INTERNATIONAL FLAVORS & FRAGRANCES INC.
CHARTER OF THE GOVERNANCE & CORPORATE RESPONSIBILITY COMMITTEE OF THE BOARD OF DIRECTORS
(amended and restated on October 28, 2026)

1. Purpose

The Governance & Corporate Responsibility Committee (the "Committee") of the Board of Directors (the "Board") of International Flavors & Fragrances Inc. (together with its subsidiaries, the "Company") is responsible for (i) developing criteria for Board membership and identifying, assessing and recommending Board nominees for election; (ii) reviewing and recommending to the Board, the size and composition of the Board and Board committees; (iii) developing and conducting Board and Board committee evaluations; (iv) overseeing Chief Executive Officer ("CEO") evaluations and establishing CEO annual performance goals; (v) CEO succession planning; (vi) monitoring and making recommendations to the Board with respect to corporate governance issues; (vii) reviewing and approving related party transactions; and (viii) overseeing sustainability matters. It may also have other duties as may from time to time be assigned to it by the Board.

In performing its duties, the Committee maintains effective working relationships with the Board and the Company's management.

2. Membership

The Committee shall consist of at least three members, including a committee chair (the "Chair"). The Board, based on the recommendation of the Committee, shall appoint the members of the Committee and the Chair annually. The members of the Committee may be replaced or removed by the Board at any time in the Board's sole discretion.

All members of the Committee must satisfy the "independence" requirements of the New York Stock Exchange ("NYSE"), and be free of any relationship that, in the opinion of the Board, may interfere with his or her exercise of independent judgment as a Committee member. No person may be made a member of the Committee if his or her service on the Committee would violate any restriction on service imposed by any rule, regulation or standard of the United States Securities and Exchange Commission ("SEC") or the NYSE.

3. Committee Responsibilities

The Committee has the following responsibilities:

Board Candidates and Nominees

a. To review with the Board the desired experience, mix of skills and other qualities of Directors and candidates to assure appropriate Board composition, taking into account the current Board members and the specific needs of the Company and the Board;

b. To develop and periodically review criteria for the selection of new Directors and nominees for vacancies on the Board, and make recommendations to the Board with respect thereto;

c. To develop and periodically review policies and procedures regarding the submission of Director nominations for consideration by the Committee;

d. To review the suitability for continued service of Directors and recommend whether or not they should be re-nominated, and identify and recommend to the Board, for election by the shareholders at the Annual Meeting of Shareholders, qualified candidates for Board membership who bring the background, knowledge, experience, skill set and expertise that would strengthen and increase the diversity of the Board consistent with the criteria set forth in the Company's Corporate Governance Guidelines;

e. To identify and recommend to the Board prospective Director candidates in the event of any vacancy on the Board or any increase in the size of the Board;

f. To review candidates recommended by shareholders for election to the Board;

g. To assess whether a candidate for the Board is (i) independent in accordance with the requirements of the NYSE, the SEC and other relevant criteria and (ii) a financial expert or financially literate in accordance with the requirements of the NYSE and the SEC;

h. To review a Director's suitability for continued service on the Board when such Director tenders his or her resignation pursuant to Section 2 or Section 10 of the Company's Corporate Governance Guidelines, and to recommend to the Board the action, if any, to be taken with respect to the tendered resignation;

i. To work with senior management to provide an orientation and education program for Directors; and

j. To facilitate Board discussion and dialogue with respect to these matters.

Board and Committees

a. To review periodically the size of the Board and recommend to the Board changes as appropriate;

b. To establish and review policies pertaining to the roles, responsibilities, tenure and removal of Directors;

c. To review at least annually all Board committees and recommend to the Board changes, as appropriate, in the number, responsibilities, membership and Chairs of the Board committees; and

d. To recommend that the Board establish such special or standing committees as may be necessary or appropriate to address ethical, legal, business or other matters that may arise.

Board and Chief Executive Officer Evaluations / Succession Planning

a. To develop and review periodically a process for, and conduct an annual evaluation of, the effectiveness of the Board;

b. To develop and review periodically a process for an annual evaluation of the effectiveness of this Committee, the Audit Committee, the Human Capital & Compensation Committee and any other Board committees;

c. To develop and review periodically a process for an annual evaluation by the independent Directors of the performance of the CEO. The Chairs of the Governance & Corporate Responsibility and Human Capital & Compensation Committees and the Chair of the Board shall review the Independent Director evaluations together, and the Chair of the Board and the Chair of the Committee shall communicate the results of the evaluation to the CEO;

d. To establish and recommend to the Board the annual performance goals for the CEO; and

e. To oversee CEO succession planning.

