

HIRCHAK JAMES J
Form 4
May 04, 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 *
HIRCHAK 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)
05/03/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Human Resources

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	05/03/2007		M	A	\$ 10,000 13.7032	8,726	D
Common Stock	05/03/2007		M	A	\$ 20,000 14.52	28,726	D
Common Stock	05/03/2007		S	D	\$ 300 42.09	28,426	D
Common Stock	05/03/2007		S	D	\$ 300 42.1	28,126	D
Common Stock	05/03/2007		S	D	\$ 100 42.11	28,026	D

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Common Stock	05/03/2007	S	100	D	\$ 42.12	27,926	D
Common Stock	05/03/2007	S	700	D	\$ 42.13	27,226	D
Common Stock	05/03/2007	S	100	D	\$ 42.14	27,126	D
Common Stock	05/03/2007	S	600	D	\$ 42.17	26,526	D
Common Stock	05/03/2007	S	200	D	\$ 42.18	26,326	D
Common Stock	05/03/2007	S	400	D	\$ 42.2	25,926	D
Common Stock	05/03/2007	S	100	D	\$ 42.21	25,826	D
Common Stock	05/03/2007	S	200	D	\$ 42.22	25,626	D
Common Stock	05/03/2007	S	100	D	\$ 42.23	25,526	D
Common Stock	05/03/2007	S	200	D	\$ 42.24	25,326	D
Common Stock	05/03/2007	S	700	D	\$ 42.28	24,626	D
Common Stock	05/03/2007	S	300	D	\$ 42.29	24,326	D
Common Stock	05/03/2007	S	200	D	\$ 42.31	24,126	D
Common Stock	05/03/2007	S	500	D	\$ 42.32	23,626	D
Common Stock	05/03/2007	S	300	D	\$ 42.33	23,326	D
Common Stock	05/03/2007	S	200	D	\$ 42.4	23,126	D
Common Stock	05/03/2007	S	900	D	\$ 42.41	22,226	D
Common Stock	05/03/2007	S	100	D	\$ 42.42	22,126	D
Common Stock	05/03/2007	S	600	D	\$ 42.43	21,526	D
Common Stock	05/03/2007	S	100	D	\$ 42.45	21,426	D
	05/03/2007	S	2,400	D	\$ 42.5	19,026	D

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Common Stock								
Common Stock	05/03/2007	S	100	D	\$ 42.51	18,926	D	
Common Stock	05/03/2007	S	500	D	\$ 42.53	18,426	D	
Common Stock	05/03/2007	S	100	D	\$ 42.55	18,326	D	
Common Stock						15,060.561	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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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to buy)	\$ 13.7032	05/03/2007		M	10,000	<u>(1)</u>	01/19/2010	Common Stock	10,000
Employee Stock Option (Right to buy)	\$ 14.52	05/03/2007		M	20,000	<u>(2)</u>	10/25/2011	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HIRCHAK JAMES J
5 WESTBROOK CORPORATE CENTER
WESTCHESTER, IL 60154

VP, Human Resources

Signatures

Mary Ann Hynes, Attorney
in Fact

05/04/2007

 **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) This option became exercisable in two equal installments on January 19, 2001 and 2002.

(2) 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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