

Mary Ann Hynes
Ingredion Incorporated
Westchester, Illinois
708-551-2809

Governance and Compliance Expert with over 20 years in F500 Boardrooms
Seasoned Strategist with extensive M & A and integration experience
Special focus International growth, innovation, strategy and Risk Management
Member, Advisory Manufacturing Council to U. S. Secretary of Commerce
Extensive International/National regulatory expertise, environmental and trade
Industries include international food ingredients, high tech aerospace and industrial products,
mining and commodity-based manufacturing as well as publishing, media and software companies
First female General Counsel of a F500 company, engineered numerous mega mergers
Instrumental in establishing stock markets in Eastern Europe

BOARD EXPERIENCE

At **Ingredion Incorporated** (formerly **Corn Products International**), Secretary and Confidant of the Board and CEO. Governance Guardian/Coach as executive assigned to the Lead Director and Governance and Nominating Committee of the Board Guided CEO Succession Process. Direct governmental affairs of company, environmental policy and sustainability. Negotiated transformational acquisition of specialty products company. Perfected \$98M NAFTA award (\$58M after tax).

Director of **Rafhan Maize** ((RMPL:Karachi) A \$140 million premier supplier of refined agriculturally based products and ingredients in Pakistan. Products range from Industrial to Food and Animal Nutrition as well as Health segments serving diversified customers from textiles to dairy and ice cream. Expanding to a third plant despite energy challenges.

Also, serve on the subsidiary boards: **Corn Products UK Limited, CP Espana S.L., Corn Products Germany GmbH, Corn Products Netherlands S.a.r.l., Cali Investment Corporation; The Chicago, Peoria and Western Railway Company; Colombia Millers Ltd.; Corn Products Puerto Rico, Inc.; CP Sales Corporation; Crystal Car Line, Inc.; Feed Products Limited; and, Inversiones Latinoamericanas, S.A.**

Director of the **Dr. Scholl Foundation**. Trustees sit as de facto Investment Committee. Lead independent director of the Foundation. Also, Chair the Audit (Governance/Compensation) Committee. And, serve on the Grants Committee. The Dr. Scholl Foundation was established in 1947. It is a private, independent, grant-making foundation. Recruited by Chairman.

Member the **John Marshall Law School** Board of Trustees, serve as the Treasurer as well as Chair of the Audit/Budget Committee and Chairman of the Foundation. Additionally, serve on the Investment Committee. Brought financial expertise and discipline to enable execution of capital expansion vision.

PRIOR BOARDS

At **IMC Global**, served on numerous subsidiary boards, including IMC Phosphates MP, Inc. which was the Administrative Managing General Partner of Phosphate Resource Partners Limited Partnership, a publicly traded company with independent directors, under the symbol, **PLP**. Extensive list of domestic and Canadian subsidiaries served during my tenure at IMC Global Inc. Unified the patchwork of merged companies (Kalium-potash; Agrico-phosphates, oil and gas; Harris-salt and specialty chemicals) into a unified brand, IMC Global. Rationalized class action tort and shareholder lawsuits. Structured Big Bend Transfer Co., a multi-company JV to construct and operate a sulphur smelter.

PROFESSIONAL EXPERIENCE

Ingredion Incorporated, INGR (\$6.3B)/NYSE (formerly, **Corn Products International Inc.**), **Westchester, Illinois**. Leading provider of ag-based ingredients to 70 countries and 60 diverse

industries, including food, beverage, animal feed, health, pharma, brewing, paper and textiles.

Senior Vice President, General Counsel, Corporate Secretary and Chief Compliance Officer, 2006 - Present: Also serve as the Chief Compliance Officer with worldwide responsibilities; champion of Sustainability, Environment and Safety. Focus: Growth acquisitions; governance guardian/coach; managing change and formulated intellectual property platforms for growth and higher margin products.

The Mosaic Company, MOS (\$5B)/NYSE, Legal Consultant throughout 2005: Played key leadership role in merging and integrating IMC Global Inc. and Cargill Crop Nutrition. Also perfected claims against legacy insurance carriers for enviro matters.

IMC Global Inc., IMC and PLP(\$4B)/NYSE, Lake Forest, Illinois Leader in agricultural fertilizers and animal feed, oil and gas, salt, specialty chemicals and sulphur.

Senior Vice President and General Counsel, Chief Legal Officer, 1999 – 2004: Merger and acquisition transactions; protection of assets; strategic guidance and leadership; policy and procedure implementation; business reorganization.

Sundstrand Corporation, SNS (\$2B)/NYSE, Rockford, Illinois. Global supplier of technologically advanced aerospace and industrial products (air compressors, filtration systems and helical ring gears).

Senior Vice President, General Counsel and Secretary, 1998 – 1999: Extensive, rapid M&A execution; contract negotiation; best practice applications; prioritization of efforts; asset management. Record 11 transactions in 15 months.

Wolters Kluwer U.S. Corporation WK (3.4B Euros) (ADR)/NYSE, Riverwoods, Illinois.

(Amsterdam) Professionals' choice for information, tools and solutions utilizing the latest technologies in a broad range of formats (print, integrated databases and other electronic formats including software).

General Counsel, Chief Legal Officer, 1996 – 1998: Focused on worldwide international corporate structure and tax matters; eCommerce; and acquisitions.

CCH Incorporated, CCH(\$.7B)/NYSE, Riverwoods, Illinois. Leading provider of information services, software and workflow tools for tax, accounting, legal and business professionals.

Vice President and General Counsel, 1971 – 1995: Started at company as one (law) editor of 300 and rose to be a member of the management committee and the first General Counsel of CCH. Transformed industry from publishing to electronics.

EDUCATION

Lake Forest Graduate School of Business,
Executive M.B.A., 1993

John Marshall Law School, L.L.M.,
Taxation, 1975; Juris Doctorate, 1971

Loyola University, B.A., Political Science; Math
2012 Northwestern Governance Conference

ABA DirectWomen Inaugural Class
Directors College, University of Chicago
Graduate School of Business

Columbia University Finance for the Non-
Financial Officer

Faculty, National Directors Institute;
IC Superconference; Consero Compliance

NONPROFIT BOARDS/ACTIVITIES

The Big Shoulders Fund of Chicago
Annual InsideCounsel Leadership Award bears my name
Illinois Equal Justice Foundation
Lecturer, Hyman G. Rickover Leadership Series

U.S. Department of Commerce Manufacturing
Advisory Council

Northwestern Corporate Council Institute
Mexican-American Chamber of Commerce

PROFESSIONAL ORGANIZATIONS

The Conference Board
The Economic Club of Chicago
The Executive's Club of Chicago
The Commercial Club of Chicago
National Association of Corporate Directors

The Chicago Network
Manufacturer's Alliance
The Chicago Club
International, American, Illinois and Chicago Bar
Associations

