

INTERNATIONAL FLAVORS & FRAGRANCES INC
Form SC 13G/A
February 21, 2001

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934

Amendment No.5*

Name of Issuer: INTERNATIONAL FLAVORS & FRAGRANCES, INC.

Title of Class of Securities: Common Stock

CUSIP Number: 45950610

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities,
and for any subsequent amendment containing information which would
alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

1. NAME OF REPORTING PERSON
William D. Van Dyke III
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 - a.
 - b.
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION
U.S.A.

CUSIP No.: 45950610 SC 13G/A Page 2 of 4 Pages

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER
4,957
6. SHARED VOTING POWER
7,273,536
7. SOLE DISPOSITIVE POWER
25,957 (includes 21,000 exercisable options)

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8. SHARED DISPOSITIVE POWER
7,273,536
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
7,299,493 (includes 21,000 exercisable options)
10. CHECK BOX IS THE AGGREGATE AMOUNT IN ROW(9) EXCLUDES CERTAIN SHARES
N/A
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
7.5%
12. TYPE OF REPORTING PERSON*
IN

*SEE INSTRUCTION BEFORE FILLING OUT!

- Item 1(a) Name of Issuer: International Flavors & Fragrances, Inc.
- Item 1(b) Address of Issuer's Principal Executive Offices:
521 West 57th Street, New York, NY 10019
- Item 2(a) Name of Person Filing: William D. Van Dyke III
- Item 2(b) Address of Principal Business Office or, if none, Residence: 111 East Kilbourn Avenue, 19th Floor
Milwaukee, Wisconsin 53202
- Item 2(c) Citizenship: United States

CUSIP No.: 45950610 SC 13G/A Page 3 of 4 Pages

- Item 2(d) Title of Class of Securities: Common Stock
- Item 2(e) CUSIP Number: 45950610
- Item 3 Filer is filing this statement pursuant to Section 240.13d-1(c)
- Item 4 Ownership (as of December 31, 1999):
- (a) Amount Beneficially Owned: 7,299,493* **
 - (b) Percent of Class: 7.5%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 4,957
 - (ii) shared power to vote or to direct the vote: 7,273,536**
 - (iii) sole power to dispose or to direct the disposition of: 25,957*
 - (iv) shared power to dispose or to direct the disposition of: 7,273,536**
- Item 5 Not Applicable
- Item 6 Not Applicable

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|---------|----------------|
| Item 7 | Not Applicable |
| Item 8 | Not Applicable |
| Item 9 | Not Applicable |
| Item 10 | Certification |

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No.: 45950610

SC 13G/A

Page 4 of 4 Pages

* Includes 21,000 shares under exercisable options.

**The undersigned disclaims any beneficial interest in 7,273,536 shares except as defined in Regulation 13(d)-3 promulgated pursuant to Sections 12(d) and 13(g) of the Securities Exchange Act of 1934. Nothing herein shall be construed as an admission that the undersigned is the beneficial owner of such shares for any other purpose.

Signature: After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 20, 2001.

/s/

William D. Van Dyke III