

INTER PARFUMS INC
Form 5
January 29, 2009

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
BENACIN PHILIPPE

(Last) (First) (Middle)

C/O INTER PARFUMS SA, 4,
ROND POINT DES CHAMPS
ELYSEES

(Street)

PARIS 10 75008

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTER PARFUMS INC [IPAR]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	^	^	^	^ ^ ^ ^ ^ ^ (A) or (D) Price	2,891,064	I	By personal holding company
Common Stock	^	^	^	^ ^ ^ ^ ^ ^ (A) or (D) Price	4,719,460	D	^

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Option-right to buy	\$ 10.26	Â	Â	Â	Â	Â	12/10/2004	12/09/2009	Common Stock	75
Option-right to buy	\$ 9.967	Â	Â	Â	Â	Â	04/20/2005	04/19/2010	Common Stock	75
Option-right to buy	\$ 13.103	Â	Â	Â	Â	Â	12/15/2007	12/14/2012	Common Stock	12
Option-right to buy	\$ 13.103	Â	Â	Â	Â	Â	12/15/2008	12/14/2012	Common Stock	12
Option-right to buy	\$ 13.103	Â	Â	Â	Â	Â	12/15/2009	12/14/2012	Common Stock	12
Option-right to buy	\$ 13.103	Â	Â	Â	Â	Â	12/15/2010	12/14/2012	Common Stock	12
Option-right to buy	\$ 13.103	Â	Â	Â	Â	Â	12/15/2011	12/14/2012	Common Stock	12
Option-right to buy	\$ 12.577	Â	Â	Â	Â	Â	12/26/2008	12/26/2013	Common Stock	5,
Option-right to buy	\$ 12.577	Â	Â	Â	Â	Â	12/26/2009	12/26/2013	Common Stock	5,
Option-right to buy	\$ 12.577	Â	Â	Â	Â	Â	12/26/2010	12/26/2013	Common Stock	5,
Option-right to buy	\$ 12.577	Â	Â	Â	Â	Â	12/26/2011	12/26/2013	Common Stock	5,
Option-right to buy	\$ 12.577	Â	Â	Â	Â	Â	12/26/2012	12/26/2013	Common Stock	5,
Option-right to buy	\$ 11.297	Â	Â	Â	Â	Â	02/14/2009	02/13/2014	Common Stock	2,
Option-right to buy	\$ 11.297	Â	Â	Â	Â	Â	02/14/2010	02/13/2014	Common Stock	2,

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Option-right to buy	\$ 11.297	Â	Â	Â	Â	Â	02/14/2011	02/13/2014	Common Stock	2,
Option-right to buy	\$ 11.297	Â	Â	Â	Â	Â	02/14/2012	02/13/2014	Common Stock	2,
Option-right to buy	\$ 11.297	Â	Â	Â	Â	Â	02/14/2013	02/13/2014	Common Stock	2,
Option-right to buy	\$ 6.925	12/31/2008	Â	A	3,800	Â	12/31/2009	12/30/2014	Common Stock	3,
Option-right to buy	\$ 6.925	12/31/2008	Â	A	3,800	Â	12/31/2010	12/30/2014	Common Stock	3,
Option-right to buy	\$ 6.925	12/31/2008	Â	A	3,800	Â	12/31/2011	12/30/2014	Common Stock	3,
Option-right to buy	\$ 6.925	12/31/2008	Â	A	3,800	Â	12/31/2012	12/30/2014	Common Stock	3,
Option-right to buy	\$ 6.925	12/31/2008	Â	A	3,800	Â	12/31/2013	12/30/2014	Common Stock	3,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENACIN PHILIPPE C/O INTER PARFUMS SA 4, ROND POINT DES CHAMPS ELYSEES PARISÂ IO 75008	Â X	Â X	Â President	Â

Signatures

Philippe Benacin by Joseph A. Caccamo as attorney-in-fact 01/29/2009

__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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.