

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	
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1. Name and Address of Reporting Person* <u>Faranda Joseph</u> (Last) (First) (Middle) <u>521 WEST 57TH STREET</u> (Street) <u>NEW YORK NY 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 Officer (give title below) Other (specify below) X Chief Marketing Officer
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/15/2008</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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	03/15/2008		M		5,700	A	\$0	9,375	D	
Common Stock	03/15/2008		M		1,695	A	\$0	11,070	D	
Common Stock	03/15/2008		M		1,000	A	\$0	12,070	D	
Common Stock	03/15/2008 ⁽¹⁾		F		338	D	\$41.87	11,732	D	
Common Stock	03/15/2008 ⁽¹⁾		F		573	D	\$41.87	11,159	D	
Common Stock	03/15/2008 ⁽¹⁾		F		1,927	D	\$41.87	9,232	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
Restricted Stock Units	\$0 ⁽²⁾	03/15/2008		M			1,695	(3)	(3)	Common Stock	1,695	\$0	0	D	
Restricted Stock Units	\$0 ⁽²⁾	03/15/2008		M			5,700	03/15/2008	03/15/2008	Common Stock	5,700	\$0	0	D	
Restricted Stock Units	\$0 ⁽²⁾	03/15/2008		M			1,000	03/15/2008	03/15/2015	Common Stock	1,000	\$0	2,000	D	

Explanation of Responses:

- The withholding of shares actually occurred on March 17, 2008 using the closing price of IFF Common Stock on that date. The transaction date is reflected here as March 15, 2008 due to an electronic filing issue.
- The Restricted Stock Units convert to Common Stock on a one-for-one basis.
- The Restricted Stock Units vest on March 15, 2008.

Remarks:

By: Dennis Meany, attorney in fact 03/18/2008

** 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.