FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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| OMB APPROVAL | | | | | | | | | |
|-----------------------|--------|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | | |
| Estimated average to | ourden | | | | | | | | |

0.5

11. Nature

of Indirect

Beneficial

Ownership

Ownership

Direct (D)

Form:

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

hours per response Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) **INTERNATIONAL FLAVORS & BOTTOLI MARCELLO** Director 10% Owner FRAGRANCES INC [IFF] Officer (give title Other (specify (Last) (First) (Middle) below) below) 3. Date of Earliest Transaction (Month/Day/Year) 07/23/2007 521 WEST 57TH STREET 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) 10019 **NEW YORK** Form filed by One Reporting Person NY Form filed by More than One Reporting (City) (Zip) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 6. Ownership Form: Direct (D) or Indirect 2. Transaction 2A. Deemed 5. Amount of 7. Nature of Indirect Beneficial Execution Date Transaction Securitie (Month/Day/Year) Beneficially if any Code (Instr. 5) Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership (Instr. 4) (A) or (D) Transaction(s) Price Code Amount (Instr. 3 and 4)

| | | es Acquirea, Dis | • | • | wneu | | | | |
|--|--|------------------|---|---|------|--|--|--|--|
| (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | |

Expiration Date

(Month/Day/Year)

6. Date Exercisable and

7. Title and

Amount of

Securities

Underlying

| | Security | | | | (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | (Instr. 3 and 4) | | | Following Reported Transaction(s) (Instr. 4) | (I) (Instr. 4) | (|
|------------------------------|--------------------|------------|------|---|--|-----|---------------------------|---------------------------|------------------|--|-----|---|----------------|---|
| | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | \$0 ⁽¹⁾ | 07/23/2007 | A | | 1,514 | | 07/23/2010 ⁽¹⁾ | 07/23/2010 ⁽¹⁾ | Common Stock | 1,514 | \$0 | 1,514 | D | |

Explanation of Responses:

1. Restricted Stock Units ("RSUs") granted under the Non-Employee Director Compensation Program. The RSUs must be deferred on vesting and are not payable until retirement or other termination of directorship. The RSUs convert to Common Stock on a one-for-one basis

Remarks:

1. Title of

Derivative

Security

(Instr. 3)

Conversion

or Exercise

Price of

Derivative

By: Dennis Meany, attorney in 07/25/2007 fact

9. Number of

derivative

Securities

Beneficially

8. Price of

Derivative

Security

(Instr. 5)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

3A. Deemed Execution Date

(Month/Day/Year)

if any

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

3. Transaction

(Month/Day/Year)

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

4. Transaction Code (Instr.

5. Number

Derivative

Securities

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.