SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

1. Name and Address of Reporting Person[*] MIRZAYANTZ NICOLAS	2. Issuer Name **and** Ticker or Trading Symbol INTERNATIONAL FLAVORS & FRAGRANCES INC [IFF]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)   (First)   (Middle)
521 WEST 57TH STREET

(Street)

NEW YORK   NY   10019

(City)   (State)   (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2019

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

	Director		10% Owner
X	Officer (give title below)		Other (specify below)

Group President Fragrance

6. Individual or Joint/Group Filing (Check Applicable Line)

X   Form filed by One Reporting Person

Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock								46,830	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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				
Purchased Restricted Stock Units	(1)	05/01/2019		A		4,353[(2)]		04/01/2022	04/01/2022	Common Stock	4,353	$0.0000	4,353	D	
Purchased Restricted Stock Units	(1)							04/02/2021	04/02/2021	Common Stock	4,710		4,710	D	
Purchased Restricted Stock Units	(1)							04/03/2020	04/03/2020	Common Stock	5,186		5,186	D	
Stock Equivalent Unit	(3)							(4)	(4)	Common Stock	2,670.786		2,670.786[(5)]	D	

Explanation of Responses:

1. The Purchased Restricted Stock Units ("PRSUs") convert to Common Stock on a one-for-one basis.

2. Represents matching grant of Purchased Restricted Stock Units ("PRSUs") under the Equity Choice Program, all of which will vest on April 1, 2022.

3. The Stock Equivalent Units ("Units") convert to Common Stock on a one-for-one basis.

4. The Units are payable in Common Stock upon earlier of termination of employment or January 1 following retirement.

5. Includes Units acquired during the period upon reinvestment of dividends under the Company's deferred compensation plan during 2019. The transactions were exempt pursuant to Rule 16a-11.

/s/ Nanci Prado, attorney in fact   05/03/2019
** 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.