## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(Print or Type Responses)

 $Filed \ pursuant \ to \ Section \ 16(a) \ of \ the \ Securities \ Exchange \ Act \ of \ 1934, \ Section \ 17(a) \ of \ the \ Public \ Utility \ Holding \ Company \ Act \ of \ 1935 \ or \ Section \ 30(f) \ of \ the \ Investment \ Company \ Act \ of \ 1940$ 

1. Name and Address of Reporting Person*	2. Issuer Name <b>and</b> Tickler or Trading Symbol					6. Relationship of Reporting Person(s) to Issuer						
Cantalupo James R	International Flavors & Fragrances Inc. ("IFF")						(Check all applicable)					
(Last) (First) (Middle)  c/o International Flavors & Fragrances Inc.  521 West 57 <sup>th</sup> Street	Number of Repo	Number of Reporting Person, if an entity			4. Statement for Month/Year  August 2002				X_ Director 10% Owner Officer (give title below)Other (specify below)			
(Street) New York, New York 10019				If Amendn Original (Mo		f		7. Individual or Joint/Group Filing(Check Applicable Line)  X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)		Table I - Non-Derivative Securities Acquired, Disposed of,						, or Beneficially Owned				
1. Title of Security (Instr. 3)	2. Transaction Onte (Instr. 8) (Month/Day/Year)			Disposed of (D)  (Instr. 3, 4 and 5)  Benefici  End of M			Beneficial End of M	ly Owned at	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
		Code	V	Amount	(A) or (D)	Price				(Instr. 4)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned														
								ble securities)	,					
1.Title of	2.Conver-sion	3.Transaction Date	4.Transa	Transaction Code 5.Number of 6.Date Exerciseable 7. Title and 8.Price of 9.Number of 10.Ownersl						10.Ownership	11.Nature of			
Derivative	or	(Month/Day/Year)	(Instr.	8)	Derivative	e	and Expira	ation Date	Amount	of	Derivative	Derivative	Form of	Indirect
Security	Exercise Price				Securiti	rities Acquired   (Month/Day/Year)   Underlying		ng	Security	Securities	Derivative	Beneficial		
(Instr.3)	of Deriv-				(A) or I	Disposed of			Securities (Instr. 3 and 4)		(Instr. 5)	Beneficially	Securities	Ownership
	ative Security				(D)							Owned at	Beneficially	(Instr. 4)
					(Instr. 3	, 4 and 5)						End of Month Owne		
										Amount	1	(Instr. 4)	End of	
										or			Month	
							Date	Expiration		Number			(Instr. 4)	
			Code	V	(A)	(D)	Exercisable	Date	Title	of Shares				
Stock Equivalent Units	1-for-1	(1)	A	v	618		(1)	(1)	Common Stock	651	n/a	651	D	
·														
· ·														

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 dates at market prices ranging from \$28.17 to \$34.97 per Unit. The number in column nine includes 33 shares credited in connection with transfer under new plan and change of administrator as of January 2002. Fractional shares will be paid in cash and are not reflected.

DENN	IS M	I. MEA	NY

\*\*Signature of Reporting Person

August 29, 2002

Date

Dennis M. Meany Attorney-in-fact

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