

**INFORMATION STATEMENT PURSUANT TO TREASURY REGULATIONS SECTION 1.355-5(b)
BY A SHAREHOLDER THAT RECEIVED A DISTRIBUTION OF STOCK IN
FREESCALE SEMICONDUCTOR, INC. (A CONTROLLED CORPORATION)**

On December 2, 2004, Motorola, Inc., a Delaware corporation ("Motorola"), distributed (the "Distribution") outstanding shares of Class B Common Stock of Freescale Semiconductor, Inc., a Delaware corporation and subsidiary of Motorola ("Freescale"), to the holders of record of Motorola Common Stock that were issued and outstanding as of 5:00 p.m. Eastern time on November 26, 2004 (the "Record Time"). As a result of the Distribution, each holder of record of shares of Motorola Common Stock as of the Record Time was entitled to receive .110415 of a share of Freescale Class B Common Stock for each outstanding share of Motorola Common Stock held by such shareholder as of the Record Time.

1. Name, address and employer identification number of the distributing corporation:

Motorola, Inc.
1303 E. Algonquin Road
Schaumburg, IL 60196
EIN: 36-1115800

2. Name, address and employer identification number of the controlled corporation:

Freescale Semiconductor, Inc.
6501 William Cannon Drive West
Austin, TX 78735
EIN: 20-0443182

3. The undersigned was a shareholder owning Motorola Common Stock as of the Record Time and solely received shares of Freescale Class B Common Stock, par value \$0.01 per share, in the Distribution. The undersigned may have received cash in lieu of fractional shares of Freescale Class B Common Stock, which were aggregated and sold by the transfer and disbursing agent.
4. The undersigned did not surrender any stock or securities in Motorola in connection with the Distribution.
5. The Distribution qualifies as a transaction that is generally tax-free to Motorola and Motorola shareholders under Section 355 and/or Section 368(a)(1)(D) of the Internal Revenue Code of 1986, as amended.

Shareholder's Name (please print)

Shareholder's Signature

Taxpayer Identification Number
or Social Security Number

**THIS STATEMENT SHOULD BE ATTACHED TO YOUR 2004 U.S. FEDERAL
INCOME TAX RETURN. IT SHOULD NOT BE SENT TO
MOTOROLA, INC. OR FREESCALE SEMICONDUCTOR, INC.**