

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF

THE SECURITIES EXCHANGE ACT OF 1934

For the month of June 2002

STMicroelectronics N.V.

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(Translation of registrant's name into English)

39, Chemin du Champ-des-Filles,  
1228 Plan-les-Ouates, Geneva, Switzerland

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

Enclosures:

A press release dated June 26, 2002 announcing the completion of the sale of the  
mixed-signal business activities of Alcatel Microelectronics to AMI  
Semiconductor.

STMicroelectronics Announces Completion of Sale of Alcatel Microelectronics'  
Mixed-Signal Business to AMI Semiconductor

GENEVA--(BUSINESS WIRE)--June 26, 2002--STMicroelectronics (NYSE:STM - News)  
today announced the completion of the sale of the mixed-signal business  
activities of Alcatel Microelectronics to AMI Semiconductor.

The transaction, which was announced earlier this year, covers Alcatel  
Microelectronics' mixed-signal ASIC business and development groups, including  
two Alcatel Microelectronics fabrication facilities located in Oudenaarde,  
Belgium and the associated process technologies.

About STMicroelectronics

STMicroelectronics, the world's third largest semiconductor company, is a global  
leader in developing and delivering semiconductor solutions across the spectrum  
of microelectronics applications. An unrivalled combination of silicon and  
system expertise, manufacturing strength, Intellectual Property (IP) portfolio  
and strategic partners positions the Company at the forefront of System-on-Chip  
(SoC) technology and its products play a key role in enabling today's  
convergence markets. The Company's shares are traded on the New York Stock  
Exchange, on Euronext Paris and on the Milan Stock Exchange. In 2001, the  
Company's net revenues were \$6.36 billion and net earnings were \$257.1 million.  
Further information on ST can be found at [www.st.com](http://www.st.com).

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SIGNATURE

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.

Date: June 27, 2002

STMicroelectronics N.V.

By: /s/ Pasquale Pistorio

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Name: Pasquale Pistorio  
Title: President and Chief  
Executive Officer