## SEC Form 4

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# FORM 4

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).
instruction I(b).

1. Name and Address of Reporting Person

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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2. Issuer Name and Ticker or Trading Symbol

OMB Number:	3235-0287								
Estimated avarage burden									

1934		hours per response:	0.5
	5. Relationship of R (Check all applicable	eporting Person(s) to Issuer e)	

BROOKS C	LINT D		FRAGRANCES INC [ IFF ]	X	Director Officer (give title below)	10% Owner Other (specify below)
(Last) 521 WEST 57T	(First) H STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/14/2006		Senior VP, F	,
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line)	dual or Joint/Group Filir	ng (Check Applicable
NEW YORK	NY	10019		X	Form filed by One Rep	porting Person
(City)	(State)	(Zip)			Form filed by More that Person	an One Reporting

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar S) 5. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5. 5.			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	11/14/2006		М		20,000	A	\$27.1	39,715	D	
Common Stock	11/14/2006		М		6,000	A	\$32.82	45,715	D	
Common Stock	11/14/2006		S		20,000	D	\$46.03	25,715	D	
Common Stock	11/15/2006		М		45,000	A	\$29.86	70,715	D	
Common Stock	11/15/2006		М		36,500	A	\$32.82	107,215	D	
Common Stock	11/15/2006		М		15,000	A	\$27.1	122,215	D	
Common Stock	11/15/2006		S		15,000	D	\$46.49	107,215	D	
Common Stock	11/15/2006		S		16,000	D	\$46.49	91,215	D	
Common Stock	11/15/2006		S		45,000	D	\$46.49	46,215	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Seci Acq (A) ( Disp of (E	umber vative urities uired or oosed )) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (right to buy)	\$32.82	11/14/2006		М			6,000	(1)	05/07/2012	Common Stock	6,000	\$0	36,500	D	
Stock Options (right to buy)	\$27.1	11/14/2006		М			20,000	(2)	05/16/2011	Common Stock	20,000	\$0	15,000	D	
Stock Options (right to buy)	\$27.1	11/15/2006		М			15,000	(2)	05/16/2011	Common Stock	15,000	\$0	0	D	
Stock Options (right to buy)	\$32.82	11/15/2006		М			36,500	(1)	05/07/2012	Common Stock	36,500	\$0	0	D	
Stock Options (right to buy)	\$29.86	11/15/2006		М			45,000	(3)	03/11/2013	Common Stock	45,000	\$0	0	D	

Explanation of Responses:

1. The options vested in 3 equal annual installments beginning 5/7/03.

2. The options vested in 3 equal annual installments beginning 5/16/02.

3. The options vested in 3 equal annual installments beginning 3/11/04.

**Remarks:** 

By: Dennis Meany, attorney in <u>11/15/2006</u>

\*\* Signature of Reporting Person Date

<u>fact</u>

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.