SENESCO TECHNOLOGIES INC

Form 4 June 16, 2014

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

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 * **GRAZIANO JAMES JOSEPH**

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction

Symbol

SENESCO TECHNOLOGIES INC

[SNTI]

(Last) (First) (Middle)

(Month/Day/Year)

11099 NORTH TORREY PINES 06/13/2014

ROAD, SUITE 230

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

LA JOLLA, CA 92037

Security

(Instr. 3)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of

Securities

Following

Owned

Beneficially

Issuer

below)

Director

Applicable Line)

X_ Officer (give title

(City) (State) (Zip) 1. Title of

2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code

Disposed of (D) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

> Reported (A) Transaction(s) or (Instr. 3 and 4)

4. Securities

Code V Amount (D) Price

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 (9-02)required to respond unless the form displays a currently valid OMB control number.

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

3. Transaction Date 3A. Deemed 1. Title of (Month/Day/Year) Execution Date, if TransactionDerivative Derivative Conversion

5. Number of

6. Date Exercisable and **Expiration Date**

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chief Technology Officer

6. Ownership

Form: Direct

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

10% Owner Other (specify

7. Nature of

Ownership (Instr. 4)

Indirect

(D) or Indirect Beneficial

Estimated average

burden hours per

7. Title and Amou Underlying Securi

1

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sl
Series FA Warrants	\$ 3	06/13/2014		D <u>(1)</u>		24,641	05/16/2014	06/16/2014	Common Stock	24,
Series FA Warrants	\$ 3	06/13/2014		A <u>(1)</u>	24,641		06/13/2014	12/16/2014	Common Stock	24,

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
GRAZIANO JAMES JOSEPH 11099 NORTH TORREY PINES ROAD SUITE 230 LA JOLLA, CA 92037			Chief Technology Officer			

Signatures

/s/ James Graziano	06/16/2014		
**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) The reported transactions involved an amendment of outstanding warrants, resulting in the deemed cancellation of the "old" warrants and the issuance of replacement warrants.

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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