

SENSIENT TECHNOLOGIES CORP

Form 4

October 30, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CLYDESDALE FERGUS M

2. Issuer Name **and** Ticker or Trading
Symbol
SENSIENT TECHNOLOGIES
CORP [SXT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
777 EAST WISCONSIN AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/30/2014

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

MILWAUKEE, WI 53202

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	10/30/2014		M ⁽¹⁾	V Amount (D) Price 2,000 (1) A \$ 20.07	21,443.943 (2)	D	
Common Stock	10/30/2014		S	2,000 D \$ 57.365 (3)	19,443.943 (2)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 20.07	10/30/2014		M ⁽¹⁾	2,000 ⁽¹⁾	05/02/2006 ⁽⁴⁾	05/02/2015	Common Stock	2,000
Stock Options (Right to Buy)	\$ 20.25					05/01/2007 ⁽⁴⁾	05/01/2016	Common Stock	2,000
Stock Options (Right to Buy)	\$ 26.12					05/01/2008 ⁽⁴⁾	05/01/2017	Common Stock	2,000
Stock Options (Right to Buy)	\$ 30.07					05/01/2009 ⁽⁴⁾	05/01/2018	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CLYDESDALE FERGUS M 777 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202	X

Signatures

/s/ John L. Hammond, Attorney-in-Fact for Dr. Clydesdale 10/30/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Exercise of in-the-money stock option that would otherwise expire on 5/2/2015, exempt from Section 16(b) by virtue of Rule 16b-6(b) and Rule 16b-3(d) and (e).

(2) Includes shares of restricted stock held under Issuer's 2002 Non-Employee Director Stock Plan and 2012 Non-Employee Directors Stock Plan, and shares held in a dividend reinvestment plan.

This amount represents the weighted average sale price for the transactions reported on this line. The actual sale prices ranged from
(3) \$57.33 to \$57.40. The reporting person hereby agrees to provide, upon request by the SEC staff, by the Issuer, or by any security holder of the Issuer, full information regarding the number of shares sold at each separate price

(4) Original option grant vests in three equal annual installments beginning on the date listed in the "Date Exercisable" column.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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