SEC Form 4

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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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					0.						npany Act o	11940							
1. Name and Address of Reporting Person* O'Leary Richard				2. Issuer Name and Ticker or Trading Symbol INTERNATIONAL FLAVORS & FRAGRANCES INC [IFF]								(Cł	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (special						
(Last) (First) (Middle) 521 WEST 57TH STREET						3. Date of Earliest Transaction (Month/Day/Year) 03/30/2020								EVP & Integration Officer					
(Street) NEW Y	ORK N	Y	10019		4. 1	lf Ame	endment, Da	ate of	Original I	Filed	(Month/Day		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(S	itate)	(Zip)											Persor	1				
		Та	ble I - Nor	ו-Deriv	ativ	e Se	curities	Acc	quired,	Dis	posed of	, or Ben	eficial	ly Owned					
				Date	2. Transaction Date (Month/Day/Yea		Execution [3. Transactior Code (Instr. 8)			es Acquired Of (D) (Insti		Beneficia Owned F	s ally following	Form	Indirect	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)	
Common	Stock													20	,234		D		
			Table II - I	Derivat (e.g., p	tive uts,	Sec call	urities A ls, warra	Acqu ants,	ired, D option)ispo 1s, c	osed of, onvertib	or Bene le secur	ficially ities)	Owned					
Derivative Conversion D Security or Exercise (1		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/\		4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)					e of Securities				e Ownershi s Form: Illy Direct (D) or Indirec g (I) (Instr. 4			
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	Execution Da if any	ate, Tra Co	ansac ode (li		Derivative Securities Acquired or Disposi of (D) (Ins	e (A) ed	6. Date E Expiratio (Month/D	on Dat		of Securit Underlyin Derivative	ies g Security	Derivative Security	9. Number derivative Securitie Beneficia Owned Following Reported	e s ally g	Ownership	Beneficial Ownership (Instr. 4)	
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Da if any	ate, Tra Co Year) 8)	ansac ode (Ir		Derivative Securities Acquired or Disposi of (D) (Ins	e (A) ed	Expiratio	on Dat Day/Ye	e	of Securit Underlyin Derivative	ies g Security	Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following	e s ally g	Ownershij Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Da if any	ate, Tra Co Year) 8)	ansac ode (Ir	nstr.	Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5)	e (A) sed str. 3,	Expiratio (Month/D	on Dat Day/Ye	e ar) Expiration	of Securiti Underlyin Derivative (Instr. 3 ar	es g Security dd 4) Amount or Number of	Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following Reported Transacti	e s ally g ion(s)	Ownershij Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
Derivative Security (Instr. 3) Stock Equivalent	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Da if any	ate, Tra Co Year) 8)	ansac ode (li	nstr.	Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5) (A)	e (A) sed str. 3,	Expiratio (Month/D Date Exercisa	bn Dat Day/Ye	e ar) Expiration Date	of Securiti Underlyin Derivative (Instr. 3 ar Title	es g Security d 4) Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g ion(s) 713	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)	
Stock Equivalent Unit	Conversion or Exercise Price of Derivative Security (1)	Date (Month/Day/Year)	Execution Da if any	ate, Tra Co Year) 8)	ansac ode (li	nstr.	Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5) (A)	e (A) sed str. 3,	Expiratio (Month/D Date Exercisa (3)	bble	e ear) Expiration Date (3)	of Securit Underlyin Derivative (Instr. 3 ar Title Common Stock	Amount Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g ion(s) 713	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)	
Derivative Security (Instr. 3) Stock Equivalent Unit Purchased Restricted Stock Units	Conversion or Exercise Price of Derivative Security (1) (4)	Date (Month/Day/Year)	Execution Da if any	ate, Tra Co Year) 8)	ansac ode (li	nstr.	Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5) (A)	e (A) sed str. 3,	Expiratic (Month/C Date Exercisa (3) 04/01/20	bile	eear) Expiration Date (3) 04/01/2022	of Securiti Underlyin Derivative (Instr. 3 ar Title Common Stock	Amount or Number of 12.417 5,311	Derivative Security (Instr. 5)	derivativ Securitie Beneficio Owned Following Reported Transacti (Instr. 4) 5,288.7	e s slally g ion(s) 7713 1	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	of Indirect Beneficial Ownership (Instr. 4)	

Explanation of Responses:

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

2. Reflects Units under the Company's deferred compensation plan resulting from deferral of compensation and the 25% premium contributed by the Company on such Units. Units contributed by the Company are subject to vesting based on continued employment through December 31, 2021.

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

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

5. The Restricted Stock Units ("RSUs") convert to Common Stock on a one-for-one basis.

/s/ Nanci Prado, attorney in fact 04/01/2020

** Signature of Reporting Person Date

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

 \ast 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.