

RIPLEY JAMES J
Form 4
September 13, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(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)

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

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

5 WESTBROOK CORPORATE CENTER

(Street)

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

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

WESTCHESTER, IL 60154

(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 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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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)		
				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			
	Director	10% Owner	Officer	Other
RIPLEY JAMES J 5 WESTBROOK CORPORATE CENTER WESTCHESTER, IL 60154			Sr VP, Planning, IT & Complan	

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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