
Our Employees

ON Semiconductor employs approximately 18,600 employees, with about 725 working at our headquarters in Phoenix, Arizona.

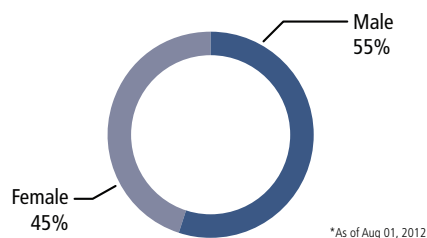
Employee Value Proposition

ON Semiconductor's employee value proposition (EVP) describes the value each employee receives from the company.

Global Employment by Region



Global Employment by Gender



ON Semiconductor Employee Value Proposition

Global Reach, Winning through Operational Excellence



As a global corporation, we are a recognized leader in operational excellence. We deliver superior customer service and provide innovative solutions. We get things done.

Challenging Opportunities



We have a broad technology portfolio which we use to create high performance products and apply them in today's power management solutions. We offer growth and development for those who have the passion to seek challenges and create opportunities for success in these areas.

Performance-based Mindset



Our employees are rewarded based on performance and impact. Through our Total Rewards Program, you can be recognized for excellence.

Great People, Great Place



We value Respect, Integrity and Initiative in the spirit of collaboration and teamwork. Working here, you have a voice and your ideas are heard. Genuine People, Enjoyable Workplace.





Activities

Our learning and development program aims to ensure that all employees have the skills necessary to complete their work safely, ethically and efficiently, while also ensuring that our critical talent pipelines can meet our future needs.

All new employees go through the New Employee Orientation to familiarize them with all aspects of the company, including operations, strategies and expectations. This training also includes environmental health and safety awareness as well as our expectations for ethical conduct.

Our ON Semiconductor leadership fundamentals program is targeted at our senior and high potential mid-level managers and leaders. This program is designed to take our ON Semiconductor managers and leaders from being just good to great. The program, taught by our executives, lays out expectations and imparts key capabilities in self-awareness, communication, talent management and our specific business strategies.

Our Emerging Leaders Program identifies candidates who have demonstrated both top performance and the ability to successfully take on expanded responsibilities. These select candidates are given access to coaching resources and monthly webinars to encourage further growth.

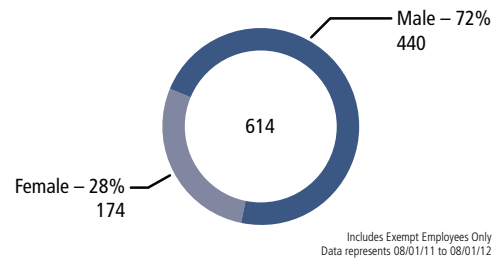
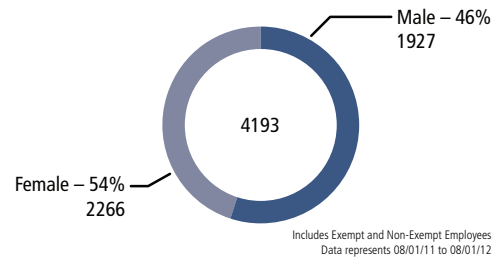
Our Performance Management System is a global tool that supports our pay-for-performance philosophy. It enables the performance appraisal process to be tracked and completed online, making the process more transparent and environmentally friendly.

Recruitment and Talent Acquisition

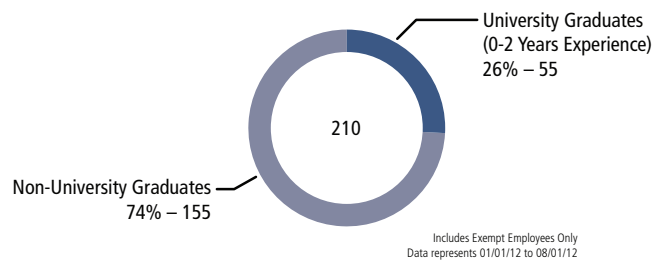
ON Semiconductor proactively seeks new candidates to add to our innovative and customer-oriented organization. We continually look for talented candidates who desire challenging, empowering and engaging careers.

To further diversify our workforce, we proactively seek university graduates (with zero to two years of experience) who will bring a breadth of knowledge and a unique perspective to the company.

