FORM 4

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

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

1. Name and Address of Reporting Person*	2. Issuer Name and Tickler or Trading Symbol							6. Relationship of Reporting Person(s) to Issuer				
Wetmore Douglas J	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			Director10% Owner X Officer (give title below)Other (specify below) Senior Vice President and Chief Financial Officer					
(Street) New York, New York 10019			If Amendn riginal (Mo	nent, Date o nth/Year)	f		7. Individual or Joint/Group Filing(Check Applicable Line) <u>X</u> Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)		Tat	ole I - No	n-Derivativ	e Securitie	s Acquired,	Disposed o	f, or Beneficial	ly Owned			
1. Title of Security (Instr. 3)	2. Transaction 3. Transaction Con Date (Instr. 8)			Disposed o		(A) or	Beneficial End of M	nt of Securities 6. Ownership 7. Nature lly Owned at Form: Direct (D) Indirect onth or Indirect (I) Benefic 3 and 4) (Instr. 4) Owners				
		Code	V	Amount	(A) or (D)	Price				(Instr. 4)		

			Table II	I - Derivativ	ve Securiti	es Acquired,	Disposed of	, or Beneficiall	y Owned					
(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)														
1.Title of	2.Conver-sion	3.Transaction Date	4.Transaction Code 5.Number of				6.Date Exerciseable		7. Title and		8.Price of	9.Number of	10.Ownership	11.Nature of
Derivative	or	(Month/Day/Year)	(Instr.	8)	Derivative		and Expiration Date				Derivative	Derivative	Form of	Indirect
Security	Exercise Price				Securities Acquired		(Month/Day/Year)		Underlying		Security	Securities	Derivative	Beneficial
(Instr.3)	of Deriv-				(A) or Disposed of		1		Securities		(Instr. 5)	Beneficially	Securities	Ownership
	ative Security				(D)				(Instr. 3 and 4)			Owned at	Beneficially	(Instr. 4)
					(Instr. 3, 4 and 5)							End of Month	Owned at	
										Amount		(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)	Α	v	1,254		(1)	(1)	Common Stock	1,254	n/a	1,254	D	

Explanation of Responses:

Reminder:

(1) Stock units ("Units") under the Company's deferred compensation plan resulting from (a) deferral of incentive award, (b) deferral of salary and Company match (in shares), (c) premium (in shares) to participants deferring awards into Units, and (d) dividends (in shares) on Units. Units were acquired at various dates at market prices ranging from \$29.59 to \$34.97 per Unit. 249 Units are subject to vesting based on employment through December 31, 2003. Fractional shares will be paid in cash and are not reflected.

DENNIS M. MEANY **Signature of Reporting Person

Dennis M. Meany Attorney-in-fact

August 29, 2002 Date

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