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
Expires: December 31, 2005
Estimated average burden
hours per response. . . . 0.5

(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 and Tickler or Trading Symbol								6. Relationship of Reporting Person(s) to Issuer			
Brooks Clint R	International Flavors & Fragrances Inc. ("IFF")								(Check all applicable)			
(Last) (First) (Middle) c/o International Flavors & Fragrances Inc. 521 West 57 th Street	3. I.R.S. Identificat Number of Repo Person, if an ent (voluntary)	4.	Statement	for Month/Y August			Director 10% Owner X Officer (give title below) Other (specify below) Vice President, Research and Development					
(Street) New York, New York 10019			С	If Amendn Original (Mo	nth/Year)			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)			f, or Beneficial	0								
1. Title of Security (Instr. 3)	2. Transaction Oate (Instr. 8) (Month/Day/Year)			Disposed of (D) (Instr. 3, 4 and 5) Benefician End of M				nt of Securities 6. Ownership 7. Nature of lly Owned at porth or Indirect (I) (Instr. 4) 7. Nature of Indirect Beneficial Ownership				
		Code	V	Amount	(A) or (D)	Price		1		(Instr. 4)		
	,	,	,	,		,	,					

			Table I	- Derivativ	e Securiti	es Acquired,	Disposed of	, or Beneficiall	y Owned					
				(e.g., pu	ts, calls, w	arrants, optio	ons, convertil	ble securities)						
1.Title of Derivative Security (Instr.3)	2.Conver-sion or Exercise Price of Deriv- ative Security	(Month/Day/Year)	4.Transaction Code (Instr. 8)		5.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6.Date Exerciseable and Expiration Date (Month/Day/Year)		I .		8.Price of Derivative Security (Instr. 5)	9.Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	Derivative	11.Nature of Indirect Beneficial Ownership (Instr. 4)
Stock Equivalent			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	or Number of Shares		(Month (Instr. 4)	
Units	1-for-1	(1)	A	V	369		(1)	(1)	Stock	369	n/a	369	D	
									-			<u> </u>		

Explanation of Responses:

(1) Stock units ("Units") under the Company's deferred compensation plan resulting from (a) deferral of incentive award, (b) premium (in shares) to participants deferring awards into Units (73 Units are subject to vesting based on employment through December 31, 2003), and (c) dividends (in shares) on Units. Units were acquired at various dates at market prices ranging from \$32.49 to \$34.97 per Unit. Fractional shares will be paid in cash and are not reflected.

DENNIS M. MEANY

**Signature of Reporting Person

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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