## 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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB Number: 3235-0287
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(Print or Type Responses)

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

Name and Address of Reporting Person*	2. Issuer Name and Tickler or Trading Symbol						Relationship of Reporting Person(s) to Issuer					
Georgescu Peter A	International Flavors & Fragrances Inc. ("IFF")								(Check all applicable)			
(Last) (First) (Middle)  c/o International Flavors & Fragrances Inc.  521 West 57 <sup>th</sup> Street	3. I.R.S. Identificat Number of Repo Person, if an enti (voluntary)	4.	Statement	for Month/Y  August			X_ Director10% Owner Officer (give title below)Other (specify below)  7. 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, New York 10019		C	If Amendn Original (Mo	nth/Year)								
(City) (State) (Zip)		Tab	le I - No	n-Derivativ	e Securitie	s Acquired,	Disposed o	f, or Beneficia	lly Owned			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 3. Transaction Co			Disposed of		(A) or	Beneficial End of Me	nt of Securities 6. Ownership 7. Nature of Ily Owned at onth 19 (Instr. 4) 7. Nature of Indirect (I) 8 and 4) (Instr. 4) 7. Nature of Indirect (I) 8 Beneficial Ownership				
		Code	V	Amount	(A) or (D)	Price				(Instr. 4)		
	,			,			,	,				

			Table I					, or Beneficiall	y Owned					
				(e.g., pu	ıts, calls, w	arrants, optio	ons, converti	ble securities)						
1.Title of	2.Conver-sion	<ol><li>Transaction Date</li></ol>	4.Transa	action Code	5.Number	r of	6.Date Exerciseable 7.		7. Title a	7. Title and 8.P		9.Number of	10.Ownership	11.Nature of
Derivative	or	(Month/Day/Year)	(Instr. 8)		Derivative		and Expiration Date		Amount of		Derivative	Derivative	Form of	Indirect
Security	Exercise Price				Securities Acquired		(Month/Day/Year)		Underlying		Security	Securities		Beneficial
(Instr.3) of Deriv-					(A) or Disposed of				Securities		(Instr. 5)	Beneficially	Securities	Ownership
ative	ative Security				(D) (Instr. 3, 4 and 5)				(Instr. 3 and 4)			Owned at End of Month	Beneficially Owned at	(Instr. 4)
										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	482		(1)	(1)	Common Stock	482	n/a	482	D	
												1		

Explanation of Responses:

(1) Stock units ("Units") under the Company's deferred compensation plan resulting from deferral of meeting fees and/or compensable stock grants and/or dividends (in shares) payable in Units. Units were acquired at various dates at market prices ranging from \$29.42 to \$33.60 per Unit. Fractional shares will be paid in cash and are not reflected.

## DENNIS M. MEANY

\*\*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