Edgar Filing: MARTINEZ ARTHUR C - Form 4/A

#### MARTINEZ ARTHUR C

Form 4/A

August 30, 2002

FORM 4

# UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Check this box if no longer subject to Section 16. Form Washington, D.C. 20549

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

or Form 5 obligations may continue. See Instruction 1(b).

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

Name and Address of Reporting Person*	6. Relationship of Reporting Person(s) to Issuer											
Martinez Arthur C	Inte	ernationa	(Check all applicable)									
(Last) (First) (Middle)  c/o International Flavors & Fragrances Inc. 521 West 57th Street	3. I.R.S. Identification Number of Repore Person, if an entite (voluntary)	ting	( <b>II</b>	Statement for	· Month/	Year	X Director 10% Owner  Officer (give title below) Other (specify below)					
(Street) New York, New York 10019				5. If Amendment, Date of Original (Month/Year)  August 29, 2002					7. Individual or Joint/Group Filing(Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One			
(City) (State) (Zip)	Table	I - Non-	Reporting Person of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Transaction	3. Transa Code (Instr. 8	ction	4. Securities Acquired (A) 5. An or Disposed of (D) Secu (Instr. 3, 4 and 5) Bene Owne				ount of ities cially at End	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
		Code	V	Amount	(A) or (D)	Price	of Mor (Ins and 4)		(Instr. 4)	(Instr. 4)		
	1			I.	I	l	I		l	l		

## Edgar Filing: MARTINEZ ARTHUR C - Form 4/A

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned														
(e.g., puts, calls, warrants, options, convertible securities)														
1.Title of	2.Conver-sion	3.Transaction Date				<b>u</b> ndb						9.Number	10.Ownership	11.Na
Derivative		(Month/Day/Year)	(Ins	tr.	of		and Expira	tion Date	Amount of		Derivative	of	Form of	Indire
Security	Exercise Price		8) Derivati				v <b>¢</b> Month/Day/Year)		Underlying		Security	Derivative	Derivative	Bene
(Instr.3)	of Deriv- ative								Securities		(Instr. 5)	Securities	Securities	Owne
	Security		Securities				es		(Instr. 3 and 4)				Beneficially	(Ir
	1				Acq	uire	d		,	Ź		Beneficially	Owned at	,
					(A							Owned at	End of	
					or	_						End of	Month	
			Disposed							Month	(Instr. 4)			
			of (D)									(Instr. 4)	(======================================	
			(Instr.									(1115111 1)		
			3, 4											
			and 5)											
										Amount	1			
										or				
										Number				
							D-4-	E		of				
			C- 1-	<b>3</b> 7	( A )	(D)		Expiration						
			Coae	٧	(A)	(D)	Exercisable	Date	Title	Shares				
Stock Equivalent	1-for-1	(1)	A	v	15		(1)	(1)	Common	1,789	n/a	1,789	D	
Units									Stock			· ·		
	l		<u> </u>					I	l					

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.

Units were acquired at various datees at market prices ranging from \$32.49 to \$34.97 per Unit. The number in column nine has been adjusted to include a dividend of 24 Units at a market

price of \$29.71 which were omitted from the shares beneficially owned calculation in the December 31, 2001 Form 5 (prepared based on information received and available at that time).

Fractional shares will be paid in cash and are not reflected.

### 

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).

Attorney-in-fact

\*\*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, on of which must be manually signed. If space is insufficient, see Instruction 6 for procedure