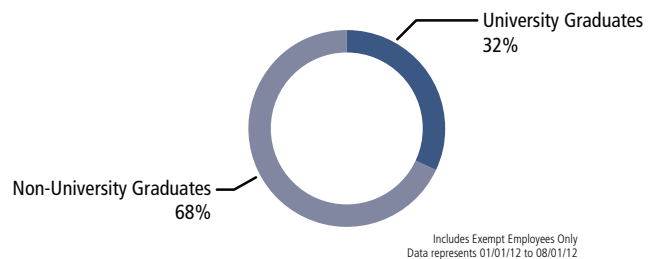
New Hires Globally



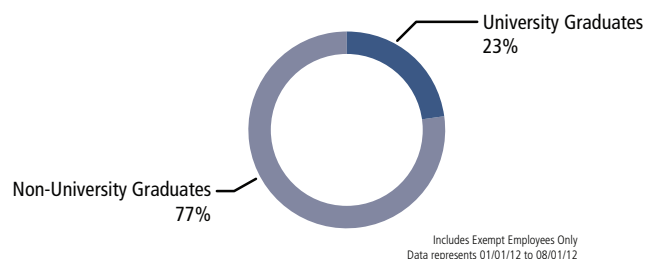
University Graduate Hires Globally



U.S. University Graduate Hires



Non-U.S. University Graduate Hires



Internal Transfers and Promotions

In addition to our external recruiting efforts, ON Semiconductor looks within the company for new ways that current talent can contribute to our operations. We support transfers and promotions so employees can gain further experience while taking on a new role or responsibility locally or globally. Almost 400 employees were promoted between 2011 and 2012, and more than 250 employees transferred to new positions or new departments within the company.

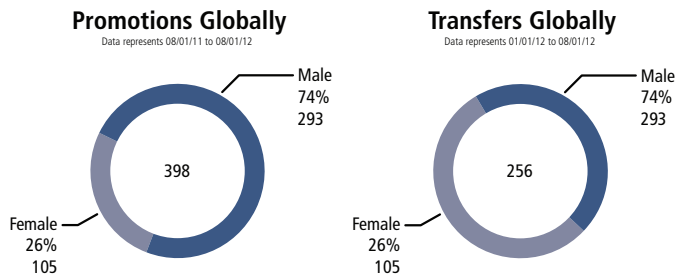
Rewards and Recognition

In order to recognize individuals and groups who make clear differences to our company and stakeholders, we offer our employees a variety of performance recognition programs including individual awards, department awards, site awards, referral bonuses, equity awards, and the Employee of the Year Award.

Employee Engagement

Every two years, an Employee Engagement survey is administered to employees. This confidential survey assesses the level of our employees' commitment to their work, their team, their manager and the organization. The higher the employee commitment, the more likely the employee will work harder and stay with the company longer.

The survey measures are expressed in terms of Rational Commitment, Emotional Commitment, Intent to Stay and Discretionary Effort. The measures are summarized in ways that



