

**STMICROELECTRONICS N.V.**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS – May 23, 2019 (the 'AGM')**



**Voting Results**

Total number of (common) shares issued at April 25 <sup>th</sup> , 2019 (the ' <b>Record Date</b> ')	911,174,420
Number of repurchased shares at the Record Date	17,700,310
Number of voting rights at the Record Date	893,474,110
Number of shares represented at the AGM	536,913,227
Percentage represented at the AGM	60.09%

<b>AGENDA ITEMS</b>		<b>IN FAVOR</b>	<b>%</b>	<b>AGAINST</b>	<b>%</b>	<b>ABSTAIN</b>	<b>%</b>
4b.	Adoption of the Company's annual accounts for its 2018 financial year	534,355,835	<b>99.70</b>	1,634,670	0.30	922,722	0.17
4c.	Adoption of a dividend	536,309,410	<b>99.96</b>	233,360	0.04	370,457	0.07
4d.	Discharge of the sole member of the Managing Board	508,456,601	<b>97.94</b>	10,717,460	2.06	17,739,166	3.30
4e.	Discharge of the members of the Supervisory Board	496,515,771	<b>95.64</b>	22,645,141	4.36	17,752,315	3.31
5a.	Approval of the stock-based portion of the compensation of the President and CEO	333,326,537	<b>62.16</b>	202,917,055	37.84	669,635	0.12
5b.	Approval of the special bonus of the President and CEO	368,484,493	<b>68.72</b>	167,714,400	31.28	714,334	0.13
6.	Re-appointment of Ms. Martine Verluyten as member of the Supervisory Board	516,254,527	<b>96.27</b>	19,992,557	3.73	666,143	0.12
7	Re-appointment of Ms. Janet Davidson as member of the Supervisory Board	534,287,041	<b>99.63</b>	1,977,766	0.37	648,420	0.12
8.	Appointment of Ms. Lucia Morselli as member of the Supervisory Board	528,954,894	<b>98.64</b>	7,295,658	1.36	662,675	0.12
9.	Authorization to the Managing Board, until the conclusion of the 2020 AGM, to repurchase shares, subject to the approval of the Supervisory Board	479,084,855	<b>89.32</b>	57,300,232	10.68	528,140	0.10
10a.	Regular delegation to the Supervisory Board of the authority to issue new common and preference shares, to grant rights to subscribe for such shares and to limit and/or exclude existing shareholders' pre-emptive rights on common shares, until the conclusion of the 2020 AGM	351,424,523	<b>65.53</b>	184,886,239	34.47	602,465	0.11
10b.	Specific delegation for purposes of mergers and acquisitions to the Supervisory Board of the authority to issue new common shares, to grant rights to subscribe for such shares and to limit and/or exclude existing shareholders' pre-emptive rights on common shares, until the conclusion of the 2020 AGM	390,156,198	<b>72.75</b>	146,161,252	27.25	595,777	0.11