Corporate Governance

a. To develop and recommend to the Board a set of Corporate Governance Guidelines for the Company;

b. To review the Board's Corporate Governance Guidelines at least annually, and recommend changes as appropriate, to assure that they reflect best practices and are appropriate for the Company, including on Sustainability matters, and to assist the Board in achieving such best practices;

c. To review periodically third-party evaluations of Company corporate governance and consider appropriate actions in response to such evaluations;

d. To oversee Board responses to shareholder communications and proposals; and

e. To annually review the tasks required under the Corporate Governance Guidelines to assure those tasks are completed.

Related Person Transactions

a. To conduct a reasonable prior review of and oversee all related party transactions, if any, required to be disclosed in the Company's annual proxy statement pursuant to SEC Regulation S-K, Item 404 or that are otherwise submitted to the Company for review, for potential conflicts of interest, and prohibit such transactions determined to be inconsistent with the interests of the Company and its shareholders. If appropriate, the Committee will approve transactions with related parties in accordance with the Company's Related Person Transactions Policy; and

b. To review and, if appropriate, amend the Related Person Transaction Policy to assure that it reflects best practices and that it is appropriate for the Company.

Sustainability

a. To support, assist and review the Company's policies, programs and practices on sustainability and corporate responsibility and assess new opportunities that would support the Company's sustainability and corporate responsibility targets and goals, including, as appropriate, matters relating to environmental stewardship, operational eco-efficiency, climate and water risk strategy, deforestation, human rights, biodiversity and responsible sourcing; and

b. Review and discuss with management, as the Committee deems appropriate, the Company's environmental performance and other sustainability and corporate responsibility matters, which may include, among other things, programs, compliance and regulatory developments, and policies and disclosures relating to Environmental Reporting, Human Rights, Deforestation and Biodiversity.

Other Duties

a. Review and approve any requests from Named Executive Officers ("NEOs") to serve as directors on boards of outside entities; and

b. To oversee policies and plans related to corporate citizenship and philanthropy.

4. Charter and Annual Assessment

The Committee shall annually evaluate its performance to confirm that it is meeting its responsibilities under this Charter. In this review, the Committee shall consider, among other things, (a) the appropriateness of the scope and content of this Charter, (b) the appropriateness of matters presented for information and approval, (c) the sufficiency of time for consideration of agenda items, (d) the frequency and length of meetings and (e) the quality of written materials and presentations. The Committee shall review and assess the adequacy of this Charter at least annually and recommend to the Board such changes to this Charter as the Committee deems appropriate.

5. Investigations and Studies / Funding

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities as described above, and has the authority in its sole discretion, to retain consultants or legal, financial or other advisors and consultants to assist in the fulfillment of its obligations, as it deems appropriate, without consulting or obtaining the approval of any officer of the Company, with respect to any matters subject to its authority. The Company shall provide for funding for payment of compensation to any such advisors and consultants.

6. Delegation of Authority to Subcommittees

The Committee shall have the authority to delegate any of its responsibilities to one or more Committee members or subcommittees of Committee members, as the Committee deems appropriate.

7. Procedures

The Committee shall meet at least three times each year and more frequently if circumstances warrant. The Committee shall meet periodically in executive session without Company management present. Meetings of the Committee may be called by the Chair of the Board or any member of the Committee. Regular meetings shall be communicated by the Chair of the Committee at the beginning of each year and notice of special Committee meetings shall be given in accordance with the procedures for special meetings of the Board described in Article II, Section 9 of the Company's By-Laws. The Chair of the Committee, in consultation with the other Committee members, shall determine the frequency and length of the Committee meetings and shall set meeting agendas consistent with this Charter. Meetings of the Committee may be held in person, by video conference or telephonically. The Chair of the Committee shall preside over meetings of the Committee. In the absence of the Chair at any meeting of the Committee, those members of the Committee present shall designate a Committee member to serve as acting Chair. A majority of Committee members shall constitute a quorum. All determinations of the Committee shall be made by a majority of its members present at a meeting duly called and held, except as specifically provided herein. In the event the number of Committee members voting in favor of a proposal and the number of Committee members voting against such proposal are equal, the proposal shall be submitted to a vote of the Board. The Committee shall maintain minutes or other records of meetings and activities of the Committee. The Committee may invite to its meetings any Director, member of management of the Company, and such other persons as it deems appropriate in order to carry out its responsibilities. Any decision or determination of the Committee reduced to writing and signed by all members of the Committee shall be fully as effective as if it had been made at a meeting duly called and held. The Committee shall provide regular reports to the Board regarding the execution of the Committee's duties and responsibilities, activities, any issues encountered and related recommendations.