Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

ed pursuant to Section 16(a) of the Securities Exc	hange Act of 1934
or Section 30(h) of the Investment Company	Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287
	Estimated average burder	n 📗
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	0.5
or Section 30(h) of the Investment Company Act of 1940		

1. Name and Address of Reporting Person* <u>HIRCHAK JAMES J</u> (Logt) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol <u>CORN PRODUCTS INTERNATIONAL INC</u> [ CPO ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below)
(Last) (First) (Middle) 5 WESTBROOK CORPORATE CENTER		( )	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2010	VP, Human Resources
(Street) WESTCHESTER	IL	60154	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
(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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/08/2010		М		16,000	Α	\$14.325	43,801	D	
Common Stock	02/08/2010		М		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	
Common Stock	02/09/2010		S		8,900	D	\$31.5	10,000	D	
Common Stock								15,865.718 <sup>(2)</sup>	Ι	By 401(k) Plan

## 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. Transa Code ( 8)		Deri Secu Acq or D	umber of vative urities uired (A) isposed D) (Instr. 3, d 5)	6. Date Exerc Expiration Da (Month/Day/Y	ate	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)	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		(Instr. 4)		
Employee Stock Options(Right to Buy)	\$14.325 <sup>(3)</sup>	02/08/2010		М			16,000 <sup>(3)</sup>	(4)	10/23/2012	Common Stock	16,000 <sup>(3)</sup>	\$0	0	D	
Employee Stock Options(Right to Buy)	\$16.92 <sup>(5)</sup>	02/08/2010		М			16,000 <sup>(5)</sup>	(6)	10/30/2013	Common Stock	1 <b>6,000</b> <sup>(5)</sup>	\$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 \$31.00 to \$31.23, inclusive. The reporting person undertakes to provide Corn Products International, Inc., any security holder of Com 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 information in this report is based on a plan statement dated as of January 31, 2010.

3. 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.

4. This option vested in two equal annual installments on October 24, 2003 and 2004.

5. 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.

6. This option vested in two equal annual installments on October 31, 2004 and 2005.



\*\* 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.