### Edgar Filing: MGP INGREDIENTS INC - Form 5

MGP INGREDIENTS INC Form 5 August 14, 2006 FORM 5

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#### **OMB APPROVAL** OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations **OWNERSHIP OF SECURITIES** response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer CLOUD L CRAY JR Symbol MGP INGREDIENTS INC [MGPI] (Check all applicable) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (Month/Day/Year) \_X\_ Director 10% Owner \_X\_ Officer (give title 06/30/2006 Other (specify below) below) 1300 MAIN STREET, Â P.O. BOX Chairman of the Board (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) ATCHISON, KSÂ 66002 \_X\_ 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. Securit (A) or Di (D) (Instr. 3, 4)	sposed	1 of 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	12/01/2005	Â	G	47,270	D	\$ 0	2,646,127 <u>(1)</u>	I	By Trust
Common Stock	07/05/2006	Â	G	1,700	D	\$0	2,644,427	Ι	By Trust
Common Stock	12/01/2005	Â	G	874	A	\$ 0	14,220	Ι	By Cloud L. Cray Jr. and Sara J. Cray Family Foundation

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Common Stock	Â	Â	Â	Â	Â	Â	475,530	Ι	By Spouse's Trust
Common Stock	03/06/2006	Â	G	18,000	D	\$0	180,000	Ι	By Trust 1
Common Stock	Â	Â	Â	Â	Â	Â	90,000	Ι	By Trust 8
Common Stock	Â	Â	Â	Â	Â	Â	90,000	Ι	By Trust 9
Common Stock	Â	Â	Â	Â	Â	Â	90,000	Ι	By Trust 10
Common Stock	Â	Â	Â	Â	Â	Â	24,554.3899 ( <u>2)</u>	Ι	By ESPP
Common Stock	Â	Â	Â	Â	Â	Â	129,967.18 (3)	Ι	By ESOP
Preferred Stock	11/16/2005	Â	Z	111 (4)	D	\$ 0	111	I	By MGP Ingredients 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)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. O Se B O E I S Fi (I
						Date Exercisable	Expiration Date	Title	Amount or Number		

## **Reporting Owners**

Reporting Owne	er Name / Address

#### Relationships

Director 10% Owner Officer

(A) (D)

Other

Exercisable Date

ÂΧ Â

 $\hat{A}$  Chairman of the Board  $\hat{A}$ 

of

Shares

CLOUD L CRAY JR 1300 MAIN STREET P.O. BOX 130 ATCHISON, KSÂ 66002

## Signatures

Cloud L. Cray,

Jr.

08/14/2006

<u>\*\*</u>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 14,235 shares acquired between the period of 7/1/2005 and 6/30/2006 under ESOP in a transaction exempt under 16b-3(c).
- (2) Includes 1292.8799 shares acquired between the period of 7/1/2005 and 6/30/2006 under ESPP in a transaction exempt under 16b-3(c).
- (3) Reflects a distribution of 14,235 shares to the undersigned's Trust.

Represents deposit of shares held by the Cray Family Trust in which the undersigned may be deemed to have a beneficial interest into the(4) MGP Ingredients Voting Trust. In the aggregate the Cray Family Trust transferred 333 shares to the Voting Trust. The undersigned is one of three trustees of boththe Cray Family Trust and the MGP Ingredients Voting Trust.

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.