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New Dutch court orders in the Nexperia dispute

Chinese proceedings and the US export control deadline

24 November 2026

On 11 November 2026, the Enterprise Chamber of the Amsterdam Court of Appeal *(Ondernemingskamer)* ordered Wingtech Technology and its Hong Kong holding company, Yuching Holding, to withdraw two heads of claim in China directed against the Dutch proceedings concerning Nexperia.

The decision also restricts the enforcement of a Chinese injunction and protects the court-appointed officials' efforts to find a long-term solution for the chipmaker, with penalties for noncompliance capped at €300 million across the orders. It follows more than a year of disputes over Nexperia's management, production and ownership. Wingtech maintains that the Dutch decision has no effect in China and intends to appeal. For customers, lenders and potential investors, the resulting uncertainty extends to supply arrangements and intellectual property, while the possible return of the US Affiliates Rule adds a further deadline in January 2027.

Government intervention and the dispute over control

Nexperia was formerly part of the Dutch chipmaker NXP. It passed to Chinese investors in 2017, and Wingtech acquired a majority interest in December 2019. In September 2025, the Dutch Ministry of Economic Affairs received reports of improper transfers of money, technology and know-how to an outside entity controlled by Nexperia's chief executive. On 30 September 2025, the economy minister invoked the Goods Availability Act (*Wet beschikbaarheid goederen*) to require Nexperia to preserve its business and production assets.

The ministerial intervention was followed by separate court proceedings. Nexperia applied to the Enterprise Chamber on 1 October 2025, and the court promptly suspended the chief executive on a provisional basis. China announced an export control measure targeting Nexperia on 4 October. Following a hearing, the Enterprise Chamber maintained the suspension for the duration of the proceedings, appointed a director with a casting vote and placed all but one of the shares in the Dutch holding company under administration.

US export controls formed part of this background. Wingtech had been added to the US Entity List in December 2024, and the Affiliates Rule, published on 30 September 2025, would have extended the relevant restrictions to Nexperia. Following US–China talks, the US initially suspended the rule until 9 November 2026, while China allowed companies to apply for exemptions from its restrictions on Nexperia's exports. The US later extended the suspension until 10 January 2027. The Dutch minister suspended the ministerial order on 19 November 2025, but the court measures remained in place.

On 11 February 2026, the Enterprise Chamber ordered an inquiry into Nexperia's management since 1 December 2023, and maintained its interim measures. It accepted that Wingtech could reasonably have expected the Affiliates Rule to affect Nexperia, but found no evidence of a sound decision-making process behind the chief executive's strategy of securing production in China. In June 2026, an advocate general, who advises the Dutch Supreme Court independently, recommended dismissal of Yuching's appeal against the October 2025 measures.[1]

The Chinese proceedings

The litigation developed alongside the operational separation of Nexperia's Chinese and Dutch businesses. Until October 2025, Nexperia China had carried out much of the group's back-end production, converting wafers into finished chips. That month, it and the Dutch operating company, Nexperia BV, largely stopped performing their contracts with each other. On 17 October 2025, Nexperia BV warned customers about the quality of products delivered by Nexperia China since 13 October.

1 "Letter from the Minister of Economic Affairs" *(Brief van de Minister van Economische Zaken)*, Minister of Economic Affairs, Kamerstukken II 2025/26, 32 637, nr 720, 2 December 2025. *Nexperia Holding BV and Nexperia BV*, Enterprise Chamber of the Amsterdam Court of Appeal, 11 February 2026, ECLI:NL:GHAMS:2026:318, Paras 2.1, 2.66, 2.68, 2.73–2.74, 3.24–3.25, 3.38–3.40, and operative part (b) and (f); *Yuching Holding Ltd v Nexperia Holding BV and Others*, Opinion of Advocate General BF Assink, 12 June 2026, ECLI:NL:PHR:2026:584, Para 1.3 and conclusion.

Nexperia China and Wingtech brought proceedings against Nexperia BV in the Jiangsu High People's Court, relying on China's Anti-Foreign Sanctions Law (中华人民共和国反外国制裁法). On 31 March 2026, without hearing Nexperia BV, the court ordered it to withdraw the warnings and refrain from asserting intellectual property claims against Nexperia China or its partners anywhere in the world. The order carried a daily fine of CNY 1 million. On 29 September 2026, the court upheld the order and fined Nexperia BV CNY 58 million, approximately €7.8 million, for noncompliance during May and June.[2]

