

GEORGESCU PETER A  
Form 4  
January 30, 2003

**Form 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden  
hours per response. . . 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

|                                                                                 |  |  |                                                                                  |  |                                                                                                                                                                                                   |  |
|---------------------------------------------------------------------------------|--|--|----------------------------------------------------------------------------------|--|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 1. Name and Address of Reporting Person*                                        |  |  | 2. Issuer Name and Ticker or Trading Symbol                                      |  | 6. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)                                                                                                                        |  |
| Georgescu Peter A.                                                              |  |  | International Flavors & Fragrances Inc. ( IFF )                                  |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other<br>(specify below)<br>_____ |  |
| (Last) (First) (Middle)                                                         |  |  | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)    |  | 4. Statement for Month/Day/Year<br><br>01/28/03                                                                                                                                                   |  |
| c/o International Flavors & Fragrances Inc.<br>521 West 57 <sup>th</sup> Street |  |  |                                                                                  |  |                                                                                                                                                                                                   |  |
| (Street)                                                                        |  |  | 5. If Amendment, Date of Original (Month/Day/Year)                               |  | 7. Individual or Joint/Group Filing<br>(Check Applicable Line)                                                                                                                                    |  |
| New York, NY 10019                                                              |  |  |                                                                                  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                                   |  |
| (City) (State) (Zip)                                                            |  |  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |                                                                                                                                                                                                   |  |

| 1. Title of Security<br>(Instr. 3) | 2. Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3. Transaction<br>Code<br>(Instr. 8) |   | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 3 and<br>4) | 6. Owner-<br>ship<br>Form:<br>Direct<br>(D) or<br>Indirect<br>(I)<br>(Instr.<br>4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|-------------------------------------------|-------------------------------------------------------------|--------------------------------------|---|-------------------------------------------------------------------------|------------------|-------|--------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                    |                                           |                                                             | Code                                 | V | Amount                                                                  | (A)<br>or<br>(D) | Price |                                                                                                                    |                                                                                    |                                                                   |
| Common Stock                       |                                           |                                                             |                                      |   |                                                                         |                  |       | 7,500                                                                                                              | D                                                                                  |                                                                   |
|                                    |                                           |                                                             |                                      |   |                                                                         |                  |       |                                                                                                                    |                                                                                    |                                                                   |
|                                    |                                           |                                                             |                                      |   |                                                                         |                  |       |                                                                                                                    |                                                                                    |                                                                   |
|                                    |                                           |                                                             |                                      |   |                                                                         |                  |       |                                                                                                                    |                                                                                    |                                                                   |

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

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(Over)  
SEC 1474 (9-02)

**FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or<br>Exercise | 3. Transaction<br>Date<br>(Month/ | 3A. Deemed<br>Execution<br>Date<br>(Month/Day/ | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative | 6. Date Exercisable<br>and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Deriv-<br>ative |
|-----------------------------------------------------|---------------------------------|-----------------------------------|------------------------------------------------|--------------------------------------|-------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------|
|-----------------------------------------------------|---------------------------------|-----------------------------------|------------------------------------------------|--------------------------------------|-------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------|

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|                              | Price of<br>Derivative<br>Security | Day/<br>Year) | Year)   |      |   | Securities<br>Acquired<br>(A) or<br>Disposed<br>of(D)<br>(Instr. 3, 4<br>and 5) |     |                     |                    |                 |                                        |         | Secur-<br>ities<br>Bene-<br>ficially<br>Owned<br>Follow-<br>ing<br>Reported<br>Trans-<br>action(s)<br>(Instr. 4) |
|------------------------------|------------------------------------|---------------|---------|------|---|---------------------------------------------------------------------------------|-----|---------------------|--------------------|-----------------|----------------------------------------|---------|------------------------------------------------------------------------------------------------------------------|
|                              |                                    |               |         | Code | V | (A)                                                                             | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |         |                                                                                                                  |
| Stock<br>Equivalent<br>Units | 1-for-1                            | 1/28/03       | 1/30/03 | A    |   | 76                                                                              |     | (1)                 | (1)                | Common<br>Stock | 76                                     | \$32.80 | 1,071(1)                                                                                                         |
|                              |                                    |               |         |      |   |                                                                                 |     |                     |                    |                 |                                        |         |                                                                                                                  |

Explanation of Responses:

(1) Stock units ( Units ) under the Company s deferred compensation plan resulting from deferral of meeting fees and/or compensable stock grant and/or dividends (in shares on such Units. The Units are payable in common stock upon the earlier of the election of the reporting person, termination of service as director or upon attaining age seventy-five.

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ DENNIS M. MEANY

January 30,  
2003

\*\*Signature of Reporting Person

Date

Dennis M. Meany  
Attorney-in-fact

Note: File three copies of this Form, one of which must be manually signed.  
If space is insufficient, see Instruction 6 for procedure.

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