

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported) April 15, 2021

**INTERNATIONAL FLAVORS & FRAGRANCES INC.**  
(Exact Name of Registrant as Specified in Charter)

New York (State or Other Jurisdiction of Incorporation)	1-4858 (Commission File Number)	13-1432060 (I.R.S. Employer Identification No.)
521 West 57th Street, (Address of Principal Executive Offices)	New York, New York	10019 (Zip Code)
Registrant's telephone number, including area code (212) 765-5500		

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value 12 1/2¢ per share	IFF	New York Stock Exchange
6.00% Tangible Equity Units	IFFT	New York Stock Exchange
0.500% Senior Notes due 2021	IFF 21	New York Stock Exchange
1.75% Senior Notes due 2024	IFF 24	New York Stock Exchange
1.800% Senior Notes due 2026	IFF 26	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 7.01. Regulation FD Disclosure

On February 1, 2021 (the "Closing Date"), International Flavors & Fragrances Inc. ("IFF" or the "Company") completed the combination of IFF and DuPont de Nemours, Inc.'s ("DuPont") nutrition and biosciences business (the "N&B Business") which had been transferred to Nutrition & Biosciences, Inc., a Delaware corporation and wholly owned subsidiary of DuPont ("N&B") in a Reverse Morris Trust transaction. IFF acquired 100% interest of N&B pursuant to definitive agreements, including an Agreement and Plan of Merger (the "Merger Agreement") entered into on December 15, 2019. For informational purposes only, set forth in Exhibit 99.1 to this Current Report on Form 8-K, the Company is furnishing certain segment information for FY 2020, pro forma to show the combination of the historical results of IFF and N&B as if the N&B Transaction had been consummated on the dates indicated therein.

This Form 8-K reflects the new segment structure of IFF. Following the merger, IFF began to manage and report its operating results through four reportable segments: Nourish, Scent, Health & Biosciences and Pharma Solutions.

The pro forma combined segment information has been prepared based upon currently available information and assumptions deemed appropriate by management. The pro forma combined segment information is not necessarily indicative of what IFF's results of operations actually would have been had the merger been completed on the dates indicated in Exhibit 99.1. In addition, the pro forma combined segment information does not purport to project the future operating results of the Company.

The information contained in this Item 7.01 is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1993, as amended, or the Exchange Act.

## Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Number</u>	<u>Description</u>
99.1	<a href="#">2020 Pro Forma Combined Reporting Segments</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTERNATIONAL FLAVORS & FRAGRANCES INC.

By: /s/ Rustom Jilla

Name: Rustom Jilla

Title: Executive Vice President and Chief Financial Officer

Dated: April 15, 2021

**International Flavors & Fragrances Inc.**  
**2020 Pro Forma Combined Reporting Segments <sup>(1)(2)</sup>**  
(Dollars in millions)

	Q1 2020 <sup>(3)</sup>	Q2 2020	Q3 2020	Q4 2020	Pro Forma FY 2020 (excl. N&B Jan.) <sup>(3)</sup>	Pro Forma FY 2020 <sup>(4)</sup>
Nourish Pro Forma Sales	1,276	1,450	1,418	1,488	5,632	5,887
Nourish Pro Forma Adjusted Operating EBITDA	255	303	275	257	1,090	1,153
as % of Pro Forma Sales	20%	21%	19%	17%	19%	20%
Scent Pro Forma Sales	541	475	525	524	2,064	2,064
Scent Pro Forma Adjusted Operating EBITDA	118	87	118	93	416	416
as % of Pro Forma Sales	22%	18%	22%	18%	20%	20%
Health & Biosciences Pro Forma Sales	427	588	579	572	2,166	2,353
Health & Biosciences Pro Forma Adjusted Operating EBITDA	131	181	172	149	634	680
as % of Pro Forma Sales	31%	31%	30%	26%	29%	29%
Pharma Solutions Pro Forma Sales	152	224	215	188	779	839
Pharma Solutions Pro Forma Adjusted Operating EBITDA	42	62	61	38	203	216
as % of Pro Forma Sales	28%	28%	28%	20%	26%	26%

	% Change in Sales - 2020 vs. 2019 <sup>(5)</sup>							
	Q1 <sup>(3)</sup>		Q2		Q3		Q4	
	Reported	Currency Neutral	Reported	Currency Neutral	Reported	Currency Neutral	Reported	Currency Neutral
Nourish	3%	5%	(4)%	(1)%	(5)%	(3)%	—%	1%
Scent	4%	7%	(6)%	—%	4%	9%	4%	6%
Health & Biosciences	8%	11%	(4)%	(2)%	(1)%	—%	1%	—%
Pharma Solutions	9%	11%	6%	7%	2%	1%	(2)%	(4)%
Total	4%	7%	(4)%	—%	(2)%	—%	1%	1%

	Pro Forma FY 2020 (excl. N&B Jan.) <sup>(3)</sup>		Pro Forma FY 2020 <sup>(4)</sup>	
	Reported	Currency Neutral	Reported	Currency Neutral
Nourish	(2)%	—%	(2)%	—%
Scent	2%	5%	2%	5%
Health & Biosciences	—%	1%	—%	1%
Pharma Solutions	4%	3%	1%	1%
Total	—%	2%	(1)%	1%

Note: Adjusted Operating EBITDA for each segment is defined as Income (Loss) Before Taxes before depreciation and amortization expense, interest expense, restructuring and other charges, net and certain non-recurring items. Additionally, all corporate expenses have been allocated to all of the reportable segments.

- (1) The pro forma historical segment information has been presented for informational purposes only and is not necessarily indicative of what IFF's results of operations actually would have been, had the N&B transaction occurred on the dates indicated below. In addition, the pro forma historical segment information does not purport to project the future operating results of the Company.
- (2) Dollar amounts may not foot due to rounding.

- (3) The first quarter and Pro Forma FY 2020 (excl. N&B Jan.) show the combination of the historical results of IFF and N&B as if the N&B transaction had been consummated on February 1, 2020. Therefore, the first quarter and Pro Forma FY 2020 (excl. N&B Jan.) do not include the N&B business for the month of January 2020, which would allow comparability against the 2021 calendar year since the merger occurred on February 1, 2021. Total N&B Sales and Adjusted Operating EBITDA included in reportable segments for the month of January 2020 amounted to \$502 million and \$124 million, respectively.
- (4) Pro Forma FY 2020 shows the combination of the historical results of IFF and N&B as if the N&B Transaction had been consummated on January 1, 2020. Therefore, Pro Forma FY 2020 includes a full twelve months of 2020 N&B and IFF results.
- (5) Effective 2021, we calculate currency neutral growth by translating current year invoiced sale amounts at the average exchange rates used for the corresponding prior year period. Previously we calculated currency neutral numbers by comparing current year results to the prior year results restated at exchange rates in effect for the current year based on the currency of the underlying transaction.