

dos Reis Julio
Form 4
December 05, 2012

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
dos Reis Julio

(Last) (First) (Middle)

5 WESTBROOK CORPORATE
CENTER

(Street)

WESTCHESTER, IL 60154

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Ingredion Inc [INGR]

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

12/03/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Sr VP and Pres, S. A. Ingr Sol

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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)
Common Stock	12/03/2012		M	9,000	A \$ 33.8	24,047.0816	D
Common Stock	12/03/2012		M	9,000	A \$ 34.36	33,047.0816	D
Common Stock	12/03/2012		M	9,000	A \$ 25.58	42,047.0816	D
Common Stock	12/03/2012		M	6,000	A \$ 28.75	48,047.0816	D
Common Stock	12/03/2012		M	2,833	A \$ 47.95	50,880.0816	D

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Common Stock	12/03/2012	F	24,068 (1)	D	\$ 64.962	26,812.0816 (2)	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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)	8. Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 33.8	12/03/2012		M	9,000	(3) 01/22/2017	Common Stock	9,000
Employee Stock Options (Right to Buy)	\$ 34.36	12/03/2012		M	9,000	(4) 01/28/2018	Common Stock	9,000
Employee Stock Options (Right to Buy)	\$ 25.58	12/03/2012		M	9,000	(5) 01/26/2019	Common Stock	9,000
Employee Stock Options (Right to Buy)	\$ 28.75	12/03/2012		M	6,000	(6) 01/25/2020	Common Stock	6,000
Employee Stock Options (Right to	\$ 47.95	12/03/2012		M	2,833	(7) 02/07/2021	Common Stock	2,833

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
dos Reis Julio 5 WESTBROOK CORPORATE CENTER WESTCHESTER, IL 60154			Sr VP and Pres, S. A. Ingr Sol	

Signatures

Christine M. Castellano, Attorney
in Fact 12/05/2012

__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) Shares withheld to pay the exercise price of options exercised and reported here and in Table II and to pay the applicable taxes in connection with such exercises.
- (2) Includes restricted stock units acquired through deemed dividend reinvestment and shares of common stock acquired through dividend reinvestment.
- (3) These options vested in three equal annual installments on January 23, 2008, 2009 and 2010.
- (4) These options vested in three equal annual installments on January 29, 2009, 2010 and 2011.
- (5) These options vested in three equal annual installments on January 27, 2010, 2011 and 2012.
- (6) Two thirds of these options vested in two equal annual installments on January 26, 2011 and 2012, and the remaining one third of these options will vest on January 26, 2013.
- (7) One third of these options vested on February 8, 2012, and the remaining two thirds of these options will vest in two equal annual installments on February 8, 2013 and 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.