

MGP INGREDIENTS INC

Form 5

February 18, 2015

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Seaberg Karen

(Last) (First) (Middle)

20073 266TH ROAD

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
MGP INGREDIENTS INC [MGPI]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20144. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Reporting

(check applicable line)

ATCHISON, KS 66002

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/31/2014	Â	G5 ⁽¹⁾	3,270 D \$ 0	836,856	I	by spouse's trust
Common Stock	09/11/2014	Â	G5 ⁽¹⁾	596 D \$ 0	836,260	I	by spouse's trust
Common Stock	12/02/2014	Â	G5 ⁽²⁾	500 A \$ 0	165,819	I	by trust
Common Stock	12/15/2014	Â	G5 ⁽¹⁾	9,294 D \$ 0	826,966	I	by spouse's trust
	12/16/2014	Â	G5 ⁽¹⁾	4,026 D \$ 0	822,940	I	

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Common Stock									by spouse's trust
Common Stock	12/16/2014	Â	G5 ⁽²⁾	500	A	\$ 0	823,440	I	by spouse's trust
Common Stock	Â	Â	Â	Â	Â	Â	2,573,967	I	by Cray MGP Holdings LP
Common Stock	Â	Â	Â	Â	Â	Â	120,000	I	by spouse's IRA
Common Stock	Â	Â	Â	Â	Â	Â	29,754	I	by ESPP
Common Stock	Â	Â	Â	Â	Â	Â	27,735	D	Â

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

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SEC 2270
(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. of
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Seaberg Karen 20073 266TH ROAD ATCHISON,Â KSÂ 66002	Â X	Â	Â	Â

Signatures

Lori Norlen, Attorney in Fact for Karen
Seaberg

02/17/2015

__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 gift reported was made to family members and charities from the Reporting Person's spouse's trust.
- (2) These shares were a gift from a family member.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.