

Chawla Paul
Form 3
January 10, 2018

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Chawla Paul		(Month/Day/Year)	Sensata Technologies Holding N.V. [ST]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
529 PLEASANT STREET			(Check all applicable)	
(Street)			☐ Director ☐ 10% Owner ☒ Officer ☐ Other (give title below) (specify below) SVP, Performance Sensing Auto	
ATTLEBORO,Â MAÂ 02703			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Ordinary Shares, par value EUR 0.01 per share	22,151 ⁽¹⁾ ⁽²⁾	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Stock options to Buy	Â ⁽³⁾	07/16/2024	Ordinary Shares, par value EUR 0.01 per share 10,400 ⁽⁴⁾ \$ 48	D Â
Stock options to Buy	Â ⁽⁵⁾	04/01/2025	Ordinary Shares, par value EUR 0.01 per share 6,261 ⁽⁶⁾ \$ 56.94	D Â
Stock options to Buy	Â ⁽⁷⁾	04/01/2026	Ordinary Shares, par value EUR 0.01 per share 11,327 ⁽⁸⁾ \$ 38.96	D Â
Stock options to Buy	Â ⁽⁹⁾	04/01/2027	Ordinary Shares, par value EUR 0.01 per share 12,069 ⁽¹⁰⁾ \$ 43.67	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chawla Paul 529 PLEASANT STREET ATTLEBORO, MA 02703	Â	Â	Â SVP, Performance Sensing Auto	Â

Signatures

/s/ Paul Chawla 01/10/2018

⁽¹⁰⁾Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 unvested performance-based restricted securities granted to the reporting person on various dates as follows: 2,854 granted on April 1, 2015; 5,134 granted on April 1, 2016 and 7,157 granted on April 1, 2017. These restricted securities will vest three years after their respective grant date subject to the issuer's satisfaction of certain performance criteria. Also includes unvested time-based restricted securities granted to the reporting person on various dates as follows: 857 granted on April 1, 2015; 3,467 granted on April 1, 2016 and 1,718 granted on April 1, 2017. These restricted securities will vest three years after their respective grant date.
 - (2) Includes 964 ordinary shares beneficially owned by the reporting person.
 - (3)

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Option grant vests over four years at 25% each year, beginning on the first anniversary of the grant. Currently, 7,800 of these options are exercisable.

- (4) Consists of options granted to the reporting person on July 16, 2014.
- (5) Option grant vests over four years at 25% each year, beginning on the first anniversary of the grant. Currently, 3,130 of these options are exercisable.
- (6) Consists of options granted to the reporting person on April 1, 2015.
- (7) Option grant vests over four years at 25% each year, beginning on the first anniversary of the grant. Currently, 2,831 of these options are exercisable.
- (8) Consists of options granted to the reporting person on April 1, 2016.
- (9) Option grant vests over four years at 25% each year, beginning on the first anniversary of the grant. None of these options are exercisable.
- (10) Consists of options granted to the reporting person on April 1, 2017.

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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