Wingtech and Yuching brought separate proceedings under the same law on 7 May 2026. That case, now before the Dongguan Intermediate People's Court, concerns Nexperia's two Dutch companies, its subsidiary ITEC and three senior executives. The claimants seek a declaration that the Dutch ministerial order and court decisions constitute "discriminatory restrictive measures taken by a foreign country". They seek an end to the inquiry and the ministerial order, with Nexperia to be transferred to Wingtech without payment if those steps are not taken. They also seek damages provisionally valued at CNY 8 billion, just over €1 billion.[3]

In August 2026, the Dongguan court froze assets of Nexperia BV and ITEC worth just over CNY 2 billion. It rejected the Dutch companies' jurisdictional objection on 15 September and, on 2 November, barred the defendants from selling, diluting or transferring any interest in Nexperia, its intellectual property or its assets. That injunction carries a daily fine of CNY 100,000.

The Dutch orders and their limits

Nexperia has also pursued remedies in the Netherlands. On 8 October 2026, it brought a US$2 billion claim in the Amsterdam District Court against Wingtech, the suspended chief executive, Nexperia China and another Chinese subsidiary. In separate urgent proceedings against Nexperia China, The Hague District Court held on 2 November that the Jiangsu order was provisionally unlawful. The judge considered that it restricted Nexperia BV's right of access to a court under Article 6 of the European Convention on Human Rights without a legal basis or legitimate aim. Nexperia China was prohibited from relying on the order or seeking its enforcement within the EU, subject to penalties of €1 million a day, capped at €100 million. The judge declined to extend that prohibition worldwide.

The Enterprise Chamber's decision of 11 November concerned the Dongguan proceedings. At the request of Nexperia's Dutch companies and their court-appointed director, supported by the minister, it ordered Wingtech and Yuching to withdraw, within seven days of the decision, the two heads of claim seeking an end to the inquiry or the transfer of Nexperia without payment. Those claims must remain withdrawn.

The court also prohibited enforcement of the Dongguan injunction insofar as it restricts dealings in Nexperia's intellectual property or assets, or steps towards a long-term solution.

Wingtech, Yuching and Nexperia China must allow the court-appointed director and share administrator to approach potential investors and may not hold discussions with, or provide information to, prospective bidders without those officials' written consent. They may not obstruct Nexperia's partnerships with third parties or its capacity expansion, licensing, financing or asset sales in the ordinary course of business or for expansion. They must also submit copies of the Enterprise Chamber's decisions in proceedings they bring or continue against Nexperia, the court-appointed officials or Nexperia's senior executives.

The decision is immediately enforceable. Depending on the obligation, noncompliance attracts penalties of €5 million per breach, per day, or both, capped at €100 million for each order. The requirement to submit the court decisions carries a separate penalty of €1 million per breach, capped at €10 million. The combined ceiling is €300 million; these amounts are potential penalties for breach, not fines already imposed.

Although Dutch inquiry law does not apply directly to Wingtech and Yuching as foreign companies, the Enterprise Chamber relied on their position as shareholders in a company governed by Dutch law. In its view, they must observe the duties of reasonableness and fairness imposed by the Dutch Civil Code. It characterised the two Dongguan claims as an attempt to restrain the Dutch proceedings and described its own response as an anti-anti-suit injunction. The court also held that judicial comity, the respect courts afford proceedings in other jurisdictions, does not form part of Dutch law as such.

The decision nevertheless leaves Wingtech's other Dongguan claims to the Chinese court. For now, it imposes no penalties on the Chinese directors involved, whose conduct the Enterprise Chamber said could in principle be attributed to their companies. Any long-term solution adopted without Wingtech's support must also be open to review by a Dutch court, given its property rights. The court-appointed officials have not excluded a solution where Wingtech retains a majority interest.

Wingtech disputes both the basis and the effect of the decision. In its Shanghai Stock Exchange filing of 16 November 2026, it said that the order lacked a factual basis, interfered with pending Chinese proceedings, offended international judicial comity and amounted to a cross-border anti-suit injunction. It announced its intention to appeal and maintained that, under Chinese law, the decision had no effect in China and left the Dongguan freezing and injunction orders intact.[4]

2 *Nexperia BV v Nexperia (China) Ltd*, The Hague District Court (preliminary relief judge), judgment of 2 November 2026 as corrected on 5 November 2026, ECLI:NL:RBDHA:2026:32607, Paras 3.2–3.3, 3.8–3.9, 3.13–3.14, 3.16, 4.1, 5.28–5.29, 6.1. Wingtech Technology Co Ltd, "Announcement on Major Litigation" (重大诉讼公告) (announcement 临2026-045, Shanghai Stock Exchange, 23 May 2026) s 1.

