

Appendix I ATTENDANCE FORM

YOU SHOULD COMPLETE THIS FORM IF YOU WISH TO ATTEND THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (the "AGM") OF STMICROELECTRONICS N.V. ON FRIDAY, JUNE 13, 2014 AND TO VOTE YOUR SHARES IN PERSON.

This form must be received by TMF on June 6, 2014 at 23:59p.m. (CET), at the latest

..... will attend the AGM of STMicroelectronics N.V., to be held at the hotel Sofitel Legend The Grand Amsterdam, Oudezijds Voorburgwal 197, 1012 EX Amsterdam, the Netherlands on Friday, June 13, 2014 at 11:00 a.m. (CET).

NAME, ADDRESS AND RESIDENCE OF THE UNDERSIGNED SHAREHOLDER	
IN CASE OF A LEGAL ENTITY: PLEASE STATE THE DETAILS OF THE AUTHORIZED REPRESENTATIVE	
NUMBER OF SHARES OF STMICROELECTRONICS N.V. FOR WHICH THE REQUEST IS MADE	

The undersigned hereby undertakes to hold his or her shares on May 16, 2014, the Record Date.
(Please note that your shares do not need to be blocked until the AGM on June 13, 2014)

Executed at _____ on _____ 2014

Signature

Appendix II POWER OF ATTORNEY

YOU SHOULD COMPLETE THIS FORM IF YOU DO NOT WISH TO ATTEND THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (the "AGM") OF STMICROELECTRONICS N.V. ON FRIDAY, JUNE 13, 2014, BUT WISH TO APPOINT A REPRESENTATIVE.

This form must be received by TMF on June 6, 2014 at 23:59p.m. (CET), at the latest.

..... is not able to attend the AGM of STMicroelectronics N.V., to be held at the hotel Sofitel Legend The Grand Amsterdam, Oudezijds Voorburgwal 197, 1012 EX Amsterdam, the Netherlands on Friday June 13, 2014 at 11:00 a.m. (CET), but wishes to appoint a representative to attend the AGM and to vote his or her shares.

NAME, ADDRESS AND RESIDENCE OF THE UNDERSIGNED SHAREHOLDER	
IN CASE OF A LEGAL ENTITY: PLEASE STATE THE DETAILS OF THE AUTHORIZED REPRESENTATIVE	
NUMBER OF SHARES OF STMICROELECTRONICS N.V. FOR WHICH THE REQUEST IS MADE	

(* Please tick below as appropriate)

* TMF Netherlands B.V., STMicroelectronics N.V.'s Registrar; or

* Mr./Mrs./Ms.

Name

Company

Address

is hereby authorized to act as his or her authorized representative at the AGM of STMicroelectronics N.V. on June 13, 2014 and to vote on behalf of the shareholder in respect of the shares mentioned above and as regards the following items on the agenda of the AGM:

Please note that TMF Netherlands B.V. will execute these voting instructions as directed. If no voting instructions are made, TMF Netherlands B.V. will consider your vote(s) an abstention with respect to each of the proposals listed below.

Item 4b: Resolution 1. Adoption of the statutory annual accounts for our 2013 financial year

In favour	Against	Abstention
No. of shares:		
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 4c: Resolution 2. Allocation of the loss for our 2013 financial year to the retained earnings;

In favour	Against	Abstention
No. of shares:		
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 4d: Resolution 3. Adoption of a dividend of US \$0.10 per common share in the second quarter of 2014 and a dividend of US \$0.10 per common share in the third quarter of 2014

In favour	Against	Abstention
No. of shares:		
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 4e: Resolution 4. Discharge of the sole member of our Managing Board for his management during the 2013 financial year

In favour	Against	Abstention
No. of shares:		
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 4f: Resolution 5. Discharge of the members of our Supervisory Board for their supervision during the 2013 financial year

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 5: Resolution 6. Appointment of Mr. Carlo Bozotti as the sole member of our Managing Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 6: Resolution 7. Approval of the stock-based portion of the compensation of our President and CEO

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 7a: Resolution 8. Appointment of Mr. Didier Lombard as member of our Supervisory Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 7b: Resolution 9. Appointment of Mr. Maurizio Tamagnini as member of our Supervisory Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 7c: Resolution 10. Appointment of Mr. Jean d'Arthuys as member of our Supervisory Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 7d: Resolution 11. Appointment of Mr. Alessandro Rivera as member of our Supervisory Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 7e: Resolution 12. Appointment of Mr. Jean-Georges Malcor as member of our Supervisory Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 7f: Resolution 13. Appointment of Ms. Heleen Kersten as member of our Supervisory Board for a three-year term effective as of our 2014 AGM to expire at the end of our 2017 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 8: Resolution 14. Appointment of PricewaterhouseCoopers Accountants N.V. as our external auditor for the 2014 and 2015 financial years

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 9: Resolution 15. Delegation to our Supervisory Board of the authority to issue new shares, to grant rights to subscribe for shares and to limit and/or exclude existing shareholders' pre-emptive rights for a period of eighteen months as of our 2014 AGM

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

Item 10: Resolution 16. Authorization to our Managing Board, for eighteen months as of our 2014 AGM, to repurchase our shares, subject to the approval of our Supervisory Board

In favour No. of shares:	Against	Abstention
<input type="text"/>	<input type="text"/>	<input type="text"/>

The undersigned hereby undertakes to hold his/her shares on the Record Date, which is May 16, 2014.
(Your shares do not need to be blocked until then AGM)

Executed at _____ on _____ 2014

Signature