## SEC Form 5

# FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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| Form 4 Transactions Reported.  | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934<br>or Section 30(h) of the Investment Company Act of 1940  |   |  |  |  |  |
|--|---|---|--|--|--|--|
| 1. Name and Address of Reporting Person <sup>*</sup> Fortanet Francisco (Last) (First) (Middle) 521 WEST 57TH STREET | 2. Issuer Name and Ticker or Trading Symbol <u>INTERNATIONAL FLAVORS &amp;</u> FRAGRANCES INC [ IFF ]     3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)     12/31/2012 | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>X Officer (give title Other (specify<br>below)<br>SVP, Operations               |  |  |  |  |
| (Street)<br>NEW YORK NY 10019<br>(City) (State) (Zip)  | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | <ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul> |  |  |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr. | 4. Securities Acquired (A) or Disposed Of<br>(D) (Instr. 3, 4 and 5) |               |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end of | 6.<br>Ownership<br>Form: Direct<br>(D) or | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|-----------------------------------|--|---------------|----------|---|---|---|
|                                 |  | (MOITINDay/Year)  | 0,                                | Amount   | (A) or<br>(D) | Price    | Issuer's Fiscal<br>Year (Instr. 3 and<br>4)                   | Indirect (I)<br>(Instr. 4)                | (Instr. 4)  |
| Common Stock                    | 12/31/2012                                 |   | J                                 | 1(1)   | A             | \$0.0000 | 9   | Ι   | By 401k   |
| Common Stock                    |  |   |                                   |  |               |          | 27,908  | D   |   |

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

|   |   | 8  |   |   | 1   |     |  |                    | 8   |  |   |  |  |  |
|---|---|--|---|---|-----|-----|--|--------------------|---|--|---|--|--|--|
| 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) | 4.<br>Transaction<br>Code (Instr.<br>8) | of  |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>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>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   |   | (A) | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

Explanation of Responses:

1. Units acquired upon reinvestment of dividends accrued on units under IFF's 401(k) Plan during 2012. Units were acquired at the price per unit in the Vanguard IFF stock fund on the dates of reinvestment.

By: Jodie Simon Friedman,<br/>attorney in fact02/1

<u>02/13/2013</u>

\*\* Signature of Reporting Person Date

Reminder: Report on 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).

\*\* 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.