ALMEIDA RICHARD J

Form 4 October 04, 2010

FORM 4

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

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: 3235-0287 Expires: January 31, 2005

0.5

Section 16. Form 4 or Form 5 obligations

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response...

Estimated average

may continue. *See* Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

Issuer

below)

ALMEIDA RICHARD J Symbol

CORN PRODUCTS
INTERNATIONAL INC [CPO]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First) (Middle)

(Zip)

3. Date of Earliest Transaction

_X__ Director ______ 10% Owner _____ Officer (give title _____ Other (specify

5 WESTBROOK CORPORATE

(Street)

(State)

CENTER

(City)

4. If Amendment, Date Original

(Month/Day/Year)

10/01/2010

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Person

Table I. Non Darivotive Securities Acquired Disposed of ar Rangicially Ox

WESTCHESTER, IL 60154

| • | Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | |
|---|--|---|------------|-----------------|-----------|-------------------------|-----------------------|---|------------|--|--|
| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) | | | | 5. Amount of Securities | 7. Nature of Indirect | | | | |
| (Instr. 3) | | any | Code | (Instr. 3, 4 ar | nd 5) | | Beneficially | t of 6. 7. Na Ownership Indire ly Form: Direct Bene (D) or Owner Indirect (I) (Instr. 4) on(s) and 4) D D | | | |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | (D) or | Ownership | | |
| | | | | | | | Following | Indirect (I) | (Instr. 4) | | |
| | | | | | (4) | | Reported | (Instr. 4) | | | |
| | | | | | (A) or | | Transaction(s) | | | | |
| | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | | |
| Common Stock | 10/01/2010 | | A | 612.2584 (1) | A | \$ 0 | 20,877.307 (2) | D | | | |
| Common Stock | | | | | | | 4,000 | I | By IRA | | |

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

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SEC 1474

(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|------------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amoun | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manuat | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | Or Number | | |
| | | | | | | Exercisable | Date | Title Numb | Number | | |
| | | | | C + V | (A) (D) | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

ALMEIDA RICHARD J 5 WESTBROOK CORPORATE CENTER X WESTCHESTER, IL 60154

Signatures

Mary Ann Hynes, Attorney 10/04/2010 in Fact

**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).
- These are restricted stock units issued to the Company's outside directors as part of their annual retainer and are payable in stock no earlier than six months after resignation or retirement as a director and no later than ten years therafter.
- Includes restricted stock units acquired through deemed dividend reinvestment and shares of common stock acquired through dividend **(2)** reinvestment.

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.

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