FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person HIRCHAK JAMES J						CORN PRODUCTS INTERNATIONAL INC [ CPO ]								eck all applic Directo X Officer below)	cable) or (give title	g Persor	10% Ow Other (s below)	/ner
(Last) (First) (Middle) 5 WESTBROOK CORPORATE CENTER						3. Date of Earliest Transaction (Month/Day/Year) 02/01/2005								VP, Human Resources				
(Street) WESTCHESTER IL 60154  (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
(City)	(5			n-Deri	vativ	e Se	curit	ties Ac	quired	Dis	sposed o	of, or Be	neficiall	y Owned	<u> </u>			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da						Execution Date,			Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		d (A) or r. 3, 4 and 8	5. Amount of Securities Beneficially Owned Following Reported		6. Owner Form: I (D) or Ir (I) (Insti	Direct ndirect r. 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D)	Price	Transact (Instr. 3	tion(s)			(Instr. 4)
Common Stock 02/01/2					1/2005	2005			М		66,000	) A	\$0	86	86,694		)	
Common Stock 02/01/					1/2005	2005			S		66,000	) D	\$29.52	20	20,694		)	
Common Stock														14,791.746		]	[ ]	By 401(k) Plan
		-	Гable II -							•	osed of, converti		-	Owned		,		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Date, Transa Code (		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date E Expiratio (Month/D	n Dat		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	O Fe Illy D O (I)	0. wnership orm: irect (D) r Indirect ) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares					
Stock Options (Right to buy)	\$0	02/01/2005			M			66,000	12/03/20	03	12/03/2013	Common Stock	66,000	\$29.521	46,000	0	D	

**Explanation of Responses:** 

Marcia E. Doane, Attorney in

fact

\*\* Signature of Reporting Person

Date

02/03/2005

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

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).