

RIPLEY JAMES J
Form 4
September 13, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RIPLEY JAMES J

2. Issuer Name **and** Ticker or Trading
Symbol
CORN PRODUCTS
INTERNATIONAL INC [CPO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
5 WESTBROOK CORPORATE
CENTER

3. Date of Earliest Transaction
(Month/Day/Year)
09/11/2007

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Sr VP, Planning, IT & Compliance

(Street)
WESTCHESTER, IL 60154

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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	09/11/2007		M		36,000	A	\$ 14.52	45,469.7813	D
Common Stock	09/11/2007		D		300	D	\$ 45.58	45,169.7813	D
Common Stock	09/11/2007		D		400	D	\$ 45.585	44,769.7813	D
Common Stock	09/11/2007		D		200	D	\$ 45.59	44,569.7813	D
Common Stock	09/11/2007		D		100	D	\$ 45.6	44,469.7813	D

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Common Stock	09/11/2007	D	800	D	\$ 45.61	43,669.7813	D
Common Stock	09/11/2007	D	3,100	D	\$ 45.62	40,569.7813	D
Common Stock	09/11/2007	D	300	D	\$ 45.625	40,269.7813	D
Common Stock	09/11/2007	D	200	D	\$ 45.63	40,069.7813	D
Common Stock	09/11/2007	D	1,800	D	\$ 45.64	38,269.7813	D
Common Stock	09/11/2007	D	3,900	D	\$ 45.65	34,369.7813	D
Common Stock	09/11/2007	D	1,100	D	\$ 45.655	33,269.7813	D
Common Stock	09/11/2007	D	1,030	D	\$ 45.66	32,239.7813	D
Common Stock	09/11/2007	D	4,000	D	\$ 45.67	28,239.7813	D
Common Stock	09/11/2007	D	3,100	D	\$ 45.68	25,139.7813	D
Common Stock	09/11/2007	D	3,200	D	\$ 45.69	21,939.7813	D
Common Stock	09/11/2007	D	900	D	\$ 45.7	21,039.7813	D
Common Stock	09/11/2007	D	300	D	\$ 45.71	20,739.7813	D
Common Stock	09/11/2007	D	1,070	D	\$ 45.73	19,669.7813	D
Common Stock	09/11/2007	D	300	D	\$ 45.735	19,369.7813	D
Common Stock	09/11/2007	D	1,700	D	\$ 45.74	17,669.7813	D
Common Stock	09/11/2007	D	96	D	\$ 45.75	17,573.7813	D
Common Stock	09/11/2007	D	104	D	\$ 45.76	17,469.7813	D
Common Stock	09/11/2007	D	100	D	\$ 45.78	17,369.7813	D
Common Stock	09/11/2007	D	100	D	\$ 45.79	17,269.7813	D
	09/11/2007	D	900	D		16,369.7813	D

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Common Stock					\$	45.815		
Common Stock	09/11/2007		D	1,600	D	\$ 45.82	14,769.7813	D
Common Stock							35,121.089	I

By 401(k)
Plan

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to buy)	\$ 14.52	09/11/2007		M	36,000	<u>(1)</u>	10/25/2011	Common Stock	36,000

Reporting Owners

Reporting Owner Name / Address

Relationships

RIPLEY JAMES J
5 WESTBROOK CORPORATE CENTER
WESTCHESTER, IL 60154

Director 10% Owner Officer Other

Sr VP, Planning, IT & Complian

Signatures

Mary Ann Hynes, Attorney
in Fact

09/13/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) The option became exercisable in two equal installments on October 25, 2002 and 2003.

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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