Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

wasnington, D.C. 20549	
STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
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l	hours per response:	0.5

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 t	he Inve	stmen	t Company Ac	ct of 194	0					
1. Name and Address of Reporting Person* <u>Stefansic Robert J.</u>				2. Issuer Name and Ticker or Trading Symbol Ingredion Inc [INGR]							ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner Officer (give title Other (specify			
(Last) (First) (Middle) 5 WESTBROOK CORPORATE CENTER			e) 0	3. Date of Earliest Transaction (Month/Day/Year) 08/09/2016							Officer (give title below) Other below Other Sr VP, Oper Excel, Sust & C)	
(Street) WESTCHESTER IL 60154 (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)							ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
		Table I -	Non-Derivati	ve Securities /	Acqui	red,	Disposed	of, or	Benefic	cially	Owned			
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code V		Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock		08/09/2016		M		5,200	A	\$47.	95	16,889.6187	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

M

M

M

S

5,000

4,610

4,000

18,810

Α

Α

A

D

\$55.95

\$66.07

\$59.58

\$135.9676(1)

21,889.6187

26,499.6187

30,499.6187

11,689.6187(2)

6,347.671(3)(4)

D

D

D

D

Phantom

Stock

08/09/2016

08/09/2016

08/09/2016

08/09/2016

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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	osed D) tr. 3, 4	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	Amount or Number of Shares				
Employee Stock Options (Right to Buy)	\$47.95	08/09/2016		М			5,200	(5)	02/07/2021	Common Stock	5,200	\$0	0	D	
Employee Stock Options (Right to Buy)	\$55.95	08/09/2016		М			5,000	(6)	02/06/2022	Common Stock	5,000	\$0	0	D	
Employee Stock Options (Right to Buy)	\$66.07	08/09/2016		М			4,610	(7)	02/04/2023	Common Stock	4,610	\$0	0	D	
Employee Stock Options (Right to Buy)	\$59.58	08/09/2016		М			4,000	(8)	02/03/2024	Common Stock	4,000	\$0	3,700	D	

Explanation of Responses:

- 1. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$135.83 to \$136.21, inclusive. The reporting person undertakes to provide Ingredion Incorporated, any security holder of Ingredion Incorporated 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 range set forth in the immediately preceding sentence.
- 2. Includes restricted stock units ("RSUs") acquired through deemed dividend reinvestment. RSUs acquired through deemed dividend reinvestment vest on the dates when the RSUs with respect to which they are deemed dividends vest.
- 3. Each phantom stock unit represents the right to receive one share of common stock.
- 4. Includes phantom stock units acquired through deemed dividend reinvestment
- 5. These options vested in three equal annual installments on February 8, 2012, 2013 and 2014.
- 6. These options vested in three equal annual installments on February 7, 2013, 2014 and 2015.

7. These options vested in three equal annual installments on February 5, 2014, 2015 and 2016.

8. Two thirds of these options vested in equal annual installments on February 4, 2015 and 2016, and the remaining one third of these options will vest on February 4, 2017.

<u>Christine M. Castellano,</u> <u>Attorney-in-Fact</u> <u>08/10/2016</u>

** 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.