



## Instructions for Euroclear France S.A. participants

Attn. Corporate Actions Department

**To be distributed by  
Euroclear France S.A.**

Date: 23 October 2025

Subject: Extraordinary General Meeting of Shareholders of STMicroelectronics N.V.  
Procedure to be followed by Euroclear France S.A. participants for clients  
holding shares in STMicroelectronics N.V.

Dear Sir/Madam,

An Extraordinary General Meeting of Shareholders (the "EGM") of STMicroelectronics N.V. (the "Company") will be held on 18 December 2025 at the Company's Schiphol offices (WTC, Schiphol Boulevard 265, 1118 BH Schiphol, the Netherlands). The meeting will begin at 5:00 p.m. (CET).

The agenda for the EGM is as follows:

1. Appointment of Armando Varricchio as member of the Supervisory Board (*voting item*)
2. Appointment of Orio Bellezza as member of the Supervisory Board (*voting item*)

This convocation, the agenda, the explanatory notes and the personal data of Armando Varricchio and Orio Bellezza (in connection with their proposed appointment as member of the Supervisory Board, pursuant to Section 2:142 subsection 3 of the Dutch Civil Code), as well as other information included pursuant to law, will be deposited for inspection by shareholders and other persons entitled to attend the EGM at the Company's offices at Schiphol (Schiphol Boulevard 265, 1118 BH Schiphol, the Netherlands) as of 23 October 2025 up to and including the date of the EGM. Copies of these documents are available for shareholders and other persons entitled to attend the EGM free of charge. These documents are also available on the Company's website [www.st.com](http://www.st.com) as of the same date.

The Company's shares may be held either (i) as registered shares (the shareholders and other persons entitled to attend the EGM are then included in the Company's shareholders' register); or (ii) in an account with an account holder or intermediary through Euroclear France S.A. ("Euroclear France") or Cede & Co. as nominee of the Depository Trust Company ("Cede & Co.") (the corresponding registered shares are then included in the Company's shareholders' register in the name of Euroclear France or Cede & Co., as the case may be). The holders of both registered shares and of shares held with an account holder or intermediary through Euroclear France or Cede & Co. are each hereinafter referred to as a "shareholder".

### Record date

In accordance with Dutch law, persons entitled to attend and, to the extent applicable, vote at the EGM will be those who were recorded as having those rights on 20 November 2025 at close of markets (the "Record Date") in a register designated by the Managing Board for that

purpose, regardless of whether they are shareholders or other persons entitled to attend general meetings of shareholders of the Company at the time of the EGM. This means that shareholders and other persons entitled to attend the EGM need to hold their shares in the capital of the Company or be otherwise entitled to attend general meetings of shareholders of the Company on the Record Date, but they do not need to continue to hold their shares or remain entitled until the EGM.

### **Exercise of voting and meeting rights by shareholders holding through Euroclear France**

Shareholders holding their shares through Euroclear France S.A. are not registered in the shareholders' register of the Company. However, they may attend the EGM and vote their shares in person at the meeting by obtaining a power of attorney from Euroclear France. Such a power of attorney can be obtained by completing a form (**Appendix II / Request for power of attorney**) that will be made available to shareholders who hold their shares through Euroclear France by their intermediary upon request. To receive this form, shareholders holding their shares through Euroclear France should contact their intermediary.

Shareholders holding their shares through Euroclear France, who have received a power of attorney from Euroclear France, may attend the EGM and vote their shares in person.

If a shareholder holding his/her shares through Euroclear France wants to designate a third party to represent him at the EGM, he may do so by indicating the name and details of such party on **Appendix II (Request for power of attorney)**.

Shareholders holding their shares through Euroclear France who wish Euroclear France to vote on their behalf, should provide Euroclear France with voting instructions for the EGM and should therefore complete a voting form (**Appendix III / Voting instructions form**) that will be made available to them by their intermediary on their request. To receive this form, shareholders holding their shares through Euroclear France should contact their intermediary.

Shareholders holding their shares through Euroclear France wishing to attend the EGM via the procedure as described above are allowed to vote themselves for the number of shares they are entitled to.

