

INTERNATIONAL FLAVORS & FRAGRANCES INC  
 Form 4  
 August 30, 2002  
**FORM 4**

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

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

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**

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)

1. Name and Address of Reporting Person*  <b>Howard D Wayne</b>		2. Issuer Name <b>and</b> Tickler or Trading Symbol  <b>International Flavors &amp; Fragrances Inc.</b>  ( IFF )				6. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  <b>Executive Vice President, Global Operations</b>			
(Last) (First) (Middle)  <b>c/o International Flavors &amp; Fragrances Inc. 521 West 57<sup>th</sup> Street</b>		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Year  <b>August 2002</b>		7. Individual or Joint/Group Filing(Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person			
(Street)  <b>New York, New York 10019</b>		5. If Amendment, Date of Original (Month/Year)							
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>							
1. Title of Security (Instr. 3)	2. Transaction Date (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 Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price			

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)	4. Transaction (Instr. 8)				5. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	11. Name of Indirect Beneficial Owner (Instr. 4)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Equivalent Units	1-for-1	(1)	A	V	750		(1)	(1)	Common Stock	750	n/a	750	D	

Explanation of Responses:

(1) Stock units ( Units ) under the Company s deferred compensation plan resulting from (a) deferral of incentive award, (b) premium (in shares) to participants deferring awards into Units (149 Units are subject to vesting based on employment through December 31, 2003), and (c) dividends (in shares) on Units. Units were acquired at various dates at market prices ranging from \$32.49 to \$34.97 per Unit. Fractional shares will be paid in cash and are not reflected.

**DENNIS M. MEANY**  
 \*\*Signature of Reporting Person

Dennis M. Meany  
 Attorney-in-fact

**August 29, 2002**  
 Date

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).  
 \*\*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