Form

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

INTERNATIONAL FLAVORS &

(Print or Type Responses)

1. Name and Address of Reporting Person *

FORD BETH

(Last) (First) (Middle)

521 WEST 57TH STREET

NEW YORK, NY 10019

(City)

1.Title of

Security

(Instr. 3)

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3. Date of Earliest Transaction

FRAGRANCES INC [IFF]

(Month/Day/Year) 12/22/2010

Symbol

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

Code

(Instr. 8) (Instr. 3, 4 and 5)

(A)

or Code V Amount (D) Price **OMB APPROVAL**

OMB 3235-0287 Number:

January 31, Expires: 2005 Estimated average

burden hours per

0.5 response...

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify

X_Officer (give title below) below)

EVP, Supply Chain

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

5. Amount of 4. Securities 6. Ownership 7. Nature of TransactionAcquired (A) or Securities Form: Direct Indirect Disposed of (D) Beneficially (D) or Indirect Beneficial Owned Ownership (I) (Instr. 4) (Instr. 4)

Following Reported Transaction(s)

(Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	orNumber of Derivative Securities	Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		Derivati Security (Instr. 5
	Security				Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Equivalent Unit	<u>(1)</u>	12/22/2010	12/23/2010	A	70	(2)	(2)	Common Stock	70	\$ 55.7

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FORD BETH

1 Title of

521 WEST 57TH STREET EVP, Supply Chain

3 Transaction Data 3A Danmad

NEW YORK, NY 10019

Signatures

/s/ Jodie Simon Friedman, attorney in fact 12/23/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) The Stock Units ("Units") convert to Common Stock on a one-for-one basis.
- Units under the Company's deferred compensation plan resulting from (a) deferral of compensation and Company match (in shares), (b)
- (2) premium (in shares) to participants deferring compensation into Units and (c) dividends (in shares) on Units. 14 of the acquired Units are subject to vesting based on employment through December 31, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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