

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>dos Reis Julio</u> (Last) (First) (Middle) 5 WESTBROOK CORPORATE CENTER (Street) WESTCHESTER IL 60154 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ingreion Inc [INGR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Sr VP and Pres, S. A. Ingr Sol
	3. Date of Earliest Transaction (Month/Day/Year) 12/03/2012	
	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	12/03/2012		M		9,000	A	\$33.8	24,047.0816	D	
Common Stock	12/03/2012		M		9,000	A	\$34.36	33,047.0816	D	
Common Stock	12/03/2012		M		9,000	A	\$25.58	42,047.0816	D	
Common Stock	12/03/2012		M		6,000	A	\$28.75	48,047.0816	D	
Common Stock	12/03/2012		M		2,833	A	\$47.95	50,880.0816	D	
Common Stock	12/03/2012		F		24,068 ⁽¹⁾	D	\$64.962	26,812.0816 ⁽²⁾	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
Employee Stock Options (Right to Buy)	\$33.8	12/03/2012		M			9,000	(3)	01/22/2017	Common Stock	9,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$34.36	12/03/2012		M			9,000	(4)	01/28/2018	Common Stock	9,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$25.58	12/03/2012		M			9,000	(5)	01/26/2019	Common Stock	9,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$28.75	12/03/2012		M			6,000	(6)	01/25/2020	Common Stock	6,000	\$0	3,000	D	
Employee Stock Options (Right to Buy)	\$47.95	12/03/2012		M			2,833	(7)	02/07/2021	Common Stock	2,833	\$0	5,667	D	

Explanation of Responses:

- Shares withheld to pay the exercise price of options exercised and reported here and in Table II and to pay the applicable taxes in connection with such exercises.
- Includes restricted stock units acquired through deemed dividend reinvestment and shares of common stock acquired through dividend reinvestment.
- These options vested in three equal annual installments on January 23, 2008, 2009 and 2010.
- These options vested in three equal annual installments on January 29, 2009, 2010 and 2011.
- These options vested in three equal annual installments on January 27, 2010, 2011 and 2012.

6. Two thirds of these options vested in two equal annual installments on January 26, 2011 and 2012, and the remaining one third of these options will vest on January 26, 2013.
7. One third of these options vested on February 8, 2012, and the remaining two thirds of these options will vest in two equal annual installments on February 8, 2013 and 2014.

Christine M. Castellano,
Attorney in Fact 12/05/2012

** 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.