

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 1)\*

International Flavors & Fragrances Inc.

-----  
(NAME OF ISSUER)

Common Stock \$.12-1/2 par value

-----  
(TITLE OF CLASS OF SECURITIES)

459506 10 1

-----  
(CUSIP NUMBER)

George Rowe, Jr., One Rockefeller Plaza,  
New York, N.Y. 10020 (Tel. 212-586-0700)

-----  
(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON  
AUTHORIZED TO RECEIVE NOTICES AND COMMUNICATIONS)

DECEMBER 11, 1996

-----  
(DATE OF EVENT WHICH REQUIRES FILING  
OF THIS STATEMENT)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

Check the following box if a fee is being paid with the statement / /. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

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1  
NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
  
Henry P. van Ameringen  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
(b) /x/

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

NOT APPLICABLE

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED / /  
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

7 SOLE VOTING POWER

NUMBER OF

SHARES

2,422,511

8 SHARED VOTING POWER

BENEFICIALLY OWNED BY

EACH

4,929,932

9 SOLE DISPOSITIVE POWER

PERSON

2,422,511

10 SHARED DISPOSITIVE POWER

WITH

4,929,932

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,352,443

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES / /  
CERTAIN SHARES\*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.7%

14 TYPE OF REPORTING PERSON\*

IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13 D

Under the Securities Exchange Act of 1934

Check the following box if a fee is being paid with this statement. / /

Item 1 Security and Issuer

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Common Stock \$.12-1/2 par value

International Flavors & Fragrances Inc. (IFF)  
521 West 57th Street  
New York, New York 10019

Item 2 Identity and Background

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(a) Name of Person Filing:

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Henry P. van Ameringen

(b) Residence or Business Address

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509 Madison Avenue  
New York, New York 10022

(c) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted;

Retired as an executive of IFF; President and Treasurer and a director, van Ameringen Foundation at the address in 2(b)

(d) Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed or other disposition of the case;

No

(e) Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws; and, if so, identify and describe such proceedings and summarize the terms of such judgment, decree or final order, and

No

Item 2 (f) Citizenship:  
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U.S.A.

Item 3 Source & Amount of Funds or Other Consideration  
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Not Applicable.

Item 4 Purpose of Transaction  
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The undersigned incorporates his response to Item 5(c) below.

Item 5 Interest in Securities of the Issuer  
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(a) Amount Beneficially Owned

7,352,443

Percent of Class

6.7%

(b) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 2,422,511

(ii) shared power to vote or to direct the vote:  
4,929,932

(iii) sole power to dispose or to direct the disposition  
of: 2,422,511

(iv) shared power to dispose or to direct the  
disposition of: 4,929,932

(c) Describe any transactions in the class of securities reported on that were effected during the past sixty days or since the most recent filing on Schedule 13D (Section 240.13d-191), whichever is less, by the persons named in response to paragraph (a).

The undersigned acquired beneficial ownership as defined in Rule 13d-3 of shares by the acquisition on December 11, 1996 of 130,000 shares by a foundation of which the undersigned is the sole trustee which were distributed to the foundation by another foundation. (Prior to said sixty-day period and since the most recent filing the undersigned acquired beneficial ownership of 800,000 additional shares by the acquisition by that foundation and the van Ameringen Foundation of 400,000 shares each. Said 800,000 shares were distributed by a trust for the benefit of Hedwig van Ameringen, occasioned by the death of Mrs. van Ameringen, the undersigned's mother.)

(d) If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of an employee benefit plan, pension fund or endowment fund is not required.

Persons other than the undersigned have the right to receive dividends from, or the proceeds from the sale of, certain of the securities listed in Item 5 (a) and (b).



Item 6        Contracts, Arrangements, Understandings  
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              Or Relationships With Respect To  
              -----  
              Securities Of The Issuer  
              -----

None

Item 7        Material To Be Filed as Exhibits  
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None

Signature

After reasonable inquiry and the best of my knowledge and belief, I certify that the information set forth in the statement is true, complete and correct.

December 17, 1996

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Date

HENRY P. VAN AMERINGEN

-----  
Signature

Henry P. van Ameringen

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Name/Title

Hpv A13D