FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Ro	eporting Person* Vetmore, Douglas J.	2	Issuer Name and Ticker or Trading Symbol		4. Statement for (Month/Day/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(First) onal Flavors & Fragra 1 West 57 th Street	(windaic)	International Flavors & Fragrances ("IFF") 3. I.R.S. Identification Number of Reporting Person, if an entity		September 13, 2002 5. If Amendment,					
(City)	(Street) ew York, NY 10019 (State)	(Zip)	(voluntary)			7. Individual or Joint/Group Filing (Check Applicable Line) X. Individual Filing Joint/Group Filing				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) of (Instr. 3, 4, and 5) Amount A/D Price		5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.										

(over) SEC 1475 (08-02)

Wetmore, Douglas J. - September 13, 2002

Form 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date (Month/Day/ Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) of (Instr. 3,4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year) (DE) (ED)	7. Title and Amount of Underlying Securities (Instr. 3 and and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Stock Equivalent Unit	1-for-1		9/13/02	A	62	(1) (1)	Common Stock 62	\$32.24	1,379	D	

Explanation of Responses :

(1) Stock units ("Units") under the Company's deferred compensation plan resulting from (a) deferral of salary and Company match (in shares) and (b) premium (in shares) to participants deferring awards into Units. 12 of the acquired Units are subject to vesting based on employment through December 31, 2003.

*** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

/s/ Dennis Meany

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

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 number.

/s/ Dennis Meany

** Signature of Reporting Person

September 13, 2002

Date

Dennis M. Meany Attorney-in-fact

Page 2 SEC 1475 (08-02)

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).