

SCOTT SAMUEL C III

Form 4

August 15, 2006

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCOTT SAMUEL C III

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)  
08/14/2006

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman, President and CEO

(Street)  
WESTCHESTER, IL 60154

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

(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	08/14/2006		M		95,500	A \$ 16.1563	205,887	D	
Common Stock	08/14/2006		S <sup>(1)</sup>		100	D \$ 32.27	205,787	D	
Common Stock	08/14/2006		S <sup>(1)</sup>		200	D \$ 32.28	205,587	D	
Common Stock	08/14/2006		S <sup>(1)</sup>		300	D \$ 32.31	205,287	D	
Common Stock	08/14/2006		S <sup>(1)</sup>		1,302	D \$ 32.39	203,985	D	

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Common Stock	08/14/2006	<u>S(1)</u>	300	D	\$ 32.4	203,685	D
Common Stock	08/14/2006	<u>S(1)</u>	600	D	\$ 32.41	203,085	D
Common Stock	08/14/2006	<u>S(1)</u>	200	D	\$ 32.42	202,885	D
Common Stock	08/14/2006	<u>S(1)</u>	1,100	D	\$ 32.43	201,785	D
Common Stock	08/14/2006	<u>S(1)</u>	200	D	\$ 32.44	201,585	D
Common Stock	08/14/2006	<u>S(1)</u>	800	D	\$ 32.45	200,785	D
Common Stock	08/14/2006	<u>S(1)</u>	1,500	D	\$ 32.55	199,285	D
Common Stock	08/14/2006	<u>S(1)</u>	300	D	\$ 32.57	198,985	D
Common Stock	08/14/2006	<u>S(1)</u>	1,085	D	\$ 32.58	197,900	D
Common Stock	08/14/2006	<u>S(1)</u>	615	D	\$ 32.6	197,285	D
Common Stock	08/14/2006	<u>S(1)</u>	100	D	\$ 32.61	197,185	D
Common Stock	08/14/2006	<u>S(1)</u>	1,700	D	\$ 32.74	195,485	D
Common Stock	08/14/2006	<u>S(1)</u>	3,600	D	\$ 32.75	191,885	D
Common Stock	08/14/2006	<u>S(1)</u>	1,515	D	\$ 32.76	190,370	D
Common Stock	08/14/2006	<u>S(1)</u>	4,285	D	\$ 32.81	186,085	D
Common Stock	08/14/2006	<u>S(1)</u>	3,215	D	\$ 32.82	182,870	D
Common Stock	08/14/2006	<u>S(1)</u>	1,685	D	\$ 32.84	181,185	D
Common Stock	08/14/2006	<u>S(1)</u>	600	D	\$ 32.85	180,585	D
Common Stock	08/14/2006	<u>S(1)</u>	1,700	D	\$ 32.93	178,885	D
Common Stock	08/14/2006	<u>S(1)</u>	900	D	\$ 32.94	177,985	D
	08/14/2006	<u>S(1)</u>	800	D	\$ 32.95	177,185	D

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Common  
Stock

Common Stock	08/14/2006	S <sup>(1)</sup>	300	D	\$ 32.96	176,885	D
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Common Stock	08/14/2006	S <sup>(1)</sup>	200	D	\$ 32.97	176,685	D
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Common Stock	08/14/2006	S <sup>(1)</sup>	200	D	\$ 32.99	176,485	D
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Common Stock						38,397.549	I	By 401(k) Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Trans (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director	10% Owner	Officer	Other
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SCOTT SAMUEL C III  
5 WESTBROOK CORPORATE CENTER  
WESTCHESTER, IL 60154

X

Chairman, President and CEO

## Signatures

Mary Ann Hynes, Attorney  
in Fact

08/15/2006

\_\_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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 3, 2006.

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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