

Sensata Technologies Holding N.V.  
 Form 4  
 November 04, 2015

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
**BRAAKSMA GEERT**

2. Issuer Name and Ticker or Trading Symbol  
 Sensata Technologies Holding N.V.  
 [ST]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 C/O SENSATA TECHNOLOGIES, INC., 529 PLEASANT STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/03/2015

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Vice President Global HVOR

ATTLEBORO, MA 02703

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   |
| Ordinary Shares, par value EUR 0.01 per share | 11/03/2015                           |  | M                              |   | 9,150   | A  | \$ 33.48  |
|   |                                      |  |                                |   |   |  | 15,547 <sup>(1)</sup>                                 |
| Ordinary Shares, par value EUR 0.01 per share | 11/03/2015                           |  | M                              |   | 6,600   | A  | \$ 32.03  |
|   |                                      |  |                                |   |   |  | 22,147 <sup>(1)</sup>                                 |
|   | 11/03/2015                           |  | M                              |   | 2,332   | A  | 24,479 <sup>(1)</sup>                                 |
|   |                                      |  |                                |   |   |  | D   |

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|   |            |   |        |   |                         |                       |   |  |
|---|------------|---|--------|---|-------------------------|-----------------------|---|--|
| Ordinary Shares, par value EUR 0.01 per share |            |   |        |   |                         | \$ 43.16              |   |  |
| Ordinary Shares, par value EUR 0.01 per share | 11/03/2015 | M | 10,900 | A | \$ 35.01                | 35,379 <sup>(1)</sup> | D |  |
| Ordinary Shares, par value EUR 0.01 per share | 11/03/2015 | M | 25,000 | A | \$ 14.8                 | 60,379 <sup>(1)</sup> | D |  |
| Ordinary Shares, par value EUR 0.01 per share | 11/03/2015 | S | 54,874 | D | \$ 49.29 <sup>(2)</sup> | 5,505 <sup>(1)</sup>  | 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)

**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 to Buy                       | \$ 33.48   | 11/03/2015                           |  | M                              | 9,150   | <sup>(3)</sup> 04/01/2022                                | Ordinary Shares, par value EUR 0.01 per share                 | 9,150                         |
|  | \$ 32.03   | 11/03/2015                           |  | M                              | 6,600   | <sup>(3)</sup> 04/05/2023                                |   | 6,600                         |

| Stock options to Buy |          |            |   |        |     |            |  | Ordinary Shares, par value EUR 0.01 per share |        |
|----------------------|----------|------------|---|--------|-----|------------|--|---|--------|
| Stock options to Buy | \$ 43.16 | 11/03/2015 | M | 2,332  | (3) | 04/01/2024 |  | Ordinary Shares, par value EUR 0.01 per share | 2,332  |
| Stock options to Buy | \$ 35.01 | 11/03/2015 | M | 10,900 | (3) | 04/01/2021 |  | Ordinary Shares, par value EUR 0.01 per share | 10,900 |
| Stock options to Buy | \$ 14.8  | 11/03/2015 | M | 25,000 | (3) | 09/04/2019 |  | Ordinary Shares, par value EUR 0.01 per share | 25,000 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| BRAAKSMA GEERT<br>C/O SENSATA TECHNOLOGIES, INC.<br>529 PLEASANT STREET<br>ATTLEBORO, MA 02703 |               |           | Vice President Global HVOR |       |

## Signatures

/s/ Michael Richards by power of attorney  
11/04/2015

\*\*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) Includes 3,645 unvested restricted securities subject to performance conditions.
- (2) Represents the weighted average execution price. The shares were sold in multiple transactions at prices ranging from \$48.90 to \$49.60, inclusive.
- (3) These options are currently exercisable.

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(4) None of these options are currently exercisable.

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