## FORM 4

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

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(Print or Type Responses)

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				
Martinez Arthur C		Internat		Flavors & Fragrances Inc. ("IFF")				(Check all applicable)				
(Last) (First) (Middle)	3. I.R.S. Identificat	4.	4. Statement for Month/Year				X Director10% OwnerOther (specify					
c/o International Flavors & Fragrances Inc.	Number of Reporting Person, if an entity							below)				
521 West 57 <sup>th</sup> Street	(voluntary)											
(Street)	1							7. Individual or Joint/Group Filing(Check				
New York. New York 10019				Original (Mo	nth/Year)			Applicable Lin	e)			
				August 2	9, 2002		X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Transaction Date (Instr. 8)  (Month/Day/Year)  Code V							onth	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
				Amount	(A) or (D)	Price	(		(	(Instr. 4)		
				_			1					
							1					
							1					
			,	,	,							

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.Conver-sion or Exercise Price of Deriv- ative Security	(Month/Day/Year)			6.Date Exerciseable and Expiration Date (Month/Day/Year)		Amount of Underlying Securities (Instr. 3 and 4)		8.Price of Derivative Derivative Security (Instr. 5) Beneficially Owned at End of Month		Derivative Securities Beneficially Owned at	11.Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	End of Month (Instr. 4)	
Stock Equivalent Units	1-for-1	(1)	A	v	15		(1)	(1)	Common Stock	1,789	n/a	1,789	D	

Explanation of Responses:

(1) Stock units ("Units") under the Company's deferred compensation plan resulting from deferral of meeting fees and/or compensable stock grant and/or dividends (in shares) on such Units. Units were acquired at various datees at market prices ranging from \$32.49 to \$34.97 per Unit. The number in column nine has been adjusted to include a dividend of 24 Units at a market price of \$29.71 which were omitted from the shares beneficially owned calculation in the December 31, 2001 Form 5 (prepared based on information received and available at that time). Fractional shares will be paid in cash and are not reflected.

DENNIS	M.	MEANY

\*\*Signature of Reporting Person

August 30, 2002

Dennis M. Meany Attorney-in-fact

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, on of which must be manually signed. If space is insufficient, see Instruction 6 for procedure