Shareholders holding their shares through Euroclear France wishing to attend the EGM or to issue voting instructions to Euroclear France should complete and sign the appropriate forms. These forms must be received by their intermediary on 10 December 2025 at 5:00 p.m. (CET), at the latest.

Each shareholder holding his/her shares through Euroclear France and who wishes to attend the EGM and vote his/her shares in person or issue voting instructions to Euroclear France must complete and sign the appropriate appendix and return it to his/her intermediary in time, on 10 December 2025, 5:00 p.m. (CET), at the latest.

Please ensure that all of your clients who are intermediaries are informed of this matter in order to enable them to provide the necessary information to shareholders holding their shares through Euroclear France. To do so, please submit to them Appendix I, Appendix II and Appendix III with the instruction for them to submit the appendices to the shareholders on

their request.

The intermediary should collect the applicable form(s) and send it to you. You should then include the relevant Euroclear France account and details of the relevant contact person on the appendix before sending it to TMF.

Contact details of TMF are:

Visiting address: Luna Arena, Herikerbergweg 238, 1101 CM Amsterdam, the Netherlands

P.O. Box 23393, 1100 DW Amsterdam, the Netherlands

Tel: +31 20 57 55 600

Email: [registrar.and.shareholder.services@tmf-group.com](mailto:registrar.and.shareholder.services@tmf-group.com)

The contact person at TMF is Ms. Sandra Lombert or Ms. Saskia Engel.

TMF will co-ordinate the process and will act as your contact for questions and assistance with regard to the content of this letter. If you have any questions please do not hesitate to contact TMF at the telephone number or e-mail address mentioned above.

All appendices that have been completed and signed by shareholders must be received by TMF on 10 December 2025 at 11:59 p.m. (CET) at the latest.

TMF will request a confirmation of shareholding of the Company's shares for shareholders holding shares through Euroclear France on the Record Date. You should send TMF this confirmation of shareholding on 10 December 2025 at 11:59 p.m. (CET) at the latest.

If the shareholder cancels its voting instructions or transfers its shares before the Record Date, the intermediary should inform TMF accordingly.

Thank you for your assistance in this matter. If you have any questions, please contact TMF by telephone or by e-mail.

Yours faithfully,

for STMicroelectronics N.V.

TMF Netherlands B.V.

Registrar

Enclosures:

*Appendix I Letter to shareholders holding their shares through Euroclear France S.A.*

*Appendix II Request for power of attorney (enabling shareholders to attend the Extraordinary General Meeting of Shareholders on behalf of Euroclear France S.A.)*

*Appendix III Voting instructions form (enabling shareholders to issue voting instructions to Euroclear France S.A.)*



## Appendix I

### Letter to shareholders holding their shares through Euroclear France S.A.

To shareholders of STMicroelectronics N.V. holding their shares through Euroclear France S.A.

Date: 23 October 2025

Subject: STMicroelectronics N.V. ("the Company") – Extraordinary General Meeting of Shareholders

Ref. Letter to shareholders

Dear Shareholder,  
Dear Sir/Madam,

The Extraordinary General Meeting of Shareholders (the "EGM") of STMicroelectronics N.V. (the "Company") will be held on 18 December 2025 at the Company's Schiphol offices (WTC, Schiphol Boulevard 265, 1118 BH, Schiphol, the Netherlands). The meeting will begin at 5:00 p.m. (CET). The agenda for the EGM is as follows:

1. Appointment of Armando Varricchio as member of the Supervisory Board (*voting item*)
2. Appointment of Orio Bellezza as member of the Supervisory Board (*voting item*)

Copies of this convocation, the agenda and the explanatory notes to the agenda for the EGM, as well as the other information required by law are deposited for inspection by shareholders and other persons entitled to attend the EGM at the Company's offices at Schiphol (Schiphol Boulevard 265, 1118 BH Schiphol, the Netherlands) as of 23 October 2025 up to and including the date of the EGM. Copies of these documents are available for shareholders and other persons entitled to attend the EGM free of charge. These documents are also available on the Company's website [www.st.com](http://www.st.com) as of that same date.

