

ROLFS STEPHEN J
Form 4
December 10, 2012

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 *
ROLFS STEPHEN J

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)
12/06/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Administration

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 | 12/06/2012 | | A | | 22,000 <u>(1)</u> \$ 0 | D | |
| Common Stock | 12/06/2012 | | F | | 3,500 <u>(3)</u> \$ 36 | D | |
| Common Stock | | | | | 3,716.446 | I | ESOP <u>(4)</u> |
| Common Stock | | | | | 1,643.01 | I | Savings Plan <u>(5)</u> |
| Common Stock | | | | | 675.428 | I | Supplemental Benefit Plan <u>(6)</u> |

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to Buy) | \$ 19.4 | | | | | 12/08/2004 ⁽⁷⁾ 12/08/2013 | Common Stock | 8,000 |
| Stock Options (Right to Buy) | \$ 23 | | | | | 12/06/2005 ⁽⁷⁾ 12/06/2014 | Common Stock | 10,000 |
| Stock Options (Right to Buy) | \$ 18.57 | | | | | 12/01/2006 ⁽⁷⁾ 12/01/2015 | Common Stock | 9,000 |
| Stock Options (Right to Buy) | \$ 24.15 | | | | | 12/07/2007 ⁽⁷⁾ 12/07/2016 | Common Stock | 2,125 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROLFS STEPHEN J 777 EAST WISCONSIN AVENUE MILWAUKEE, WI 53202 | | | VP Administration | |

Signatures

/s/ John L. Hammond, Attorney-in-Fact for Mr.
Rolfs

12/10/2012

__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) Represents grant of restricted stock under Issuer's 2007 Restricted Stock Plan.
- (2) Includes shares of restricted stock held under Issuer's 1998 and 2002 Stock Option Plans and Issuer's 2007 Restricted Stock Plan.
- (3) Shares were withheld to cover tax withholding in connection with the vesting of a prior restricted stock grant.
- (4) Represents shares held in Issuer's ESOP as of the end of the month immediately preceding this filing.
- (5) Represents shares held in Issuer's Savings Plan as of the end of the month immediately preceding this filing.
- (6) Represents shares held in Issuer's Supplemental Benefit Plan as of the end of the month immediately preceding this filing.
- (7) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.