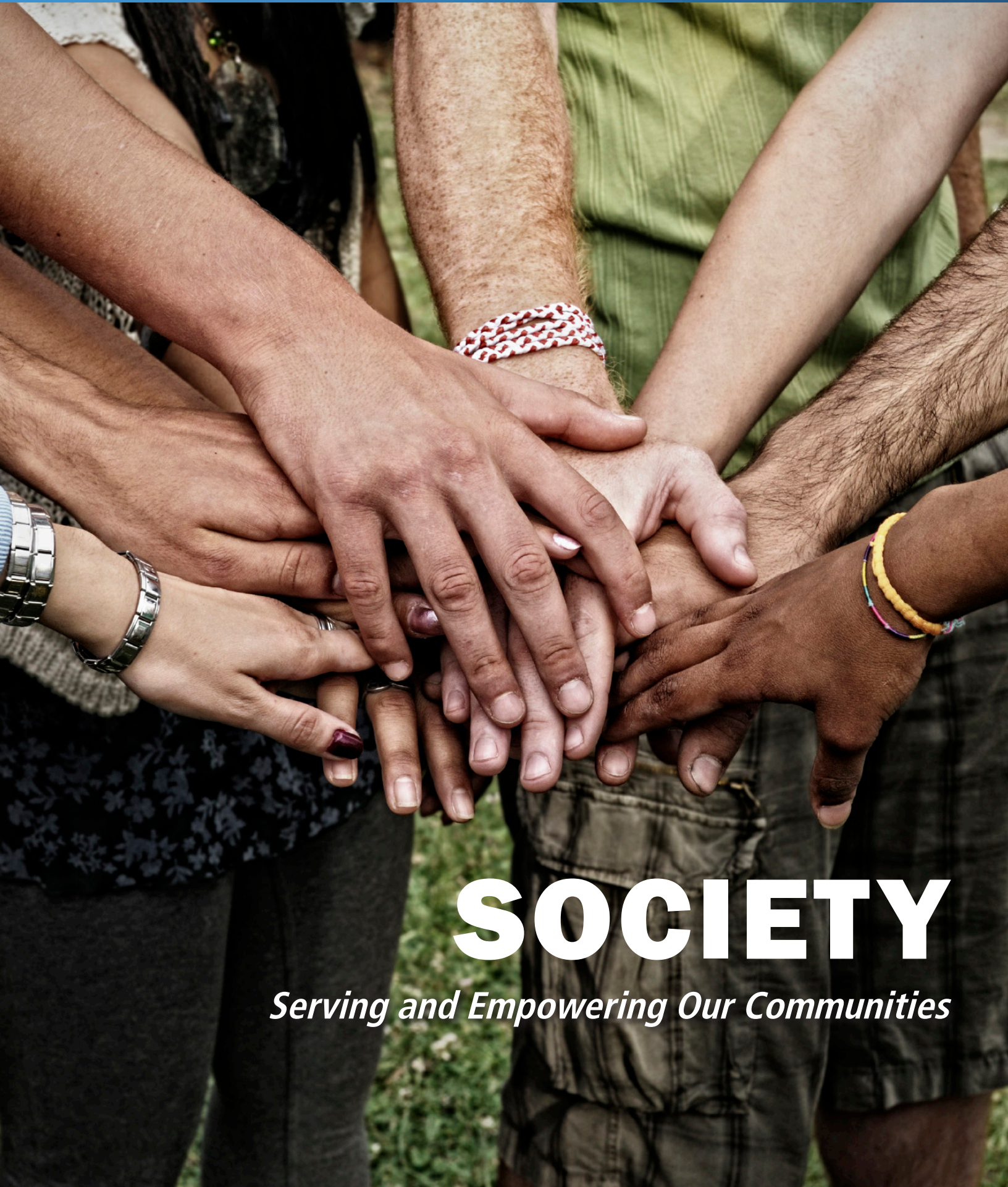
allow us to compare our company versus external benchmarks as well as our previous survey results. With the aid of resources provided by the supplier of our survey, we interpret the results, and identify areas for improvement and actions to be taken.

Outcomes from the survey are communicated company-wide. On the corporate level, primary communication and initial next steps are identified and data is provided to group and regional managers. Training, executive webcasts, and training sessions are subsequently set up for employees. Additionally, on the regional and group level, management reviews and disseminates results relevant to their area. Action plans are drawn up and results are communicated to their employees. Specific improvements and engagement drivers are then determined by management and their teams.

As a consequence of our late 2010 engagement survey and analysis, we took steps to increase the quality and frequency of our internal communications. The focus of these actions was to improve the employees' "line of sight" between their work and company initiatives.

Looking Forward: Employee contributions to company objectives

Going forward, ON Semiconductor will continue to help our employees understand better how their work contributes to the company achieving its objectives. Through measurement, analysis and action we will continue striving to increase our employees' engagement and our company's performance.



SOCIETY

Serving and Empowering Our Communities

At ON Semiconductor, the Employee Activity Committee (EAC), with members based at various company sites, promote projects and services for a wide variety of community outreach and assistance efforts. Over the years, our company has taken an active role in advancing K-12 math and science education by providing financial support and thousands of volunteer hours for scores of initiatives and organizations. Our company is also dedicated to fostering social and economic development in the communities in which we work, live and play.

Disaster Relief

In March 2011, the Great East Honshu Earthquake struck Japan and devastated parts of the country. With five major facilities and approximately 6,000 employees in Japan at the time, a major emergency response took place. Although no major damage or injuries occurred at our company-owned facilities, employees at our Japan design and manufacturing facilities sprang into action to help their fellow citizens. Families and evacuees who were in need of lodging and food were welcomed in to our dormitories when they had to leave their hometowns. Also, a donation was made to Kitakata City, a city in which one ON Semiconductor factory is located.



Kitakata City Mayor receives a donation from ON Semiconductor Aizu factory manager Toshiyuki Kobayashi.

During the fall of 2011, major flooding occurred throughout Thailand, with almost 85 percent of the country declared a flood disaster zone. Operations at ON Semiconductor's two manufacturing sites were shut down. After hearing about the growing devastation, ON Semiconductor employees from other countries decided to help. Relief by the means of donated technology and financial aid were sent to Thailand to support recovery efforts.

