## FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington,  | D.C  | 20549 |
|--------------|------|-------|
| wasinington, | D.C. | 20343 |

| ANNUAL STATEMENT OF CHANGES IN BENEFICIAL |
|---|
| OWNERSHIP                                 |

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0362 |  |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |  |
| hours per response:      | 1.0       |  |  |  |  |  |  |  |  |  |

Form 3 Holdings Reported.

Instruction 1(b)

| $\overline{}$                                       |  |  |   |   |   |  |                 |  |                             |  |   |  |  |    |  |   |  |
|---|--|--|---|---|---|--|-----------------|--|-----------------------------|--|---|--|--|----|--|---|--|
| Form 4  | Transactions   | Reported.                                  | Fil   | ed pursuant t<br>or Sectio  |   |  |                 |  | irities Excha<br>Company Ac |  | f 1934  |  |  |    |  |   |  |
| Name and Address of Reporting Person*  FORD BETH    |  |  |   | 2. Issuer Name and Ticker or Trading Symbol INTERNATIONAL FLAVORS & |   |  |                 |  |                             |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |  |    |  |   |  |
| ——————————————————————————————————————              |  |  |   | FRAG  | FRAGRANCES INC [ IFF ]  |  |                 |  |                             |  |   | Director  X Officer (give title below)   |  |    |  | o Owner<br>er (specify                    |  |
| (Last) (First) (Middle) 521 WEST 57TH STREET        |  |  |   |   | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2009 |  |                 |  |                             |  | ear)  | EVP, Supply Chain  |  |    |  |   |  |
| (Street) NEW YORK NY 10019                          |  |  |   | 4. If Amer  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                |  |                 |  |                             |  |   | 6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person |  |    |  |   |  |
| NEW YO  | JRK N  | Y .  | 10019   | -   |   |  |                 |  |                             |  |   | Form filed by More than One Reporting Person   |  |    |  |   |  |
| (City)  | (S   | tate) (                                    | (Zip)   |   |   |  |                 |  |                             |  |   | reiso  |  |    |  |   |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |  |   |   |   |  |                 |  |                             |  |   |  |  |    |  |   |  |
| Date<br>(Month/Day/Year)                            |  | Execution D                                | if any Code   |   | 4. Securities Acquired (A Of (D) (Instr. 3, 4 and 5)                    |  |                 |  | Securities<br>Beneficially  |  | 6.<br>Ownership<br>Form: Direct   |  | 7. Nature of Indirect Beneficial   |    |  |   |  |
|   |  |  |   | (Month/Day  | //Year)   8)  |  |                 | Amou   | ınt                         | (A) or<br>(D)  | Price   | Issuer's F   | vned at end of<br>suer's Fiscal<br>ar (Instr. 3 and (Instr   |    |  | Ownership<br>(Instr. 4)                   |  |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |   |   |  |                 |  |                             |  |   |  |  |    |  |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction Code (Instr. 8) Secu Acqu (A) o Disput of (D            |   | erivative ecurities cquired (Mosposed (D) estr. 3, 4 |                 | Date Exercisable and<br>piration Date<br>lonth/Day/Year) |                             | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) |    | 10.<br>Owners<br>Form:<br>Direct (I<br>or Indire<br>(I) (Instr | Beneficial<br>Ownership<br>ect (Instr. 4) |  |
|   |  |  |   |   | (A)   | (D)  | Date<br>Exercis | able   | Expiration<br>Date          | Title  | Amount<br>or<br>Number<br>of<br>Shares                                  |  |  |    |  |   |  |
| Stock<br>Equivalent                                 | \$0 <sup>(1)</sup>   | 12/31/2009                                 |   | A   | 41 <sup>(2)</sup>   |  | (3)             |  | (3)                         | Common   | n 41  | \$0  | 1,83   | 31 | D  |   |  |

## **Explanation of Responses:**

- 1. The Stock Units ("Units") convert to Common Stock on a one-for-one basis.
- 2. Units acquired upon reinvestment of dividends accrued on units in the IFF Stock Fund under the Company's deferred compensation plan during 2009. The acquisition of units with reinvested dividends is exempt from line item reporting under SEC Rule 16a-11.
- 3. Not applicable.

## Remarks:

By: Dennis Meany, attorney in

**fact** 

\*\* Signature of Reporting Person Date

01/29/2010

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.