

OMB Number:.....3235-0287  
Expires:..January 31, 2005  
Estimated average burden  
hours per response....0.5

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[ ] Check this box if no longer  
subject to Section 16. Form 4  
or 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(f) of  
the Investment Company Act 1940

(Print of Type Responses)

|  |         |          |   |  |  |  |
|--|---------|----------|---|--|--|--|
| 1. Name and Address of Reporting Person*                       |         |          | 2. Issuer Name and Ticker or Trading Symbol   |  | 6. Relationship of Reporting Person (s)<br>to Issuer (Check all Applicable)                            |  |
| Rector David   |         |          | SENECO TECHNOLOGIES, INC. ("SNT")<br>American Stock Exchange                        |  | X Director 10% Owner   |  |
| (Last)   | (First) | (Middle) | 3. IRS Identification<br>Number of Reporting<br>Person, if an entity<br>(voluntary) |  | 4. Statement for Month/<br>Day/Year<br>01/07/03  |  |
| c/o Senesco Technologies, Inc.<br>303 George Street, Suite 420 |         |          |   |  | --- Officer (give title below) --- Other (Specify below)   |  |
| (Street)   |         |          |   |  | 7. Individual or Joint/Group Filing<br>(Check Applicable Line)<br>X Form filed by One Reporting Person |  |
| New Brunswick  | NJ      | 08901    |   |  | --- Form filed by More than One<br>--- Reporting Person  |  |
| (City)   | (State) | (Zip)    |   |  |  |  |

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

| 1. Title of Security<br>(Instr. 3) | 2. Trans-<br>action Date<br>(Month/<br>Day/<br>Year) | 2A. Deemed<br>Execut-<br>ion Date,<br>if any<br>(Month/<br>Day/<br>Year) | 3. Transac-<br>tion Code<br>(Instr. 8) | 4. Security Acquired<br>(A) or Disposed<br>of (D)<br>(Instr. 3, 4 & 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned Follow-<br>ing Reported<br>Transaction(s)<br>(Instr. 3 & 4) | 6. Owner-<br>ship<br>Form:<br>Direct(D)<br>or Indir.<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Ownership<br>(Instr. 4) |
|------------------------------------|--|--|--|--|---|---|---|
|                                    |  |  |  |  |   |   |   |
|                                    |  |  |  |  |   |   |   |
|                                    |  |  |  |  |   |   |   |
|                                    |  |  |  |  |   |   |   |
|                                    |  |  |  |  |   |   |   |
|                                    |  |  |  |  |   |   |   |

Reminder: Report of a separate line for each class of securities beneficially  
owned directly or indirectly.  
\*If the form is filed by more than one reporting person, see Instruction 4(b)(v)

Potential persons who are to respond to the collection of information contained  
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(over)  
SEC 1474(9-02)

FORM 4 (continued)  
TABLE II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible security)

| 1. Title<br>of Deriv-<br>ative<br>Security<br>(Instr. 3) | 2. Con-<br>ver-<br>sion or<br>Exercise<br>Price of<br>Deriva- | 3. Tran-<br>saction<br>Date<br>(Month/<br>Day/ | 3A. Deemed<br>Execution<br>Date, if<br>any<br>(Month/ | 4. Tran-<br>saction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D) | 6. Date<br>Exercisable<br>and<br>Expiration<br>Date | 7. Title and Amount<br>or Underlying<br>Securities<br>(Instr. 3 & 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) |
|--|---|--|---|---|--|---|--|---|
|--|---|--|---|---|--|---|--|---|

|                              | tive<br>Security | Year)    | Day/<br>Year) |      |   | (Instr. 3, 4<br>and 5) |     | (Month/Day/<br>Year)     |                |                 |                                  |
|------------------------------|------------------|----------|---------------|------|---|------------------------|-----|--------------------------|----------------|-----------------|----------------------------------|
|                              |                  |          |               | Code | V | (A)                    | (D) | Date<br>Exercis-<br>able | Expir.<br>Date | Title           | Amount or<br>Number of<br>Shares |
| Common<br>Stock<br>Option(1) | \$2.35           | 01/07/03 | N/A           | A    |   | 15,000                 |     | 01/07/03                 | 01/06/13       | Common<br>Stock | 15,000                           |
|                              |                  |          |               |      |   |                        |     |                          |                |                 |                                  |
|                              |                  |          |               |      |   |                        |     |                          |                |                 |                                  |

| 9.Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transactions(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Securities<br>Beneficially<br>Owned at<br>End of<br>Month<br>(Instr. 4) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|--|
| 15,000   | D   |  |
|  |   |  |
|  |   |  |

Explanation of Responses:

(1) Such options were granted to Mr. Rector pursuant to the Company's 1998 Stock Incentive Plan, as amended, with one-half of such options vesting on January 7, 2003 and one-half of such options vesting on January 7, 2004.

/s/ David Rector

1/09/03

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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