STEM Initiative Highlights

FIRST Robotics

ON Semiconductor sponsors the FIRST Robotics Competition, an international competition that teams professionals and young people to solve engineering design problems in a competitive way.

In 2011, the ON Semiconductor sponsored team won the Microsoft Cascade Seattle Regional and GM Design award as well as the Autodesk Oregon Regional and Qualified for the World Finals.

The mission of FIRST Robotics is to inspire young people to be science and technology leaders, by engaging them in exciting mentor-based programs that build science, engineering and technology skills, that inspire innovation, and that foster well-rounded life capabilities including self-confidence, communication, and leadership.





Discover Engineering Day in Washington, D.C.

ON Semiconductor teamed up with the Semiconductor Industry Association to sponsor the Discover Engineering Day. ON Semiconductor employees explained the process of fabricating wafers, dicing die, and packaging the product to meet the engineering requirements of customers. Demonstrations including bunny suits, LED lighting and an Xbox360 sparked interest in the students.



An ON Semiconductor employee demonstrates a fab bunny suit to students.

Technogirls 2012 in Oudenaarde, Belgium

ON Semiconductor employees in Oudenaarde helped to organize and sponsor Technogirls, a program dedicated to primary school girls focusing on careers in technology. For the third year, female engineers from ON Semiconductor supervised guided tours as well as technical and creative workshops to peak the girls' interests in math, science, technological education and careers in engineering.

ON Semiconductor also supports the following educational organizations

- Balsz Community Education Foundation of Phoenix
- Industry Initiatives for Science and Math Education
- LeRoy Eving Center for Solid State Science in Arizona
- Sally Ride Science
- SEMI Corporation's High Tech University
- The Junior League
- The Turnbow Foundation

ON Semiconductor supports employee service to the community and promotes volunteer opportunities. We value our employees and want them to know that ON Semiconductor is an extension of their home and communities.

COMMUNITY OUTREACH

UNITED STATES

Junior Achievement in Phoenix, Arizona

ON Semiconductor provides financial support and volunteers for the Junior Achievement's BizTown, Finance Park and classroom programs. Throughout the past two years, ON Semiconductor has donated \$20,000 and more than 1,400 volunteer hours to the Junior Achievement organization. In this timeframe, more than 16,500 students have been impacted.

In January 2012, ON Semiconductor, along with partners Arizona Tech Council, Avnet, IBM and Microsemi, launched the **Arizona Technology Center** in Junior Achievement's simulated town, BizTown. The Arizona Technology Center was created to encourage students to pursue math and science careers through technology based activities. Students can explore technology by comparing a 1977 Atari 2600 game system and a 2011 Wii game console. A technology innovations timeline shows significant achievements from the past three decades for cell phones, computers and gaming systems. In addition, the center offers technical support services to others business that may encounter a locked PC or printer problem during start up.



ON Semiconductor employees at the launch of Arizona Technology Center

Academia del Pueblo in Phoenix, Arizona

Academia del Pueblo is a K-8 Charter school for economically disadvantaged children that is funded and operated by a non-profit organization, the Friendly House, which relies mostly on charitable donations. ON Semiconductor is heavily involved with the school, making the following activities possible:

- During the winter holidays, ON Semiconductor "adopts" all classes at the school and buys over 400 holiday gifts that are delivered to the school for the children
- Bake Sales that have bought the school a new kitchen oven
- Supplies and labor that built a new gymnasium
- Participation in dinners as a general fundraisers



Teruo Tabata, Vice President, SCI LLC and President of ON Semiconductor's SANYO Semiconductor Division, pays a special visit to a 6th grade class at Academia del Pueblo in May 2011



Childhood Cancer Research

Employees at our Phoenix, Arizona and Portland, Oregon sites supported childhood cancer research by gathering sponsors to support employees who would shave their head in show of support for children with cancer. ON Semiconductor volunteers raised over \$30,000.

Other Volunteer Programs

ON Semiconductor employees in the Americas also volunteer, participate and donate to the following events and organizations:

- Bring Your Child To Work Day
- Citigroup Young Enterprise Program
- Local Food Bank food drives and donations
- Idaho Science and Engineering Festival
- Sponsoring of Annual "Tee It Up" Charity Golf Tournament for The Turnbow Foundation
- United Way

CANADA and INDIA

With hearing aids provided by our customer Starkey Hearing Foundation, ON Semiconductor volunteers traveled for 14 days and visited the cities of Delhi, Jaipur, Ahmadabad and Kolkata fitting hearing aids for adults and children. More than 5,800 hearing aids were fitted during the trip. Employees from Canada and India volunteered on the trip.

