FORM 3

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

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

de Abreu Souza Ricardo	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2014		3. Issuer Name and Ticker or Trading Symbol Ingredion Inc [ INGR ]					
(Last) (First) (Middle) 5 WESTBROOK CORPORATE CENTER			Relationship of Reporting Person (Check all applicable)     Director	n(s) to Issue	(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
			X Officer (give title below)	Other (spec		dividual or Joint icable Line)	/Group Filing (Check	
(Street) WESTCHESTER IL 60154			Sr VP and Pres, S A	Ingr Sol	X		y One Reporting Person	
WESTCHESTER IE 00134						Reporting Po	y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)			Nature of Indirect Beneficial Ownership str. 5)		
Common Stock			11,877.3116(1)(2)(3)	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
(е.	g., puts, cai	ıs, warra	ints, options, convertible	securities	s) 			
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Da (Month/Day/)	cisable and	T	ies	4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
,	2. Date Exerc	cisable and	3. Title and Amount of Securit Underlying Derivative Securit	ies	4. Conversion	Ownership	Beneficial Ownership	
,	2. Date Exerc Expiration Day/\(\text{Month/Day/\}\)	cisable and ate (ear)	3. Title and Amount of Securit Underlying Derivative Securit	Amount or Number of	4. Conversion or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Day (Month/Day/) Date Exercisable	Expiration	3. Title and Amount of Securit Underlying Derivative Security  Title  Common Stock	Amount or Number of Shares	4. Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
Title of Derivative Security (Instr. 4)  Employee Stock Options (Right to Buy)	2. Date Exerc Expiration Da (Month/Day/)	Expiration Date  01/23/2016	3. Title and Amount of Securit Underlying Derivative Securit  Title Common Stock Common Stock	Amount or Number of Shares 5,400	4. Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)  Employee Stock Options (Right to Buy)  Employee Stock Options (Right to Buy)	2. Date Exerc Expiration Da (Month/Day/N	Expiration Date 01/22/2017	3. Title and Amount of Security Underlying Derivative Security  Title Common Stock Common Stock Common Stock	Amount or Number of Shares 5,400 5,000	4. Conversion or Exercise Price of Derivative Security  25.825  33.8	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)  Employee Stock Options (Right to Buy)  Employee Stock Options (Right to Buy)  Employee Stock Options (Right to Buy)	2. Date Exerc Expiration Da (Month/Day/)  Date Exercisable  (4)  (5)	Expiration Date 01/23/2016 01/28/2018	3. Title and Amount of Security Underlying Derivative Security  Title Common Stock Common Stock Common Stock Common Stock Common Stock	Amount or Number of Shares 5,400 5,000 5,400	4. Conversion or Exercise Price of Derivative Security  25.825  33.8  34.36	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  D  D	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)  Employee Stock Options (Right to Buy)	2. Date Exerc Expiration Da (Month/Day/)  Date Exercisable  (4)  (5)  (6)  (7)	Expiration Date 01/23/2016 01/22/2017 01/28/2018	3. Title and Amount of Securit Underlying Derivative Securit  Title  Common Stock	Amount or Number of Shares 5,400 5,400 5,400	4. Conversion or Exercise Price of Derivative Security  25.825  33.8  34.36  25.58	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  D  D  D	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)  Employee Stock Options (Right to Buy)  Employee Stock Options (Right to Buy)	2. Date Exerc Expiration Date (Month/Day/N)  Date Exercisable  (4)  (5)  (6)  (7)	Expiration Date 01/23/2016 01/28/2018 01/26/2019 01/25/2020	3. Title and Amount of Security Underlying Derivative Security  Title Common Stock	Amount or Number of Shares 5,400 5,000 5,400 7,500	4. Conversion or Exercise Price of Derivative Security  25.825  33.8  34.36  25.58  28.75	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  D  D  D  D	Beneficial Ownership	

## **Explanation of Responses:**

- 1. Includes 3,000 shares of restricted stock. The restrictions on these 3,000 shares will lapse on the fifth anniversary of the January 26, 2010 grant date.
- 2. Includes 4,024 restricted stock units ("RSUs") issued under the Ingredion Stock Incentive Plan. The RSUs may be settled only in shares of Common Stock (one share per RSU). 1,300 RSUs will vest on February 8, 2014, 1,400 RSUs will vest on February 7, 2015 and 1,324 RSUs will vest on February 5, 2016. In the event of termination of employment due to death, disability or retirement (defined as age 55 and 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 period.
- 3. 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.
- 4. These options vested in two equal annual installments on January 24, 2007 and 2008.
- $5.\ These\ options\ vested\ in\ three\ equal\ annual\ installments\ on\ January\ 23,\ 2008,\ 2009\ and\ 2010.$
- $6.\ These\ options\ vested\ in\ three\ equal\ annual\ installments\ on\ January\ 29,\ 2009,\ 2010\ and\ 2011.$
- $7.\ These\ options\ vested\ in\ three\ equal\ annual\ installments\ on\ January\ 27,\ 2010,\ 2011\ and\ 2012.$
- $8.\ These\ options\ vested\ in\ three\ equal\ annual\ installments\ on\ January\ 26,\ 2011,\ 2012\ and\ 2013.$
- 9. Two thirds of these options vested in two equal annual installments on February 8, 2012 and 2013, and the remaining one third of these options will vest on February 8, 2014.
- 10. One third of these options vested on February 7, 2013, and the remaining two thirds of these options will vest in two equal annual installments on February 7, 2014 and 2015.
- $11.\ These\ options\ will\ vest\ in\ three\ equal\ annual\ installments\ on\ February\ 5,\ 2014,\ 2015\ and\ 2016.$

## Remarks:

Exhibit List Exhibit 24 -- Power of Attorney

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

01/13/2014

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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.

EXHIBIT 24

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Christine M. Castellano and John E. Lowe, signing singly, the undersigned?s true and lawful attorney-in-fact to:

- (1) prepare, execute in the undersigned?s name and on the undersigned?s behalf, and submit to the U.S. Securities and Exchange Commission (the ?SEC?) a Form ID, including amendments thereto, and other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned?s capacity as an officer and/or director of Ingredion Incorporated (the ?Company?), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned?s ownership, acquisition, or disposition of securities of the Company;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or other form or report, and timely file such form or report with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in fact?s discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact?s substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned?s responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned?s holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneysin fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this  $17 \, \text{th}$  day of December, 2013.

/s/Ricardo de Abreu Souza Ricardo de Abreu Souza