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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES  
EXCHANGE ACT OF 1934**

For the month of March, 2024  
Commission File Number: 1-13546

**STMicroelectronics N.V.**

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(Name of Registrant)

WTC Schiphol Airport  
Schiphol Boulevard 265  
1118 BH Schiphol Airport  
The Netherlands

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(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

Enclosure: A press release dated March 4, 2024, announcing the results of trading in STMicroelectronics' own shares as part of the previously announced share buy-back program for the period from February 26, 2024 to March 1, 2024.

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PR N°C3238C

Press release  
Communiqué de presse  
Comunicato stampa  
新闻稿 / 新聞稿  
プレスリリース  
보도자료

## STMicroelectronics Announces Status of Common Share Repurchase Program

*Disclosure of Transactions in Own Shares – Period from Feb 26, 2024 to Mar 01, 2024*

**AMSTERDAM – March 4, 2024** -- STMicroelectronics N.V. (the “Company” or “STMicroelectronics”), a global semiconductor leader serving customers across the spectrum of electronics applications, announces full details of its common share repurchase program (the “Program”) disclosed via a press release dated July 1, 2021. The Program was approved by a shareholder resolution dated May 27, 2021 and by the supervisory board.

STMicroelectronics N.V. (registered with the trade register under number 33194537) (LEI: 213800Z8NOHIKRI42W10) announces the repurchase (by a broker acting for the Company) on the regulated market of Euronext Paris, in the period between Feb 26, 2024 to Mar 01, 2024 (the “Period”), of 147,502 ordinary shares (equal to 0.02% of its issued share capital) at the weighted average purchase price per share of EUR 41.8154 and for an overall price of EUR 6,167,852.12.

The purpose of these transactions under article 5(2) of Regulation (EU) 596/2014 (the Market Abuse Regulation) was to meet obligations arising from debt financial instruments that are exchangeable into equity instruments.

The shares may be held in treasury prior to being used for such purpose and, to the extent that they are not ultimately needed for such purpose, they may be used for any other lawful purpose under article 5(2) of the Market Abuse Regulation.

Below is a summary of the repurchase transactions made in the course of the Period in relation to the ordinary shares of STMicroelectronics (ISIN: NL0000226223), in detailed form.

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## Transactions in Period

| Dates of transaction | Number of shares purchased | Weighted average purchase price per share (EUR) | Total amount paid (EUR) | Market on which the shares were bought (MIC code) |
|----------------------|----------------------------|---|-------------------------|---|
| 26-Feb-24            | 40,000                     | 41.3853   | 1,655,412.00            | XPAR  |
| 27-Feb-24            | 25,896                     | 42.0992   | 1,090,200.88            | XPAR  |
| 28-Feb-24            | 45,000                     | 41.9261   | 1,886,674.50            | XPAR  |
| 29-Feb-24            | 25,000                     | 41.6942   | 1,042,355.00            | XPAR  |
| 1-Mar-24             | 11,606                     | 42.4961   | 493,209.74              | XPAR  |
| Total for Period     | 147,502                    | 41.8154   | 6,167,852.12            |   |

Following the share buybacks detailed above, the Company holds in total 9,916,661 treasury shares, which represents approximately 1.1% of the Company's issued share capital.

In accordance with Article 5(1)(b) of the Market Abuse Regulation and Article 2(3) of Commission Delegated Regulation (EU) 2016/1052, a full breakdown of the individual trades in the Program are disclosed on the ST website (<https://investors.st.com/stock-and-bond-information/share-buyback>).

### About STMicroelectronics

At ST, we are over 50,000 creators and makers of semiconductor technologies mastering the semiconductor supply chain with state-of-the-art manufacturing facilities. An integrated device manufacturer, we work with more than 200,000 customers and thousands of partners to design and build products, solutions, and ecosystems that address their challenges and opportunities, and the need to support a more sustainable world. Our technologies enable smarter mobility, more efficient power and energy management, and the wide-scale deployment of cloud-connected autonomous things. We are committed to achieving our goal to become carbon neutral on scope 1 and 2 and partially scope 3 by 2027. Further information can be found at [www.st.com](http://www.st.com).

### For further information, please contact:

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**SIGNATURES**

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

**STMicroelectronics N.V.**

Date: March 4, 2024

By:           /s/ LORENZO GRANDI          

Name: Lorenzo Grandi  
Title: Chief Financial Officer  
President, Finance, Purchasing, ERM and Resilience

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