

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>FERRO GRACIELA M</u> (Last) (First) (Middle) <u>521 WEST 57TH STREET</u> (Street) <u>NEW YORK</u> <u>10019</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INTERNATIONAL FLAVORS & FRAGRANCES INC [IFF]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP Global Accounts</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/24/2005</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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 (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/24/2005		M		20,000	A	\$34.56	23,187	D	
Common Stock	02/24/2005		M		12,000	A	\$27.1	47,187	D	
Common Stock	02/24/2005		M		12,000	A	\$28.77	35,187	D	
Common Stock	02/24/2005		M		10,000	A	\$36.63	67,187	D	
Common Stock	02/24/2005		M		10,000	A	\$32.82	57,187	D	
Common Stock	02/24/2005		M		5,000	A	\$29.86	72,187	D	
Common Stock	02/24/2005		M		3,000	A	\$39.19	75,187	D	
Common Stock	02/24/2005		S		72,000	D	\$41.02	3,187	D	

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, if any (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 Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (right to buy)	\$39.1875	02/24/2005		M			3,000	05/20/2000 ⁽¹⁾	05/20/2009	Common Stock	3,000	\$0	0	D	
Stock Options (right to buy)	\$29.86	02/24/2005		M			5,000	03/11/2004 ⁽²⁾	03/11/2013	Common Stock	5,000	\$0	10,000	D	
Stock Options (right to buy)	\$36.625	02/24/2005		M			10,000	11/09/2000 ⁽³⁾	11/09/2009	Common Stock	10,000	\$0	0	D	
Stock Options (right to buy)	\$32.82	02/24/2005		M			10,000	05/07/2003 ⁽⁴⁾	05/07/2012	Common Stock	10,000	\$0	5,000	D	
Stock Options (right to buy)	\$27.1	02/24/2005		M			12,000	05/16/2002 ⁽⁵⁾	05/16/2011	Common Stock	12,000	\$0	0	D	
Stock Options (right to buy)	\$28.77	02/24/2005		M			12,000	01/28/2003 ⁽⁶⁾	01/28/2012	Common Stock	12,000	\$0	0	D	
Stock Options (right to buy)	\$34.5625	02/24/2005		M			20,000	02/08/2001 ⁽⁷⁾	02/08/2010	Common Stock	20,000	\$0	0	D	

Explanation of Responses:

1. The options vested in 3 equal annual installments beginning May 20, 2000.
2. The options vest in 3 equal annual installments beginning March 11, 2004.
3. The options vested in 3 equal annual installments beginning November 9, 2000.
4. The options vest in 3 equal annual installments beginning May 7, 2003.
5. The options vested in 3 equal annual installments beginning May 16, 2002.
6. The options vested in 3 equal annual installments beginning January 28, 2003.
7. The options vested in 3 equal annual installments beginning February 8, 2001.

Remarks:

Dennis Meany, Power of
Attorney

02/25/2005

** Signature of Reporting Person

Date

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, 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.