Sensata Technologies Holding N.V.

Form 4

September 10, 2013

September 1	0, 2013										
FORM	14				~~~ .	NAT A		OMB AF	PPROVAL		
	UNITEDS		URITIES A Vashington			NGE C	OMMISSION	OMB Number:	3235-0287		
Check th	700							Expires:	January 31,		
if no long subject to Section 1 Form 4 o	6. SIAIE M	ENT OF CHA	ANGES IN SECUI		ICIA	L OWI	NERSHIP OF	Estimated average burden hours per response 0.5			
Form 5 obligations may continue. See Instruction 1(b). 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 I	Responses)										
1. Name and A	Address of Reporting F FREY J	suer Name an				5. Relationship of Reporting Person(s) to Issuer					
			Sensata Technologies Holding N.V. [ST]				(Check all applicable)				
			ate of Earliest Transaction nth/Day/Year)				Director 10% Owner X Officer (give title Other (specify				
C/O SENSATA TECHNOLOGIES, 09/06/2013 INC., 529 PLEASANT STREET						below) COO and CFO					
	(Street)		mendment, D Month/Day/Yea	_	1		6. Individual or Jos Applicable Line) _X_ Form filed by O	one Reporting Per	rson		
ATTLEBORO, MA 02703 — Form filed by More than One Reporting Person						porting					
(City)						_	uired, Disposed of				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code	Transaction(A) or Disposed of (D) Sec Code (Instr. 3, 4 and 5) Ber (Instr. 8) Ow Fol			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Ordinary Shares, par value EUR 0.01 per share	09/06/2013		S	8,708 (1)	D	\$ 38.17 (2)	208,038 (3)	D			
Ordinary Shares, par value EUR 0.01 per share	09/09/2013		M	50,000 (5)	A	\$ 7.3	258,038 (3)	D			
	09/09/2013		S		D		208,038 (3)	D			

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Ordinary Shares, par	50,000 (5)	\$ 38.61	
value EUR		(4)	
0.01 per			
share			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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 onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ransactionDerivative ode Securities nstr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and Underlying S (Instr. 3 and	Securities	8 E S (1
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options to Buy	\$ 7.3	09/09/2013		M		50,000 (5)	<u>(6)</u>	03/28/2017	Ordinary Shares, par value EUR 0.01 per share	50,000			

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
COTE IEEEDEN I							

COTE JEFFREY J C/O SENSATA TECHNOLOGIES, INC. **529 PLEASANT STREET** ATTLEBORO, MA 02703

COO and CFO

Signatures

/s/ Joseph Baillargeon by power of 09/10/2013 attorney

> **Signature of Reporting Person Date

2 Reporting Owners

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 was made through a 10B5-1 Sales Plan to cover taxes due by the reporting person upon vesting of restricted security awards.
- (2) Represents a weighted average execution price. The shares were sold in multiple transactions at prices ranging from \$38.13 to \$38.22, inclusive.
- (3) Includes 176,480 of unvested restricted securities, of which 44,900 securities are subject to performance conditions.
- (4) Represents a weighted average execution price. The shares were sold in multiple transactions at prices ranging from \$38.50 to \$38.75, inclusive.
- (5) This transaction was made through a 10B5-1 Sales Plan.
- (6) These options are currently exercisable.

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.