

CLOUD L CRAY JR

Form 5

August 11, 2010

FORM 5**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).

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: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.0

1. Name and Address of Reporting Person *
CLOUD L CRAY JR

(Last) (First) (Middle)

1300 MAIN STREET, P.O. BOX
130

(Street)

2. Issuer Name and Ticker or Trading
Symbol
MGP INGREDIENTS INC [MGPI]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
06/30/2010

4. 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)
				Amount	(A) or (D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	2,585,687	I	By Trust
Common Stock	Â	Â	Â	Â	Â	Â	12,560	I	By Family Foundation
Common Stock	Â	Â	Â	Â	Â	Â	475,530	I	By Spouse's Trust
Common Stock	Â	Â	Â	Â	Â	Â	90,000	I	By Trust 1

Edgar Filing: CLOUD L CRAY JR - Form 5

Common Stock	Â	Â	Â	Â	Â	Â	90,000	I	By Trust 8
Common Stock	Â	Â	Â	Â	Â	Â	90,000	I	By Trust 9
Common Stock	Â	Â	Â	Â	Â	Â	90,000	I	By Trust 10
Common Stock	Â	Â	Â	Â	Â	Â	46,833.301 (1)	I	By ESPP
Common Stock	12/18/2009	Â	G	33,600	D	\$ 0	86,863	D	Â
Preferred Stock	Â	Â	Â	Â	Â	Â	111	I	By MGPI Voting Trust

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 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. D
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 4.8125	Â	Â	Â	Â Â	04/12/2001 10/12/2010	Common Stock	2,000
Stock Option	\$ 5.575	Â	Â	Â	Â Â	04/11/2003 10/11/2012	Common Stock	2,000
Stock Option	\$ 3.25	Â	Â	Â	Â Â	04/11/2003 10/11/2012	Common Stock	2,000
Stock Option	\$ 4.375	Â	Â	Â	Â Â	04/10/2004 10/10/2013	Common Stock	2,000
Stock Option	\$ 9.09	Â	Â	Â	Â Â	04/16/2005 10/15/2014	Common Stock	2,000
	\$ 10.45	Â	Â	Â	Â Â	04/17/2006 10/14/2015		2,000

Stock
Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLOUD L CRAY JR 1300 MAIN STREET P.O. BOX 130 ATCHISON, KS 66002	☒	☐	☐	☐

Signatures

Cloud L. Cray,
Jr. 08/11/2010

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) Includes 6,751,021 shares acquired between the period of 07/01/2009 and 06/30/2010 under ESPP in a transaction exempt under 16b-3(c).

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.