

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF

THE SECURITIES EXCHANGE ACT OF 1934

For the month of April 2001

STMicroelectronics N.V.

(Translation of registrant's name into English)

Route de Pre-Bois, ICC Bloc A, 1215 Geneva 15, Switzerland

(Address of principal executive offices)

[Indicate by check mark whether the registrant files or will file
annual reports under cover of Form 20-F or Form 40-F]

Form 20-F Form 40-F
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[Indicate by check mark whether the registrant by furnishing the
information contained in this Form is also thereby furnishing the information to
the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of
1934]

Yes No X
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[If "Yes" is marked, indicate below the file number assigned to the
Registrant in connection with Rule 12g3-2(b): 82-_____]

Enclosures:

A press release dated April 25, 2001 announcing the approval of all the
proposed resolutions at the Annual General Shareholders' Meeting.

[Logo STMicroelectronics]

ST Microelectronics announces Approval of Resolutions at
Annual General Shareholders' Meeting

GENEVA, April 25, 2001 - STMicroelectronics N.V. (NYSE: STM) is pleased to
announce today, at the Annual General Shareholders' meeting, that all the
proposed resolutions have been approved, including:

i- The distribution of a cash dividend of \$0.04 per share. The
dividend will be payable on May 11, 2001 to shareholders of record on
April 27, 2001.

ii- The appointment of Mr. Doug Dunn to the supervisory board. Mr.
Dunn is the CEO of ASM Lithography. Prior to his position at ASM
Lithography Mr. Dunn was a Divisional Chairman at Royal Philips
Electronics and from 1969 to 1980 Mr. Dunn held numerous positions
at Motorola. Mr. Dunn is currently on the boards of ASM Lithography
and ARM Holdings PLC.

About STMicroelectronics

STMicroelectronics is the world's third largest independent semiconductor
company. The Company shares are traded on the New York Stock Exchange, on
Euronext Paris and on the Milan Stock Exchange. The Company designs, develops,
manufactures and markets a broad range of semiconductor integrated circuits
(ICs) and discrete devices used in a wide variety of microelectronic
applications, including telecommunications systems, computer systems,
consumer products, automotive products and industrial automation and control
systems. Further information on ST can be found at www.st.com.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, STMicroelectronics N.V. has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 27, 2001

STMicroelectronics N.V.

By: /s/ Pasquale Pistorio

Name: Pasquale Pistorio
Title: President and Chief
Executive Officer