Synaptics Stockholders Approve Merger with onsemi

Date

Nov 18, 2026

Stockholders also approve advisory compensation proposal related to the transaction

SAN JOSE, Calif., Nov. 18, 2026 (GLOBE NEWSWIRE) -- Synaptics Incorporated (NASDAQ: SYNA) today announced that its stockholders have adopted the Amended and Restated Agreement and Plan of Merger, dated October 1, 2026, with ON Semiconductor Corporation ("onsemi") and Sonic Acquisition Corp., a wholly owned subsidiary of onsemi. Under the agreement, Sonic Acquisition Corp. will merge with and into Synaptics, and Synaptics will survive as a wholly owned subsidiary of onsemi, subject to the satisfaction or waiver of the conditions set forth in the agreement. As previously announced, the transaction is expected to close in mid-2027.

The results were announced at the Company's special meeting of stockholders held on November 17, 2026. Holders of 31,734,706 shares, or 79.93% of the 39,701,387 shares of common stock outstanding and entitled to vote as of the October 13, 2026, record date, were present in person or by proxy.

Merger proposal: Stockholders have adopted the merger agreement and approved the merger proposal, with 31,209,141 shares voting for (98.34%), 510,842 against (1.61%) and 14,723 abstaining (0.05%).

Advisory compensation proposal: Stockholders approved, on a non-binding advisory basis, certain compensation that may be paid or become payable to Synaptics' named executive officers in connection with the merger, including severance payments, accelerated vesting of equity awards and annual bonus payments. The proposal received 30,422,765 votes for (95.87%), 1,179,759 against (3.72%) and 132,182 abstained (0.42%).

Adjournment proposal: Because sufficient votes were received to approve the merger proposal, the adjournment proposal was not presented at the special meeting.

"I'm grateful to our stockholders for their support. This vote is an important milestone, and our focus remains on our customers, our employees, and the work ahead," said Rahul Patel, President and Chief Executive Officer, Synaptics.

About Synaptics Incorporated
Synaptics (Nasdaq: SYNA) is driving innovation in AI at the Edge, bringing AI closer to end users and transforming how we engage with intelligent connected devices, whether at home, at work, or on the move. As a go-to partner for forward-thinking product innovators, Synaptics powers the future with its cutting-edge Synaptics Astra® AI-Native embedded compute, wireless connectivity, and multimodal sensing solutions. We're making the digital experience smarter, faster, more intuitive, secure, and seamless. From touch, display, and biometrics to AI-driven wireless connectivity, video, vision, audio, speech, and security processing, Synaptics is the force behind the next generation of technology enhancing how we live, work, and play. Follow Synaptics on LinkedIn, Facebook, Instagram, and YouTube, or visit www.synaptics.com.

Synaptics and the Synaptics logo are trademarks of Synaptics in the United States and/or other countries. All other marks are the property of their respective owners.

Forward-Looking Statements
This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are based on Synaptics' current expectations, estimates and projections about the expected date of closing of the Merger and the potential benefits thereof, its business and industry, management's beliefs and certain assumptions made by Synaptics, all of which are subject to change. Some of these forward-looking statements can be identified by the use of forward-looking words such as "believes," "expects," "may," "will," "should," "seeks," "approximately," "intends," "plans," "estimates," "projects," "strategy," or "anticipates," or the negative of those words or other comparable terminology that convey uncertainty of future events or outcomes.

These forward-looking statements involve known and unknown risks and uncertainties, which may cause Synaptics' actual results and performance to be materially different from those expressed or implied in the forward-looking statements. Factors and risks that may impact future results and performance include, but are not limited to, the following factors: (1) the risk that the conditions to the closing of the Merger are not satisfied, including the risk that required approvals from regulators for the Merger are not obtained; (2) litigation relating to the Merger; (3) uncertainties as to the timing of the consummation of the Merger and the ability of each party to consummate the Merger; (4) risks that the Merger disrupts the current plans and operations of Synaptics, including restrictions during the pendency of the Merger that may impact the ability to pursue certain business opportunities or strategic transactions; (5) the ability of Synaptics to retain and hire key personnel; (6) competitive responses to the Merger; (7) unexpected costs, charges or expenses resulting from the Merger; (8) potential adverse reactions or changes to business relationships resulting from the announcement or completion of the Merger; (9) legislative, regulatory and economic developments; and (10) unpredictability and severity of catastrophic events, including, but not limited to, acts of terrorism or outbreak of war or hostilities, as well as Synaptics' response to any of the aforementioned factors. These risks, as well as other risks associated with the Merger, are more fully discussed in the Definitive Proxy Statement. While the list of factors presented here is considered representative, no such list should be considered to be a complete statement of all potential risks and uncertainties. Unlisted factors may present significant additional obstacles to the realization of forward-looking statements.

In addition, actual results are subject to other risks and uncertainties that relate more broadly to Synaptics' overall business, including those more fully described in Synaptics' filings with the SEC including its annual report on Form 10-K for the fiscal year ended June 27, 2026, and its quarterly reports filed on Form 10-Q for the current fiscal year. Forward-looking statements are not guarantees of performance, and speak only as of the date made,

and neither Synaptics nor its management undertakes any obligation to update or revise any forward-looking statements.

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