

**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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>SCOTT SAMUEL C III</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>CORN PRODUCTS INTERNATIONAL INC [ CPO ]</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>08/10/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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	08/10/2006		M		68,500	A	\$16.1563	178,887	D	
Common Stock	08/10/2006		S		68,500	D	\$32.3223	110,387	D	
Common Stock	08/11/2006		M		72,000	A	\$16.1563	182,387	D	
Common Stock	08/11/2006		S		72,000	D	\$32.4619	110,387	D	
Common Stock								38,397.549	I	By 401(k) Plan

**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
Stock Options (Right to buy)	\$16.1563	08/10/2006		M			68,500	(1)	01/21/2008	Common Stock	68,500	\$0	167,500	D	
Stock Options (Right to buy)	\$16.1563	08/11/2006		M			72,000	(1)	01/21/2008	Common Stock	72,000	\$0	95,500	D	

**Explanation of Responses:**

1. The option vested in three equal installments on January 21, 1999, 2000 and 2001.

Mary Ann Hynes, Attorney in Fact 08/14/2006

\*\* 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.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned director or officer of Corn Products International, Inc., a Delaware corporation the Company, does hereby severally make, constitute and appoint MARY ANN HYNES, Vice President, General Counsel and Corporate Secretary of the Company his true and lawful attorney to execute, deliver and file, for and on his behalf, any and all reports on Forms 3, 4 and 5 relating to beneficial ownership of securities issued by the Company, until such date as the undersigned ceases to be required to file such reports. IN WITNESS WHEREOF, the undersign has hereunto executed this Power of Attorney this 10th day of April, 2006

Samuel C. Scott III  
UNITED STATES OF AMERICA                    )  
STATE OF ILL                                )  
COUNTY OF                                 )

On this 10th day of April, 2006, before me, a Notary Public of the State of Illinois, United States of America, personally came James M. Ringler, to me known, and known to me to be the individual described in and who executed the foregoing instrument and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned. Given under my hand and official seal this of 10th day of April, 2006.

Notary Public  
OFFICIAL SEAL  
KIMBERLEY COPELAND  
NOTARY PUBLIC STATE OF ILLINOIS  
MY COMMISSION EXPIRES:03/15/10