

STMICROELECTRONICS NV
Form 6-K
May 27, 2015

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

Report on Form 6-K dated May 27, 2015

Commission File Number: 1-13546

STMicroelectronics N.V.
(Name of Registrant)

WTC Schiphol Airport
Schiphol Boulevard 265
1118 BH Schiphol
The Netherlands

(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 Q

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes E

No Q

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes E

No Q

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

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Enclosure: A press release dated May 27, 2015, announcing the adoption of all proposed resolutions at STMicroelectronics' 2015 Annual General Meeting of Shareholders.

PR N°C2781C

STMicroelectronics Shareholders Adopt All Resolutions
at the 2015 Annual General Meeting

Amsterdam, May 27, 2015 - STMicroelectronics (NYSE: STM), a global semiconductor leader serving customers across the spectrum of electronics applications, announced today that all of the proposed resolutions were adopted at the Company's Annual General Meeting of Shareholders (AGM), which was held today in Amsterdam, the Netherlands.

The main resolutions, approved by the shareholders, were:

- The adoption of the Company's Statutory Annual Accounts for the year ended December 31, 2014, prepared in accordance with International Financial Reporting Standards (IFRS);
- The distribution of a cash dividend of US\$0.40 per outstanding share of the Company's common stock, to be distributed in quarterly installments of US\$0.10 in each of the second, third and fourth quarters of 2015 and first quarter of 2016 to shareholders of record in the month of each quarterly payment as per the table below;
- The appointment of Mr. Nicolas Dufourcq as a new member of the Supervisory Board, for a three-year term expiring at the 2018 AGM, in replacement of Mr. Jean d'Arthuys whose mandate terminated as of the 2015 AGM;
- The reappointment of Ms. Martine Verluyten as a member of the Supervisory Board, for a three-year term expiring at the 2018 AGM; and
- The appointment of Ernst & Young Accountants LLP as the Company's external auditor for the 2016-2019 financial years, as required by the new Dutch law which currently imposes an eight-year audit firm rotation period.

The complete agenda and all relevant detailed information concerning the 2015 STMicroelectronics N.V. Annual General Meeting, as well as all related materials, are available on the Company's website (www.st.com) and have been made available to shareholders in compliance with legal requirements.

The draft minutes of the AGM will be posted on the General Meeting of Shareholders page of the Company's website (www.st.com) in June 2015.

The table below summarizes the full schedule for the quarterly dividend distribution*:

| Quarter | Global Record Date | Ex-dividend Date in Europe | Payment Date in Europe | Ex-dividend Date in NYSE | NYSE Payment Date: on or after | Transfer between New York and Dutch registered shares restricted: | |
|---------|--------------------|----------------------------|------------------------|--------------------------|--------------------------------|---|----------------------------------|
| | | | | | | From End of Business in Europe on: | Until Open of Business in NY on: |
| Q2 2015 | 16-Jun-15 | 15-Jun-15 | 17-Jun-15 | 12-Jun-15 | 23-Jun-15 | 15-Jun-15 | 17-Jun-15 |
| Q3 2015 | 22-Sep-15 | 21-Sep-15 | 23-Sep-15 | 18-Sep-15 | 29-Sep-15 | 21-Sep-15 | 23-Sep-15 |
| Q4 2015 | 15-Dec-15 | 14-Dec-15 | 16-Dec-15 | 11-Dec-15 | 22-Dec-15 | 14-Dec-15 | 16-Dec-15 |
| Q1 2016 | 22-Mar-16 | 21-Mar-16 | 23-Mar-16 | 18-Mar-16 | 29-Mar-16 | 21-Mar-16 | 23-Mar-16 |

* Since the Annual General Meeting was held on May 27, 2015, the Company was unable to both set the ex-dividend date for, and to pay, the first dividend installment in May according to the usual schedule, and has therefore resolved, in coordination with the stock exchange and with a view to ensuring the appropriate functioning of the market for its shares from a substantive standpoint, to pay such installment in Europe on June 17, 2015 with an ex-dividend date on June 15, 2015. Other than indicated in the table, the ex-dividend and payment dates for the subsequent installments are consistent with the usual schedule.

About STMicroelectronics

ST is a global leader in the semiconductor market serving customers across the spectrum of sense and power and automotive products and embedded processing solutions. From energy management and savings to trust and data security, from healthcare and wellness to smart consumer devices, in the home, car and office, at work and at play, ST is found everywhere microelectronics make a positive and innovative contribution to people's life. By getting more from technology to get more from life, ST stands for life.augmented.

In 2014, the Company's net revenues were \$7.40 billion. Further information on ST can be found at www.st.com.

For further information, please contact:

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SIGNATURES

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.

STMicroelectronics N.V.

Date: May 27, 2015

By: /s/ Carlo Ferro

Name: Carlo Ferro

Title: Chief Financial Officer

Executive Vice President

Finance, Legal, Infrastructure and Services