

APPENDIX I ATTENDANCE FORM

YOU SHOULD COMPLETE THIS FORM IF YOU WISH TO ATTEND THE EGM OF STMICROELECTRONICS N.V. ON MONDAY, DECEMBER 2, 2013 AND TO VOTE YOUR SHARES IN PERSON.

This form must be received by TMF at the latest on November 25, 2013.

..... will attend the EGM of STMicroelectronics N.V., to be held at the offices of the Company at WTC, Schiphol Boulevard 265, Tower H, 6th Floor, 1118 BH Schiphol, the Netherlands at 11:00 a.m. CET on Monday, December 2, 2013.

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 November 4, 2013, the Record Date. ***(Please note that your shares do not need to be blocked until the EGM on December 2, 2013)***

Executed at _____ on _____ 2013

Signature

APPENDIX II POWER OF ATTORNEY

YOU SHOULD COMPLETE THIS FORM IN CASE YOU ARE UNABLE TO ATTEND THE EGM OF STMICROELECTRONICS N.V. ON MONDAY, DECEMBER 2, 2013, BUT WISH TO APPOINT A REPRESENTATIVE.

This form must be received by TMF at the latest on November 25, 2013

..... is unable to attend the EGM of STMicroelectronics N.V., to be held at the offices of the Company at WTC, Schiphol Boulevard 265, Tower H, 6th Floor, 1118 BH Schiphol, the Netherlands at 11:00 a.m. CET on Monday, December 2, 2013, but wishes to appoint a representative to attend the EGM 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., the Company's Registrar; or

* Mr./Mrs./Ms.

Name

Company

Address

is hereby authorized to act as his or her authorized representative at the EGM of STMicroelectronics N.V. on December 2, 2013 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 EGM:

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 vote in respect of the shares mentioned above in accordance with the recommendations of the Supervisory Board and Managing Board of STMicroelectronics N.V., that recommends a vote in favour of each of the proposals listed below.

Item 2: **Resolution 1. Adoption of a quarter dividend in cash of US \$ 0.10 per common share in the fourth quarter of 2013 and a quarter dividend in cash of US \$ 0.10 per common share in the first quarter of 2014, to be charged to the retained earnings (*voting item*)**

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

Item 3: **Resolution 2. Amendment to the Articles of Association (*voting item*)**

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

The undersigned hereby undertakes to hold his/her shares on the Record Date, which is November 4, 2013
(Your shares do not need to be blocked until the Extraordinary General Meeting of Shareholders)

Executed at on 2013

Signature