

CLOUD L CRAY JR
Form 5
August 12, 2005

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
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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)
06/30/2005

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)
Chairman of the Board

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)
				(A) or (D) Amount Price			
Common Stock	11/05/2004	Â	G	28,000 D \$ 0	2,679,162 (1)	I	by Trust
Common Stock	11/05/2004	Â	G	1,200 D \$ 0	15,094 (2)	I	By Family Foundation
Common Stock	Â	Â	Â	Â Â Â	475,530 (3)	I	by Spouse's Trust
Common Stock	12/27/2004	Â	G	18,000 D \$ 0	198,000 (4)	I	by Trust 1

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Common Stock	Â	Â	Â	Â	Â	Â	90,000 ⁽⁵⁾	I	by Trust 8
Common Stock	Â	Â	Â	Â	Â	Â	90,000 ⁽⁶⁾	I	by Trust 9
Common Stock	Â	Â	Â	Â	Â	Â	90,000 ⁽⁷⁾	I	by Trust 10
Common Stock	Â	Â	Â	Â	Â	Â	23,261.51 ⁽⁸⁾	I	by ESPP
Common Stock	Â	Â	Â	Â	Â	Â	144,202.18 ⁽⁹⁾	I	by ESOP
Preferred Stock	Â	Â	Â	Â	Â	Â	333	I	by Cray Family Trust

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

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(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 Option	\$ 8.125	Â	Â	Â	Â Â	04/11/1997	10/11/2006	Common Stock	2,000
Stock Options	\$ 7.125	Â	Â	Â	Â Â	04/09/1998	10/09/2007	Common Stock	2,000
Stock Options	\$ 5.875	Â	Â	Â	Â Â	04/08/1999	10/08/2008	Common Stock	2,000
Stock Options	\$ 4.5	Â	Â	Â	Â Â	04/13/2000	10/13/2009	Common Stock	2,000
Stock Options	\$ 4.8125	Â	Â	Â	Â Â	04/12/2001	10/12/2010	Common Stock	2,000
	\$ 5.575	Â	Â	Â	Â Â	04/11/2002	10/11/2011		2,000

Stock Options										Common Stock	
Stock Options	\$ 3.25	Â	Â	Â	Â	Â	04/11/2003	10/11/2012		Common Stock	2,000
Stock Options	\$ 4.375	Â	Â	Â	Â	Â	04/10/2004	10/10/2013		Common Stock	2,000
Stock Options	\$ 9.09	Â	Â	Â	Â	Â	04/16/2005	10/15/2014		Common Stock	2,000

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	Â X	Â	Â	Chairman of the Board	Â

Signatures

Cloud L. Cray,
Jr. 08/12/2005

__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) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1, resulting in the reporting person's acquisition of 1,353,981 additional shares.
- (2) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 8,147 additional shares.
- (3) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 237,765 additional shares.
- (4) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 108,000 additional shares.
- (5) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 45,000 additional shares.
- (6) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 45,000 additional shares.
- (7) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 45,000 additional shares.
- (8) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 10,693.9868 additional shares; and the total includes 1,873.5364 shares acquired between the period of 7/1/04 and 6/30/05 under ESPP in a transaction exempt under 16b-3(c).
- (9) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 70,500.244 additional shares; and the total includes 3,201.692 shares acquired between the period of 7/1/04 and 6/30/05 under ESOP in a transaction exempt under 16b-3(c).

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