3 *Nexperia Holding BV and Nexperia BV*, Enterprise Chamber of the Amsterdam Court of Appeal, 11 November 2026, ECLI:NL:GHAMS:2026:3160, Paras 2.2, 2.6, 2.10, 2.13, 2.19–2.20, 2.29, 2.35, 2.37–2.39, 2.42–2.43, 2.46, 2.48–2.49, 3.6, 4.3, 4.6–4.7, 4.10–4.16, 4.19, and operative part.

4 "Announcement on Progress in the Operation and Management of Subsidiaries" (关于子公司经营管理情况的进展公告), Wingtech Technology Co Ltd, (announcement 临2026-100, Shanghai Stock Exchange, 16 November 2026) Sections 2–3.

Diplomatic discussions and the US deadline

Diplomatic discussions have continued alongside the litigation. In July 2026, China's Ministry of Commerce said that the two governments had agreed to create conditions in which the companies could settle their disputes through consultation. On 28 September, the Dutch minister extended the ministerial order, but kept it largely suspended until 20 September 2027, explaining that this would allow further diplomatic consultation. At their ninth export control dialogue in Shenzhen on 5 November 2026, the two countries agreed to maintain close contact and support stable supply chains, including for semiconductors. The Dutch foreign minister, Tom Berendsen, is visiting China from 23 to 25 November. An academic quoted by *Global Times* urged the Netherlands to use the visit to address Nexperia without allowing the dispute to damage the wider relationship.[5]

The US timetable may affect the scope for a solution. On 9 November 2026, the Bureau of Industry and Security (BIS) extended the suspension of the Affiliates Rule until 10 January 2027.6 According to the Enterprise Chamber, the US Department of Commerce told the Dutch Ministry of Foreign Affairs in February 2026 that, if the rule returned, Nexperia would again be exempt provided that Wingtech or another listed party did not regain control. The court regarded the approaching deadline as a reason to seek a long-term solution and recorded evidence that the rule's possible return had deterred lenders and placed a supplier contract at risk.

Pending decisions and commercial implications

The Dutch Supreme Court is expected to rule on Yuching's appeal against the inquiry on 18 December 2026, and on the appeals already before it by the end of the year. Wingtech's announced appeal against the 11 November decision would follow separately. Meanwhile, the inquiry continues, the Dongguan court has yet to determine Wingtech's claims and the Dutch companies' objection to the asset freeze, and the Amsterdam damages proceedings remain at an early stage. The US suspension will expire on 10 January 2027, unless BIS extends it again.

For customers, the operational separation raises questions about which part of the group supplies their components and which warranties, approvals and intellectual property protections apply. Nexperia BV's quality warnings and the Jiangsu order requiring their withdrawal leave those customers facing competing positions within the group. Partners, lenders and investors may likewise find that activities protected by the Dutch orders remain contested in China. Wingtech has stated that it is prepared to take legal action against one of Nexperia's new partners if that partner uses Nexperia's intellectual property.

The proceedings also show how disputes over control can expose companies and individuals to conflicting orders across jurisdictions. The Chinese claims against three senior executives concern their role in carrying out the Dutch measures, while courts in both countries have sought to restrain proceedings or enforcement abroad. The outcome may therefore affect the terms on which the group can secure finance, maintain supply relationships and agree future investments before ownership and control are finally resolved.

How can we help?

Our International Trade & Foreign Investment Practice advises businesses on export controls, sanctions, countermeasures and investment screening. We help clients understand how competing legal requirements may affect their supply arrangements, financing and proposed investments, as well as how to respond when the authorities or courts of different countries pull in opposite directions.

For lenders, investors and prospective partners, we can advise on the possible return of the Affiliates Rule after 10 January 2027, the conditions on which the US authorities have indicated that Nexperia would remain exempt, and any relevant screening requirements in the Netherlands, the EU and elsewhere. We can also help clients structure due diligence, financing terms and transaction documents, so that they account for unresolved questions of ownership and control and for the outcome of the pending appeals. Together with our Public Policy team, we can also help clients follow the diplomatic discussions between the Netherlands, China and the US, and engage with the relevant authorities as the position develops.

5 "China–Netherlands Export Control Dialogue Mechanism Meeting Held in Shenzhen" (中荷出口管制对话机制会议在深圳举行), Ministry of Commerce of the People's Republic of China, 6 November 2026; Yin Yeping, "China expects Dutch FM's visit to boost mutual trust, cooperation as expert urges Netherlands to address Nexperia dispute" *Global Times*, Beijing, 23 November 2026.

6 "Extension of the Suspension of Expansion of End-User Controls for Affiliates of Certain Listed Entities", Bureau of Industry and Security, 91 Fed. Reg. 70789, 9 November 2026.

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