

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>GORDON ILENE S</u> (Last) (First) (Middle) <u>5 WESTBROOK CORPORATE CENTER</u> (Street) <u>WESTCHESTER IL 60154</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ingredion Inc [INGR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2014</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	02/04/2014		A		21,800 ⁽¹⁾	A	\$0	114,797.3476	D	
Common Stock	02/04/2014		A		36,549 ⁽²⁾	A	\$0	151,346.3476	D	
Common Stock	02/04/2014		F		14,716 ⁽³⁾	D	\$59.58	136,630.3476 ⁽⁴⁾	D	
Common Stock								41,030 ⁽⁵⁾	I	By GRAT
Common Stock								152,208 ⁽⁶⁾	I	By GRAT

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	\$59.58	02/04/2014		A		160,400		(7)	02/03/2024	Common Stock	160,400	\$0	160,400	D	

Explanation of Responses:

- 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 4, 2017. 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.
- Shares acquired upon vesting of performance share award granted February 8, 2011. Vesting of performance share award was based on criteria in addition to the increase in the market price of Ingredion Incorporated's common stock.
- Shares withheld to pay applicable taxes upon the vesting of performance share award granted February 8, 2011.
- Includes 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.
- Excludes 13,281 shares previously reported as indirectly owned which were transferred to the reporting person in payment of the annuity by a grantor retained annuity trust ("GRAT") on December 17, 2012 and 12,250 shares previously reported as indirectly owned which were transferred to the reporting person in payment of the annuity by a GRAT on December 10, 2013. These 25,531 shares are reported on this Form 4 as directly owned. 66,561 shares were contributed to this GRAT on December 21, 2011.
- These shares were previously reported as directly owned but were contributed to a GRAT on February 20, 2013.
- These options become exercisable in three equal annual installments on February 4, 2015, 2016 and 2017.

Christine M. Castellano,
Attorney-in-Fact

02/06/2014

** 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.