SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

3235-0104 OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Vaisman Herman			2. Date of Event Requiring Statement (Month/Day/Year) 10/01/2004		3. Issuer Name and Ticker or Trading Symbol <u>INTERNATIONAL FLAVORS & FRAGRANCES INC</u> [IFF]					
(Last) (First) (Middle) INTERNATIONAL FLAVORS &					4. Relationship of Reporting Perso (Check all applicable) Director	10% Owne	r (Mo	5. If Amendment, Date of Original Filed (Month/Day/Year)		
FRAGRANCES INC. 521 WEST 57TH STREET					X Officer (give title below) Regional Dire	Other (spe below) ctor	6. In	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street) NEW YORK NY 10019										
(City)	(State)	(Zip)								
			Table I - Nor	n-Derivat	tive Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4) or Indirect (I) (Instr. 5)		t (D) (Instr	4. Nature of Indirect Beneficial Ownership (Instr. 5)			
		(e.			e Securities Beneficially ants, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
			Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Stock Options	(right to buy)		(1)	03/13/2011	Common Stock	1,667	21.03	D		
Stock Options	(right to buy)		(2)	01/28/2012	2 Common Stock	1,667	28.77	D		
Stock Options	(right to buy)		(3)	05/07/2012	2 Common Stock	2,333	32.82	D		
Stock Options	(right to buy)		(4)	02/24/2013	3 Common Stock	2,666	31.33	D		
Stock Options	(right to buy)		(5)	03/11/2013	3 Common Stock	7,000	29.86	D		
Restricted Stoc	k Units		02/23/2006	02/23/2014	Common Stock	994	(6)	D		

Explanation of Responses:

1. Options vest in 3 equal annual installments beginning March 13, 2002.

2. Options vest in 3 equal annual installments beginning January 28, 2003.

3. Options vest in 3 equal annual installments beginning May 7, 2003.

4. Options vest in 3 equal annual installments beginning February 24, 2004.

5. Options vest in 3 equal annual installments beginning March 11, 2004.

6. The restricted stock units convert to Common Stock on a one-for-one basis.

<u>Dennis</u>	M. Meany	<u>Attorney-in-</u>	10/01/2004
---------------	----------	---------------------	------------

fact

** Signature of Reporting Person 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 5 (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 is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.