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

## **FORM 144**

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

| 1(a) NAME OF ISSUER(Please type or print)                                 | (b) IRS IDI                                 | DENT. NO. (c) S.E.C. FILE NO.  |          |       |                                       |            |  |  |
|---|---|--|----------|-------|---------------------------------------|------------|--|--|
| International Flavors & Fragrances<br>Inc.                                | 13-14                                       | 132060 1-4858  |          |       |                                       |            |  |  |
| 1(d) ADDRESS OF ISSUER STREET CITY STATE ZIP CODE (e) TELEPHONE NO.       |   |  |          |       |                                       |            |  |  |
| 521 West 57th Street New York   |   | NY 10019   |          |       | AREA CODE                             | NUMBER     |  |  |
|   |   | (212)  | 765-5500 |       |                                       |            |  |  |
| 2(a) NAME OF PERSON FOR WHOSE<br>ACCOUNT THE SECURITIES ARE TO BE<br>SOLD | DUNT THE SECURITIES ARE TO BE IDENT. ISSUER |  |          | (d) A | i) ADDRESS STREET CITY STATE ZIP CODE |            |  |  |
| Rob J.M. Edelman  | N/A   | Officer<br>c/o International Flavors & Fragrances<br>521 West 57th Street, New York, NY<br>10019 |          |       |                                       | <b>U</b> . |  |  |

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3(a)   | (b)  | SEC USE<br>ONLY              | (c)  | (d)  | (e)   | (f)  | (g)   |
|--|--|------------------------------|--|--|---|--|---|
| Title of the<br>Class of<br>Securities<br>To Be Sold | Name and Address of Each Broker<br>Through Whom the Securities are<br>to be Offered or Each Market<br>Maker who is Acquiring the<br>Securities | Broker-Dealer<br>File Number | Number of<br>Shares<br>or Other<br>Units<br>To Be Sold<br><i>(See instr.</i><br><i>3(c))</i> | Aggregate<br>Market<br>Value<br>(See instr.<br>3(d)) | Number of<br>Shares<br>or Other Units<br>Outstanding<br>(See instr. 3(e)) | Approximate<br>Date of Sale<br>(See instr. 3(f))<br>(MO. DAY<br>YR.) | Name of Each<br>Securities<br>Exchange<br>(See instr. 3(g)) |
| Common<br>Stock                                      | Mellon Investor Services<br>85 Challenger Road<br>Ridgefield Park, NJ<br>07660   |                              | 857  | \$31,795   | 93,657,607  | Feb. 20,<br>2004   | NYSE  |

## **INSTRUCTIONS:**

1. (a) Name of Issuer

- (b) Issuer's I.R.S. Identification Number
- (c) Issuer's SEC file number, if any

(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold
(b) Such person's I.R.S. identification number, if such person is an units entity

(c) Such person's relationship to the Issuer(e.g., officer, director, 10% stockholder or member of immediate family of any of the foregoing)

(d) Such person's address, including zip code

- 3. (a) Title of the class of securities to be sold(b) Name and address of each broker through whom the securities are intended to be sold (c) Number of shares or other units to be sold (if debt securities, give the aggregate face

amount) (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to filing of this notice

(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issue

(f) Approximate date on which the securities will be sold

(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

#### TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of<br>the Class  | Date you<br>Acquired Nature of Acquisition Transaction |  | Name of Person<br>from Whom<br>Acquired<br>(If gift, also give<br>date donor<br>acquired) |  | Amount of<br>Securities<br>Acquired | Date of<br>Payment                    | Nature of Payment    |  |
|--|--|--|---|--|-------------------------------------|---------------------------------------|----------------------|--|
| Common 12/31/02<br>Stock & 1<br>12/31/03   |  | Exempt Acquisition Under<br>Employee Stock Purchase Plan (11<br>shares acquired as dividends in<br>2003) | Issuer<br>International<br>Flavors &<br>Fragrances<br>Inc.                                |  | 857                                 | 26<br>payments<br>spread<br>over 2003 | Payroll<br>Deduction |  |
| INSTRUCTIONS:       1. If the securities were purchased and full payment therefnot made in cash at the time of purchase, explain in the tab note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or payment was made in installments describe the arrangement state when the note or other obligation was discharged in flast installment paid. |  |  | ole or in a<br>if<br>nt and   | 2. If within two years after the acquisition of the securities the person<br>for whose account they are to be sold had any short positions, put or<br>other option to dispose of securities referred to in paragraph (d)(3) of<br>Rule 144, furnish full information with respect thereto. |                                     |                                       |                      |  |

### TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller  | Title of Securities Sold |  | Date of Sale   |            | Amount of<br>Securities Sold | Gross<br>Proceeds |  |  |  |
|---|--------------------------|--|--|------------|------------------------------|-------------------|--|--|--|
| N/A   | N/A                      |  | N/A  |            | N/A                          | N/A               |  |  |  |
| REMARKS: The sale reported in this Form 144 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 3, 2003 when I was not in possession of material non-public information.  |                          |  |  |            |                              |                   |  |  |  |
| INSTRUCTIONS:   | INSTRUCTIONS:            |  |  | ATTENTION: |                              |                   |  |  |  |
| See the definition of "person" in paragraph (a) of Rule 144. Information<br>is to be given not only as to the person for whose account the securities<br>are to be sold but also as to all other persons included in that definition.<br>In addition, information shall be given as to sales by all persons whose<br>sales are required by paragraph (e) of Rule 144 to be aggregated with<br>sales for the account of the person filing this notice. |                          |  | The person for whose account the securities to which this notice relates are to be sold<br>hereby represents by signing this notice that he does not know any material adverse<br>information in regard to the current and prospective operations of the Issuer of the<br>securities to be sold which has not been publicly disclosed. |            |                              |                   |  |  |  |
|   |                          |  |  |            |                              |                   |  |  |  |
| February 20, 2004   |                          |  |  | Dennis 1   | M. Meany/ Attorney-in-Fac    | ct                |  |  |  |
| Date of Notice  |                          |  |  | Signature  |                              |                   |  |  |  |

This notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be mutually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omissions of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)