The Company's shares may be held either (i) as registered shares (the shareholders and other persons entitled to attend the EGM are then included in the Company's shareholders' register); or (ii) in an account with an account holder or intermediary through Euroclear France S.A. ("Euroclear France") or Cede & Co. as nominee of the Depositary Trust Company ("Cede & Co.") (the corresponding registered shares are then included in the Company's shareholders' register in the name of Euroclear France or Cede & Co., as the case may be). The holders of both registered shares and of shares held in an account with an account holder or intermediary through Euroclear France or Cede & Co. are each hereinafter referred to as a "shareholder".

You hold your shares through Euroclear France S.A. ("Euroclear France"), and those shares are registered in the Company's shareholders' register, which is kept at the Company's offices at Schiphol, in the name of Euroclear France.

It is noted that that the persons entitled to attend and, to the extent applicable, cast votes at the EGM will be those who were recorded as having those rights on 20 November 2025 at close of markets (the "Record Date") in a register designated by the Managing Board for that purpose, regardless of whether they are shareholders or other persons entitled to attend general meetings of shareholders of the Company at the time of the EGM. This means that registered shareholders and other persons entitled to attend the EGM need to hold their



shares in the capital of the Company or be otherwise entitled to attend general meetings of shareholders of the Company on the Record Date, but they do not need to continue to hold their shares or remain entitled until the EGM.

**Likewise, you as holder of shares through Euroclear France, also need to hold your shares on the Record Date, but you do not need to continue to hold your shares until the EGM.**

If you wish to attend the EGM and exercise your voting right(s), or if you wish to appoint a representative, you must complete and sign **Appendix II (Request for power of attorney)** in order to obtain a power of attorney issued by Euroclear France for the EGM. Using this power of attorney, you or your representative will be able to attend the EGM and exercise the voting right(s) attached to the shares you hold through Euroclear France.

If you are unable to attend the EGM, you may give Euroclear France voting instructions for the EGM. In this case, you must provide your voting instructions by completing and signing **Appendix III (Voting instructions form)**.

In all cases, your entitlement to attend and cast vote(s) at the EGM on 18 December 2025 will be conditional upon your ownership of the relevant shares held through Euroclear France on the Record Date.

Appendices II or III must be received by your intermediary (not by Euroclear France S.A.) on 10 December 2025, 5:00 p.m. (CET) at the latest.

### **SUMMARY**

If you wish to attend the EGM and vote the shares you hold through Euroclear France in person at the meeting, or if you wish to appoint your representative, you must ensure that your intermediary is in possession of **Appendix II**, duly completed, on 10 December 2025, 5:00 p.m. (CET) at the latest. Do not complete **Appendix III**.

If you do not wish to attend the EGM but do wish to notify Euroclear France of your voting instructions, please ensure that your intermediary is in possession of **Appendix III**, duly completed, on 10 December 2025, 5:00 p.m. (CET) at the latest. Do not complete **Appendix II**.

**In both cases you must hold your shares at close of markets on 20 November 2025, but you do not need to continue to hold your shares until the EGM.**

Thank you for your attention in this matter.

Yours truly,  
For STMicroelectronics N.V.  
TMF Netherlands B.V.  
Registrar



**APPENDIX II - Request for power of attorney**

**You should complete this form:**

- **if you wish to attend the EGM of STMicroelectronics N.V. on 18 December 2025 and to vote in person, or**
- **if you wish to appoint a representative to attend the EGM of STMicroelectronics N.V. on 18 December 2025 and to vote on your behalf**

An Extraordinary General Meeting of Shareholders (“EGM”) of STMicroelectronics N.V. (the “Company”) will be held at the Company’s Schiphol offices (WTC, Schiphol Boulevard 265, 1118 BH Schiphol, the Netherlands), at 5:00 p.m. CET on Thursday, 18 December 2025.

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 EGM on 18 December 2025.

authorizes:

(name).....

(address).....

(country).....

to represent the Shareholder at the EGM on 18 December 2025, 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 EGM on 18 December 2025.

Please note that you need to own your shares in the capital of the Company at close of markets on 20 November 2025 (the Record Date) to be entitled to attend and cast votes at the EGM on 18 December 2025, but you do not need to continue to hold your shares until the EGM of the Company on 18 December 2025.

Signature:.....

Place:.....

Date:.....

**This form must be received by the bank or intermediary at the latest on 10 December 2025, 5:00 p.m. CET**