## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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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

|                                 | ddress of Reporting Pe<br>YER ROBIN A | COR  | 2. Issuer Name and Ticker or Trading Symbol<br><u>CORN PRODUCTS INTERNATIONAL</u><br><u>INC</u> [ CPO ] |  |        |  |               |        | ationship of Reportin<br>k all applicable)<br>Director<br>Officer (give title | 10% (<br>Other  | Wher<br>(specify  |   |  |  |
|---------------------------------|---------------------------------------|--|---|--|--------|--|---------------|--------|---|---|---|---|--|--|
| (Last)<br>5 WESTBR              | (First)<br>OOK CORPORAT               | (Middle)<br>E CENTER                       |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/26/2010 |        |  |               |        |   | below) below)<br>VP and Controller  |   |   |  |  |
| (Street)                        |                                       | 4. If An                                   | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |        |  |               |        | 6. Individual or Joint/Group Filing (Check Applicable Line)                   |   |   |   |  |  |
| WESTCHESTER IL 60154            |                                       |  |   |  |        |  |               |        |   | X Form filed by One Reporting Person<br>Form filed by More than One Reporting |   |   |  |  |
| (City)                          | (State)                               | (Zip)                                      |   |  |        |  |               |        |   | Person  |   | - |  |  |
|                                 |                                       | Table I - No                               | n-Derivative S  | ecurities Acq  | uired, | Dis  | oosed of, o   | r Bene | eficially   | Owned   |   |   |  |  |
| 1. Title of Security (Instr. 3) |                                       | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)   | 3.<br>Transaction<br>Code (Instr.<br>8)                        |        | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3,<br>5) |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported     | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)             | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |  |  |
|                                 |                                       |  |   | Code   | v      | Amount   | (A) or<br>(D) | Price  | Transaction(s)  |   |   |   |  |  |

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

|   | (e.g., puis, cans, warrants, options, convertible securities)         |  |   |                              |   |   |                                     |                     |  |                 |  |     |  |  |  |
|---|---|--|---|------------------------------|---|---|-------------------------------------|---------------------|--|-----------------|--|-----|--|--|--|
| 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) |   | 5. Num<br>of<br>Deriva<br>Securi<br>Acquir<br>(A) or<br>Dispos<br>of (D)<br>(Instr.<br>and 5) | tive<br>ities<br>red<br>sed<br>3, 4 | Expiration Da       | Expiration Date A<br>Month/Day/Year) S<br>U<br>D |                 | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |     | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 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   |     |  |  |  |
| Employee<br>Stock<br>Options(Right<br>to Buy)       | \$28.75   | 01/26/2010                                 |   | A                            |   | 8,300   |                                     | (1)                 | 01/25/2020                                       | Common<br>Stock | 8,300  | \$0 | 8,300  | D  |  |

Explanation of Responses:

1. The options become exercisable in three equal annual installments beginning January 26, 2011.

## <u>Mary Ann Hynes, Attorney in</u>

Fact

01/28/2010

\*\* 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.

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