CHINA

ON Semiconductor Hope School

The ON Semiconductor Hope School in Mabian County of Leshan in the Sichuan Province was established in 2001. Our company donates \$15,000 annually for school equipment maintenance, stationery, writing supplies and for improvements to the living conditions of the dormitory.

"Miss ON Semi"

ON Semiconductor sponsors a panda bear at the Chengdu Research Base of Giant Panda Breeding. ON Semiconductor has been sponsoring "Miss ON Semi" in the Panda Research Center for \$10,000 each year. ON Semiconductor is happy to aid the Sichuan Government in taking necessary efforts to preserve the panda population and to prevent extinction.



CZECH REPUBLIC

Annual Holiday Donation Project

Every December, ON Semiconductor employees in the Czech Republic organize various holiday donation projects. Organizations that benefit from this program include the "Parent Project" organization for children with Duchenne and Becker Muscular Dystrophy, Kamarad Center for disabled children, and the local Retirement Home, Children's Home and Children Activity Center.

MALAYSIA

ONCare Program

Employees donated 10 units of unused old computers and a new printer to Sekolah Kebangsaan Methodist (ACS), a missionary primary school located in Seremban. The school is not fully funded by the government and relies on donations and contributions from parents, individuals and organizations.

Happy Hour Donation for children with special needs

A high tea event was organized at KFC Carrefour for children with special needs from the Pusat Jagaan Kanak-kanak Istimewa TTJ organization. During the event ON Semiconductor employees also donated computers and made a monetary donation to the center.

As a company, we celebrate differences and promote an inclusive environment by valuing the contributions of all employees. The employees of ON Semiconductor form a global team that is constantly collaborating on power efficient solutions, community outreach programs and touching the lives of people around the world.

PHILIPPINES

Back-to-School and Indigent Gift Giving

Each year, employees engage two major activities; the Back-to-School donation drive and Indigent Gift giving to help support indigent children in the surrounding community.

ON Semiconductor held an event for the Little Angels Home, Inc. for children who have been abandoned, neglected, abused and exploited. Donations of cash, clothes and toys from family and friends were given to the Little Angels Home, located near Tagaytay City.

SLOVAKIA

ON Semiconductor employees in Slovakia have given donations and volunteered at Plamienok, a hospice that supports families of children with deadly diseases, as well as with the civil association "Europe of Children". The organization arranges for programs supporting physically challenged children, economically disadvantaged families and children from orphanages.



COMPANY RECOGNITION

ON Semiconductor Belgium

- Milieu Charter Environmental Award from the Government and the Chamber of Commerce

ON Semiconductor Gresham, Oregon (U.S.)

- Nine Consecutive Years of 100 percent Pretreatment Excellence Award from City of Gresham Department of Environmental Services

ON Semiconductor Philippines Inc.

- Excellence in Corporate Social Responsibility activities from the Municipality of Carmona
- Don Emilio Abello Energy Efficiency Award for outstanding energy efficiency from the Department of Energy
- The Eco-Switch Award from the Green Philippines Islands of Sustainability Project, a European Union Funded Program
- Safety Milestone Award from the Department of Labor and Employment

ON Semiconductor Seremban, Malaysia

- Occupational Safety and Health Gold Award from the Malaysian Society for Occupational Safety and Health. Awarded for excellent performance in environment, health, and safety programs

ON Semiconductor Leshan-Phoenix Semiconductor

- Labor and Social Security Integrity Company Award
- "Love Company of Sichuan Province Pillar Project" Award for contribution to helping economically disadvantaged students
- Water Resource Management and Water Saving Advance Company Award

SANYO Semiconductor Co., Ltd.

- "President Award" of the Resource Recycling Technique and System Award for eco-friendly semiconductor device assembling technology

SANYO Semiconductor Manufacturing Philippines

- The Eco-Switch Award from the Green Philippines Islands of Sustainability Project, a European Union Funded Program
- Outstanding Environmental Award from the Philippine Economic Zone Authority Processing Zone

MORE INFORMATION

ON Semiconductor Headquarters
5005 East McDowell Road
Phoenix, AZ 85008
USA

Tel: (602) 244-6600
Customer Inquiries: (888) 743-7826

ON Semiconductor Website: www.onsemi.com

Corporate Social Responsibility Page: www.onsemi.com/social-responsibility

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