

CORN PRODUCTS INTERNATIONAL INC

Form 425

June 24, 2008

**Corn Products/Bunge**

Filed by Corn Products International, Inc.  
Pursuant to Rule 425 under the Securities Act of 1933  
and deemed filed pursuant to Rule 14a-12  
under the Securities Exchange Act of 1934  
Subject Company: Corn Products International, Inc.  
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### **Employee Talking Points**

#### **Corn wet milling is a natural next step for Bunge**

The acquisition of Corn Products is consistent with Bunge's growth strategy of entering complementary value chains in which they can leverage their expertise and operations to succeed

#### **Corn Products and Bunge are a good fit they complement each other commercially, geographically and operationally**

The transaction will create a stronger company that offers customers a broader product portfolio and better customer service

The companies service some common customer groups, including food processing, bakery, animal feed and others

The combined company will have additional opportunity for growth in important geographies

Core geographies where both companies have significant operations, such as North America, Brazil and Argentina

And other geographies where the companies can leverage each other's operations to enter or expand (Corn Products in India, China and Southeast Asia; Bunge in Mexico, South America and Africa)

Opportunities will exist to generate greater value from existing operations. Specifically:

Improved logistics, risk management

Enhanced product development and innovation

Shared distribution

#### **No significant changes in operations are anticipated**

We understand Bunge's goal to be to create a larger, stronger and more diverse company with more opportunities for the enterprise and its employees

Some synergies in administrative functions are anticipated, but no closures of industrial operations are expected as a direct result of the combination

Corn Products will retain operational HQ in Chicago area and keep its name

#### **Stay focused on existing goals, customers and operations**

The transaction is expected to close in the fourth quarter of this year

Until then, operations, customer relationships, policies and procedures will continue as normal

#### **Integration will be handled openly and fairly**

An integration team composed of representatives from both companies will be established. It will begin the careful and deliberate process of planning the best and most efficient organizational structure

We will follow our core values of respect and integrity, and will keep you informed of major decisions

We encourage you to visit our Web site

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**Forward Looking Statements**

This material contains forward-looking statements, including, among other statements, statements regarding the proposed merger between Corn Products International, Inc. and Bunge Limited, and the anticipated consequences and benefits of such transaction. Statements made in the future tense, and words such as anticipate, expect, project, continue, believe, plan, estimate, intend, will, may and similar expressions are intended to identify forward-looking statements. These statements are based on current expectations, but are subject to certain risks and uncertainties, many of which are difficult to predict and are beyond the control of Corn Products and Bunge.

Relevant risks and uncertainties include those referenced in Corn Products and Bunge's filings with the Securities and Exchange Commission (the SEC) which can be obtained as described in Additional Information below. Risks and uncertainties relating to the proposed merger include: required regulatory approvals may not be obtained in a timely manner, if at all; the proposed merger may not be consummated; the anticipated benefits of the proposed merger, including synergies, may not be realized; and the integration of Corn Products' operations with those of Bunge may be materially delayed or may be more costly or difficult than expected. These risks and uncertainties could cause actual results to differ materially from those expressed in or implied by the forward-looking statements, and therefore should be carefully considered. Corn Products assumes no obligation to update any forward-looking statements as a result of new information or future events or developments.

**Additional Information**

This material is not a substitute for the joint proxy statement/prospectus and any other documents Corn Products International, Inc. and Bunge Limited intend to file with the SEC in connection with the proposed merger. Investors and securityholders are urged to carefully read the joint proxy statement/prospectus regarding the proposed merger when it becomes available, because it will contain important information. The joint proxy statement/prospectus will be, and other documents filed or to be filed by Corn Products and Bunge with the SEC are or will be, available free of charge at the SEC's web site (www.sec.gov), by accessing Corn Products' website at www.cornproducts.com under the tab Investors and then under the heading Financial Reports and then under the heading SEC Filings and from Corn Products by directing a request to Corn Products International, Inc., 5 Westbrook Corporate Center Westchester, IL 60154, Attention: Investor Relations, and by accessing Bunge's website at www.bunge.com under the tab About Bunge and then under the heading Investor Information and from Bunge by directing a request to Bunge Limited, 50 Main Street, White Plains, NY 10606, Attention: Investor Relations.

Neither Corn Products nor Bunge is currently engaged in a solicitation of proxies from the securityholders of Corn Products or Bunge in connection with the proposed merger. If a proxy solicitation commences, Corn Products, Bunge and their respective directors, executive officers and other employees may be deemed to be participants in such solicitation. Information about Corn Products' directors and executive officers is available in Corn Products' proxy statement, dated April 4, 2008, for its 2008 annual meeting of stockholders and in Corn Products' most recent filing on Form 10-K. Information about Bunge's directors and executive officers is available in Bunge's proxy statement, dated April 16, 2008, for its 2008 annual meeting of shareholders and in Bunge's most recent filing on Form 10-K. Additional information about the interests of potential participants will be included in the joint proxy statement/prospectus when it becomes available.