## SEC Form 4

П

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	ROVAL								
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

		*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Ingredion Inc [ INGR ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				Х	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
5 WESTBROOK CORPORATE CENTER		ENTER	09/15/2017		Ex VP Global Spec & Pres Amer				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (C	Check Applicable			
WESTCHESTER	R IL	60154		X	Form filed by One Reporti	ng Person			
(City)	(State)	(Zip)			Form filed by More than O Person	ne Reporting			

#### 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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	09/15/2017		М		123	A	\$59.58	29,428.5336	D		
Common Stock	09/15/2017		S <sup>(1)</sup>		123	D	\$125	29,305.5336	D		
Common Stock	09/18/2017		М		13,949	A	\$59.58	43,254.5336	D		
Common Stock	09/18/2017		М		13,900	A	\$66.07	57,154.5336	D		
Common Stock	09/18/2017		<b>S</b> <sup>(1)</sup>		27,849	D	\$125.3933 <sup>(2)</sup>	29,305.5336 <sup>(3)</sup>	D		

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

	(e.g., puts, cans, 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)		of Deri Sec Acq (A) ( Disp of (I	umber vative urities uired or oosed O) (Instr. 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	09/15/2017		М			123	(4)	02/03/2024	Common Stock	123	\$0	13,949	D	
Employee Stock Options (Right to Buy)	\$59.58	09/18/2017		М			13,949	(4)	02/03/2024	Common Stock	13,949	\$0	0	D	
Employee Stock Options (Right to Buy)	\$66.07	09/18/2017		М			13,900	(5)	02/04/2023	Common Stock	13,900	\$0	0	D	

#### Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 10, 2017.

2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$125.00 to \$125.98, inclusive. The reporting person undertakes to provide Ingredion Incorporated, any security holder of Ingredion Incorporated 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 range set forth in the immediately preceding sentence.

3. 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 dividends vest.

4. These options vested in equal annual installments on February 4, 2015, 2016 and 2017.

5. These options vested in three equal annual installments on February 5, 2014, 2015 and 2016.

#### <u>Christine M. Castellano,</u> Attorney in Fact

<u>Attorney-in-Fact</u>

<u>09/19/2017</u>

Date

\*\* Signature of Reporting Person

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.