## SEC Form 4

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

I

| OMB Number:              | 3235-0287 |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|
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| hours per response:      | 0.5       |  |  |  |  |  |

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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 <sup>*</sup><br>Latreille Stephen K. |                         |                       |  | uer Name <b>and</b> Tick<br>redion Inc [ II                    | •                                 | Symbol  |                        | tionship of Reportir<br>all applicable)<br>Director<br>Officer (give title | 10% 0   |  |
|--|-------------------------|-----------------------|--|--|-----------------------------------|---|------------------------|--|---|--|
| (Last)<br>5 WESTBI   | (First)<br>ROOK CORPORA | (Middle)<br>TE CENTER |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/16/2021 |                                   |   |                        | below)   | p Controller                                    |  |
| (Street)<br>WESTCHESTER IL 60154<br>(City) (State) (Zip)                     |                         |                       | 4. If A                                    | mendment, Date o   | f Original Filed                  | d (Month/Day/Year)  | 6. Indiv<br>Line)<br>X | ridual or Joint/Grou<br>Form filed by On<br>Form filed by Mo<br>Person     | e Reporting Per                                 | son                                    |
|  |                         | Table I - No          | n-Derivative S                             | Securities Acq   | uired, Dis                        | posed of, or Benet  | icially                | Owned  |   |  |
| 1. Title of Sec  | curity (Instr. 3)       |                       | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any                        | 3.<br>Transaction<br>Code (Instr. | 4. Securities Acquired (A<br>Disposed Of (D) (Instr. 3,<br>5) |                        | 5. Amount of<br>Securities<br>Beneficially                                 | 6. Ownership<br>Form: Direct<br>(D) or Indirect | 7. Nature<br>of Indirect<br>Beneficial |

|              | (Month/Day/Year) | (Month/Day/Year) | 8)   |   | 5)                 |               |         | Beneficially<br>Owned Following<br>Reported | (D) or indirect<br>(I) (Instr. 4) | Ownership<br>(Instr. 4) |
|--------------|------------------|------------------|------|---|--------------------|---------------|---------|---|-----------------------------------|-------------------------|
|              |                  |                  | Code | v | Amount             | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)          |                                   | (                       |
| Common Stock | 03/16/2021       |                  | A    |   | 443 <sup>(1)</sup> | A             | \$92.03 | 4,928.4532 <sup>(2)</sup>                   | D                                 |                         |

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

|   |   |  | ( 3,1   | ,                            | , |  | ,                          | • •                 |   |       |  | ,  |  |                                  |  |
|---|---|--|---|------------------------------|---|--|----------------------------|---------------------|---|-------|--|--|--|----------------------------------|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) o<br>Dispo<br>of (D | sposed<br>(D)<br>str. 3, 4 |                     | Expiration Date Amount of<br>Month/Day/Year) Securities<br>Underlying<br>Derivative |       |  | Amount of Derivative de<br>Securities Security Si<br>Underlying (Instr. 5) Be<br>Derivative Security (Instr. 7) Fe |  | Ownership<br>Form:<br>Direct (D) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)  | (D)                        | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares |  |  |                                  |  |

## 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 as follows: - Regular Vesting: The RSUs will vest one-third per year at the end of years one, two and three. - Upon Death, Disability or Retirement (defined as age 55 with 10 years of service, age 62 and 5 years of service, (or age 65): the RSUs will vest on a pro-rata basis using the number of full months employed during the thirty-six month vesting period. - Change-in-control ("CIC"): "Double trigger" 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 dividend vest.

| Michael N. Levy, attorney-in- | 02/10/2021 |
|-------------------------------|------------|
| fact                          | 03/18/2021 |

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  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.

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