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
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person ${ }^{\star}$ GORDON ILENE S |  | 2. Issuer Name and Ticker or Trading Symbol Ingredion Inc [ INGR ] |  |  |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| (Last) (First) <br> 5 WESTBROOK CORPORATE CENTER | $\begin{aligned} & \text { 3. Da } \\ & 02 / 0 \end{aligned}$ | 3. Date of Earliest Transaction (Month/Day/Year) 02/07/2017 |  |  |  |  | X | Officer (give title below) <br> Chairman, P | Other (specify below) |  |
| (Street) <br> WESTCHESTER IL 60154  <br> (City) (State) (Zip) | [- ${ }^{4 . \text { If }}$ | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |  |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line) <br> 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 | 02/07/2017 |  | A |  | 12,986 ${ }^{(1)}$ | A | \$0 | 107,322.3513 | D |  |
| Common Stock | 02/07/2017 |  | A |  | 61,000 ${ }^{(2)}$ | A | \$0 | 168,322.3513 | D |  |
| Common Stock | 02/07/2017 |  | F |  | 27,877 ${ }^{(3)}$ | D | \$118.97 | $140,445.3513{ }^{(4)}$ | D |  |
| Common Stock |  |  |  |  |  |  |  | 44,810 ${ }^{(5)}$ | I | By GRAT <br> Remainder Trust |
| Common Stock |  |  |  |  |  |  |  | 61,000 | I | By 2013 <br> GRAT |
| Common Stock |  |  |  |  |  |  |  | 72,369 | I | By 2015 GRAT |
| Common Stock |  |  |  |  |  |  |  | 88,582 | I | By 2016 <br> GRAT |

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

| 1. Title of Derivative (Instr. 3) | 2. <br> Conversion <br> or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Trans Code 8) Code | ction | 5. Numb Derivativ Securitie Acquired or Dispo of (D) (In 3, 4 and <br> (A) | of <br> e <br> s <br> (A) <br> sed <br> str. <br> 5) <br> (D) | 6. Date Exer Expiration D (Month/Day/ <br> Date <br> Exercisable | isable and <br> te <br> ear) <br> Expiration <br> Date | 7. Title an of Securitit Underlyin Derivative (Instr. 3 a <br> Title | Amount <br> es <br> Security <br> d 4) <br> Amount <br> or <br> Number <br> of Shares | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Employee Stock Options (Right to Buy) | \$118.97 | 02/07/2017 |  | A |  | 106,736 |  | (6) | 02/06/2027 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | 106,736 | \$0 | 106,736 | D |  |

## Explanation of Responses:

1. These are restricted stock units ("RSUs") issued under the Ingredion Incorporated Stock Incentive Plan. The RSUs may be settled only in shares of common stock (one share per RSU) and will vest on February 7, 2020. In the event of termination of employment due to (a) death, (b) disability or (c) retirement on or after (i) age 65, (ii) age 62 with 5 years of service or (iii) age 55 with 10 years of service, the RSUs will vest on a pro-rata basis using the number of full months employed during the thirty-six month vesting period. Notwithstanding the foregoing, in the event of such retirement on or after February 7, 2018, the RSUs will vest on February 7, 2020.
2. Shares acquired upon vesting of performance share award granted February 4, 2014. Vesting of the performance share award was based on criteria in addition to the increase in the market price of Ingredion Incorporated's common stock.
3. Shares withheld to pay applicable taxes upon the vesting of performance share award granted February 4, 2014.

 report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
4. These options become exercisable in three equal annual installments on February 7, 2018, 2019 and 2020.

| Christine M. Castellano, | $\underline{02 / 09 / 2017}$ |
| :--- | :--- |
| Attorney-in-Fact 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. $78 \mathrm{ff}(\mathrm{a})$.
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.

