

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

May 3, 2001

Date of Report (Date of earliest event reported)

INTERNATIONAL FLAVORS & FRAGRANCES INC.

(Exact name of registrant as specified in its charter)

New York

(State or other jurisdiction of incorporation)

1-4858

(Commission File Number)

13-1432060

(IRS Employer Identification No.)

521 West 57th Street, New York, New York

(Address of principal executive offices)

10019

(Zip Code)

(212) 765-5500

(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS.

On May 3, 2001, International Flavors & Fragrances Inc. (the "Company") issued a press release announcing that it had agreed to sell \$700 million principal amount of 6.45% notes due 2006. The notes being offered have not been registered under the Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements.

A copy of the press release regarding the sale is attached as Exhibit 99.1 and is incorporated herein by reference in its entirety.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits:

Exhibit No. -----	Description -----
99.1	Press Release issued by International Flavors and Fragrances Inc. dated May 3, 2001.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTERNATIONAL FLAVORS & FRAGRANCES INC.

By: /s/ Stephen A. Block

Name: Stephen A. Block
Title: Senior Vice President, General
Counsel and Secretary

Dated: May 3, 2001

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release issued by International Flavors and Fragrances Inc. dated May 3, 2001.

FOR IMMEDIATE RELEASE

IFF TO SELL \$700 MILLION OF FIVE-YEAR NOTES

New York, N.Y., May 3, 2001 --- International Flavors & Fragrances Inc. (NYSE: IFF) announced today that it has agreed to sell \$700 million principal amount of 6.45% Notes due 2006. The proceeds of the sale will be used to repay a portion of outstanding borrowings under its commercial paper program issued to finance the acquisition of Bush Boake Allen Inc. in November 2000. The offering is scheduled to close May 7, 2001. The offering is being made only to qualified institutional buyers in the United States pursuant to Rule 144A under the Securities Act of 1933 and to certain persons in offshore transactions in reliance on Regulation S under the Securities Act.

The Notes being offered have not been registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This notice does not constitute an offer to sell or the solicitation of an offer to buy any security and shall not constitute an offer, solicitation or sale of any securities in any jurisdiction in which such offer or sale would be unlawful and is furnished for information purposes only.

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Cautionary Statement Under the Private Securities Litigation Reform Act of 1995
Statements in this release which are not historical facts or information are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, and are subject to risks and uncertainties that could cause IFF's actual results to differ materially from those expressed or implied by such forward-looking statements. Risks and uncertainties with respect to IFF's business include general economic and business conditions, interest rates, the price and availability of raw materials, and political and economic uncertainties, including the fluctuation or devaluation of currencies in countries in which IFF does business. The Company intends its forward-looking statements to speak only as of the time of such statements, and does not undertake to update or revise them as more information becomes available.