

SENSIENT TECHNOLOGIES CORP
Form 4
April 25, 2005

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MANNING KENNETH P

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)
04/21/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, Pres. and CEO

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 (A) 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|--------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 04/21/2005 | | M ⁽¹⁾ | 20,417 ⁽¹⁾ A \$ 16.5 | 245,550 ⁽²⁾ | D | |
| Common Stock | 04/21/2005 | | S | 583 ⁽³⁾ 4 ⁽⁴⁾ 5 ⁽⁵⁾ D \$ 20.58 | 244,967 ⁽²⁾ | D | |
| Common Stock | 04/21/2005 | | S | 292 ⁽⁴⁾ 3 ⁽³⁾ D \$ 20.59 | 244,675 ⁽²⁾ | D | |
| Common Stock | 04/21/2005 | | S | 292 ⁽⁴⁾ 3 ⁽³⁾ D \$ 20.6 | 244,383 ⁽²⁾ | D | |
| Common Stock | 04/21/2005 | | S | 408 ⁽⁴⁾ 3 ⁽³⁾ D \$ 20.62 | 243,975 ⁽²⁾ | D | |

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| | | | | | | | |
|--------------|------------|---|------------------------------------------------|---|----------|--------------------|---|
| Common Stock | 04/21/2005 | S | <u>292</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.63 | 243,683 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>467</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.64 | 243,216 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>292</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.65 | 242,924 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>292</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.67 | 242,632 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>525</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.68 | 242,107 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>350</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.69 | 241,757 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>350</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.72 | 241,407 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>1,167</u> ⁽⁴⁾ _{(4) (3)} | D | \$ 20.73 | 240,240 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>292</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.74 | 239,948 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>1,750</u> ⁽⁴⁾ _{(4) (3)} | D | \$ 20.75 | 238,198 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>1,692</u> ⁽⁴⁾ _{(4) (3)} | D | \$ 20.76 | 236,506 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>933</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.77 | 235,573 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>583</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.78 | 234,990 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>2,742</u> ⁽⁴⁾ _{(4) (3)} | D | \$ 20.8 | 232,248 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>117</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.82 | 232,131 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>350</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.83 | 231,781 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>233</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.84 | 231,548 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>292</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.85 | 231,256 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>525</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.86 | 230,731 <u>(2)</u> | D |
| Common Stock | 04/21/2005 | S | <u>350</u> ⁽⁴⁾ ₍₃₎ | D | \$ 20.87 | 230,381 <u>(2)</u> | D |
| | 04/21/2005 | S | | D | | 230,148 <u>(2)</u> | D |

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| | | | | |
|--------------|----------------------------------|--------------------------|---|---------------------------|
| Common Stock | 233 ⁽⁴⁾ <u>(3)</u> | \$ 20.88 | | |
| Common Stock | | 7,423.443 <u>(6)</u> | I | ESOP |
| Common Stock | | 12,412.741 <u>(7)</u> | I | Savings Plan |
| Common Stock | | 2,000 | I | Spouse |
| Common Stock | | 36,650.723 <u>(8)</u> | I | Supplemental Benefit Plan |

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

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(9-02)

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) | \$ 15.5625 | | | | | 09/16/1997 09/16/2006 | Common Stock 90,000 |
| Stock Options (Right to buy) | \$ 18.54 | | | | | 12/10/2002 12/11/2011 | Common Stock 150,000 |
| Stock Options (Right to buy) | \$ 19.4 | | | | | 12/08/2003 12/08/2013 | Common Stock 100,000 |
| Stock Options (Right to buy) | \$ 20.0938 | | | | | 09/15/1998 09/15/2007 | Common Stock 76,000 |

| | | | | | | | | | |
|------------------------------|------------|------------|--|-------------------------|------------|------------|--------------|--------------|--------|
| Stock Options (Right to buy) | \$ 21.5625 | | | | 09/14/1999 | 09/14/2008 | Common Stock | 73,000 | |
| Stock Options (Right to buy) | \$ 22 | | | | 12/11/2001 | 12/11/2010 | Common Stock | 150,000 | |
| Stock Options (Right to buy) | \$ 22.1875 | | | | 09/13/2000 | 09/13/2009 | Common Stock | 75,000 | |
| Stock Options (Right to buy) | \$ 23 | | | | 12/06/2005 | 12/06/2014 | Common Stock | 80,000 | |
| Stock Options (Right to buy) | \$ 23.19 | | | | 12/09/2003 | 12/09/2012 | Common Stock | 150,000 | |
| Stock Options (Right to buy) | \$ 16.5 | 04/21/2005 | | <u>M</u> ⁽¹⁾ | 20,417 | 09/18/1996 | 09/18/2005 | Common Stock | 20,417 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MANNING KENNETH P 777 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202 | X | | Chairman, Pres. and CEO | |

Signatures

John L. Hammond, Attorney-In-Fact for Mr. Kenneth P. Manning

04/25/2005

**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).
- (3) All sales reported in this Form 4 were pursuant to a single sale order.
- (8) Represents shares held in Issuer's Supplemental Benefit Plan as of the most recent statement date.
- (1) Exercise of in-the-money employee stock option that would otherwise expire on 9/18/2005, exempt from Section 16(b) by virtue of Rule 16b-6(b) and Rule 16b-3(d) and (e).

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- (6) Represents shares held in Issuer's ESOP as of the most recent statement date.
- (7) Represents shares held in Issuer's Savings Plan as of the most recent statement date.
- (9) Original option grant vests in three equal annual installments beginning on the date listed.
- (2) Includes shares of restricted stock held under the Issuer's 2002 and 1998 stock option plans.
- (5) All sales on 4/21/2005 (whether reported on this Form 4 or the separate Form 4 also filed for 4/21/2005) were pursuant to a single sale order. For complete information regarding all sales on 4/21/2005, both Form 4 filings should be reviewed.
- (4) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

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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