WROE THOMAS JR

Form 4

November 20, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL				
_	OMB Number:	3235-0287								
Check this box if no longer				Expires:	January 31, 2005					
subject to Section 16.	SIAII	EMENT O	F CHANGES IN BENEFICIAL OW SECURITIES	Estimated average burden hours per						
Form 4 or			Section 16(a) of the Securities Exchange	response	0.5					
Form 5 obligations										
may continue.  See Instruction  See Instruction										
1(b).	L	, ,	1 3							
(Print or Type Responses)										
1. Name and Address of Reporting Person * WROE THOMAS JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer						
			Sensata Technologies Holding N.V. [ST]	ck all applicable)						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director X Officer (give						
C/O SENSATA INC, 529 PLEAS			11/19/2012	below) Chief E	below) executive Officer					
(	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi	nt/Group Filin	g(Check				
ATTLEBORO, MA 02703			T Hed(Month/Day/ 1eat)	Applicable Line) _X_ Form filed by O Form filed by Mereson	One Reporting Person fore than One Reporting					

								1 (15011						
(City)	(State) (	Zip) Table	le 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)	Code		4. Securities Acq n(A) or Disposed (D) (Instr. 3, 4 and 5) (A) or		of	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)				
Ordinary			Code	V	Amount	(D)	Price	(Ilistr. 3 and 4)						
Shares, par value EUR 0.01 per share	11/19/2012		G(1)	V	10,000	D	\$ 0	155,695 (2)	D					
Ordinary Shares, par value EUR 0.01 per share	11/19/2012		G <u>(1)</u>	V	10,000	A	\$0	10,000	I	By a Family Trust				

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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

	<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	nt of	Derivative	
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	
		Derivative				Securities			(Instr.	3 and 4)		
		Security				Acquired						
		·				(A) or						
						Disposed						
						of (D)						
						(Instr. 3,						
						4, and 5)						
										Amount		
							Date	Expiration		or		
						Exercisable	Date		Number			
										of		
					Code V	(A) $(D)$				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WROE THOMAS JR C/O SENSATA TECHNOLOGIES, INC 529 PLEASANT STREET ATTLEBORO, MA 02703

X Chief Executive Officer

## **Signatures**

/s/ Joseph Baillargeon by power of attorney 11/20/2012

\*\*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) This transaction involved a gift of securities by the reporting person to a family trust established for the benefit of the reporting person's children.
- (2) Includes 92,240 of unvested restricted stock.

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.

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