FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPRO	VAL
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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

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 A		porting Person*			CO		PRO				g Symbol <mark>ERNATI</mark> O	ONAI	<u> </u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 5 WESTBROOK CORPORATE CENTER				3. Da	3. Date of Earliest Transaction (Month/Day/Year) 03/09/2012								X	X Officer (give title Other (specify below) VP and Controller				pecify	
(Street) WESTCHESTER IL 60154				4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(State	e) (Zi _l	p)												Person				
1. Title of Security (Instr. 3) 2. Transaction Date			2. Transaction	n 2A. Deemed Execution Date,		te, ear)	3. Transaction Code (Instr. 8)		Amount Associated Asso			5. Amount of		Form:	: Direct I Indirect I str. 4)	7. Nature of ndirect Beneficial Dwnership Instr. 4)			
Common St	ock			03/09/201	12			\dashv	M		8,500	(D) A		33.8	(Instr. 3 and 4) 17,053.6071 D				
			03/09/201	12				S	\Box	8,500	D				.6071		D		
Common Stock 03			03/09/201	12						8,400	A	\$3	34.36 16,95		3.6071		D		
Common St	ock			03/09/201	12				S		8,400	D	\$57.	1572 ⁽²⁾	(2) 8,553.6071(3)			D	
Common Sto	ommon Stock													15.287			I	By 401(k) Plan	
Common Stock														7,962.1	571 ⁽⁴⁾⁽⁵⁾			Phantom Stock	
		Та	ble I								posed of, , convertil				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if any	eemed ution Date, , th/Day/Year)	4. Trans Code 8)	action (Instr.	of Deri Secu Acqu (A) o Disp of (D	erivative ecurities cquired 4) or isposed (Month/Day/Year) Securitie Underly Derivatie (Instr. 3		nt of ties lying tive Se	curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exe	e rcisable	Expiration Date	Title	OI N Of	umber					
Employee Stock Options(Right to Buy)	\$33.8	03/09/2012			M			8,500		(6)	01/22/2017	Comm		3,500	\$0	0		D	
Employee Stock Options(Right to Buy)	\$34.36	03/09/2012			M			8,400)	(7)	01/28/2018	Comm		3,400	\$0	0		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 \$57.04 to \$57.30, 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.
- 2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.04 to \$57.30, 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.
- 3. Includes restricted stock units acquired through deemed dividend reinvestment
- 4. Each phantom stock unit represents the right to receive one share of common stock.
- 5. Includes phantom stock units acquired through deemed dividend reinvestment.
- 6. These options vested in three equal annual installments on January 23, 2008, 2009 and 2010.
- 7. These options vested in three equal annual installments on January 29, 2009, 2010 and 2011.

Mary Ann Hynes, Attorney in Fact 03/13/2012

** 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 co	ontained in this form are not required	to respond unless the form displays a c	currently valid OMB Number.