

SENSIENT TECHNOLOGIES CORP

Form 8-K

November 12, 2004

Table of Contents

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

**November 8, 2004
(Date of Report/Date of earliest event reported)**

**SENSIENT TECHNOLOGIES
CORPORATION**

(Exact name of registrant as specified in its charter)

**WISCONSIN
(State or other
jurisdiction
of incorporation)**

**1-7626
(Commission File
Number)**

**39-0561070
(IRS Employer
Identification No.)**

**777 East Wisconsin Avenue
Milwaukee, Wisconsin 53202-5304
(Address and zip code of principal executive offices)**

**(414) 271-6755
(Registrant's telephone number, including area code)**

**N/A
(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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TABLE OF CONTENTS

ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

SIGNATURES

EXHIBIT INDEX

Amended and Restated Articles of Incorporation

Table of Contents

ITEM 5.03 AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR

On November 8, 2004, Sensient Technologies Corporation (the Company) filed Articles of Correction to its Amended and Restated Articles of Incorporation with the Department of Financial Institutions of the State of Wisconsin (the

DFI) to state that the aggregate number of shares of stock which it is authorized to issue is 100,250,000. The Articles of Correction corrected Section 3.1 of the Amended and Restated Articles of Incorporation filed by the Company with the DFI on January 22, 1999, which incorrectly stated that the aggregate number of shares of stock duly authorized to be issued by the Company was 250,250,000. On review of its corporate records, the Company recently determined that its 1999 amendment to increase the authorized stock to 250,250,000 shares was not properly adopted by the shareholders. The Company believes that this difference in authorized stock has not had, nor will it have during the foreseeable future, a material effect on its operations.

A copy of the Amended and Restated Articles of Incorporation of the Company, as corrected, is attached as Exhibit 3.1 hereto.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Exhibit 3.1: Amended and Restated Articles of Incorporation

Table of Contents

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SENSIENT TECHNOLOGIES
CORPORATION

(Registrant)

By: /s/ John L. Hammond

Name: John L. Hammond

Title: Vice President, Secretary and
General Counsel

Date: November 11, 2004

Table of Contents

EXHIBIT INDEX

3.1 Amended and Restated Articles of Incorporation

4