

HIRCHAK JAMES J  
Form 4  
February 10, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HIRCHAK JAMES J

2. Issuer Name and Ticker or Trading Symbol  
CORN PRODUCTS  
INTERNATIONAL INC [CPO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
5 WESTBROOK CORPORATE  
CENTER

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/08/2010

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, Human Resources

(Street)  
WESTCHESTER, IL 60154

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	02/08/2010		M			16,000	A	\$ 14.325	43,801	D	
Common Stock	02/08/2010		M			16,000	A	\$ 16.92	59,801	D	
Common Stock	02/08/2010		S			32,000	D	\$ 31.1215 (1)	27,801	D	
Common Stock	02/09/2010		S			8,901	D	\$ 31.1699	18,900	D	
	02/09/2010		S			8,900	D	\$ 31.5	10,000	D	

Common  
Stock

Common Stock 15,865.718 (2) I By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Options(Right to Buy)	\$ 14.325 (3)	02/08/2010		M	16,000 (3)	(4) 10/23/2012	Common Stock	16,000 (3)
Employee Stock Options(Right to Buy)	\$ 16.92 (5)	02/08/2010		M	16,000 (5)	(6) 10/30/2013	Common Stock	16,000 (5)

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

HIRCHAK JAMES J  
5 WESTBROOK CORPORATE CENTER  
WESTCHESTER, IL 60154

VP, Human Resources

## Signatures

Mary Ann Hynes, Attorney  
in Fact 02/10/2010

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.00 to \$31.23, inclusive. The reporting person undertakes to provide Corn Products International, Inc., any security holder of Corn Products International, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the immediately preceding sentence.
- (1) The information in this report is based on a plan statement dated as of January 31, 2010.
  - (2) This option was previously reported as covering 8,000 shares at an exercise price of \$28.65 per share but was adjusted to reflect the 2-for-1 stock split effective on January 25, 2005.
  - (3) This option vested in two equal annual installments on October 24, 2003 and 2004.
  - (4) This option was previously reported as covering 8,000 shares at an exercise price of \$33.84 per share but was adjusted to reflect the 2-for-1 stock split effective on January 25, 2005.
  - (5) This option vested in two equal annual installments on October 31, 2004 and 2005.
  - (6)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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