



APPENDIX II Request for power of attorney

You should complete this form:

- if you wish to attend the AGM of STMicroelectronics N.V. on 23 May 2019 and to vote in person, or
- if you wish to appoint a representative to attend the AGM of STMicroelectronics N.V. on 23 May 2019 and to vote on your behalf

The Annual General Meeting of Shareholders (“AGM”) of STMicroelectronics N.V. (the “Company”) will be held at the hotel Sofitel Legend The Grand Amsterdam, Oudezijds Voorburgwal 197, 1012 EX Amsterdam the Netherlands at 11:00 a.m. CET on Thursday, 23 May 2019.

The undersigned shareholder,

(name).....
 (address)
 (if applicable: legally represented by)
 (account number with the account holder or intermediary).....
 (details of the account holder or intermediary).....
 (phone number of the account holder or intermediary)

hereinafter referred to as the “Shareholder”, acting in his/her capacity as holder of
(number) shares in the Company,

(* Please tick below as appropriate)

will attend and vote in person at the AGM on 23 May 2019.

authorizes:
 (name).....
 (address).....
 (country).....

to represent the Shareholder at the AGM on 23 May 2019, to speak on behalf of the Shareholder, and to vote his/her shares on his/her behalf.

The Shareholder hereby requests Euroclear France S.A. to issue a power of attorney enabling the Shareholder or his/her representative to vote his/her shares at the AGM on 23 May 2019.

Please note that you need to own your shares in the capital of the Company at close of markets on April 25, 2019, the Record Date, to be entitled to attend and cast votes at the AGM on 23 May 2019, but you do not need to continue to hold your shares until the AGM of the Company on 23 May 2019.

Signature:.....
 Place:.....
 Date:.....

This form must be received by the bank or intermediary at the latest on 16 May 2019, 5:00 p.m. CET.