

SEABERG LAIDACKER M
Form 5
August 13, 2009

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
SEABERG LAIDACKER M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
06/30/2009

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

100 COMMERCIAL

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) Amount (D) Price | | | |
| Common | 12/30/2008 | ^ | G | 3,858 D \$ 0 | 751,252 ⁽¹⁾ | I | By Trust |
| Common | 12/22/2008 | ^ | G | 1,200 A \$ 0 | 1,200 | D | ^ |
| Common | 12/22/2008 | ^ | G | 1,200 A \$ 0 | 224,650 | I | By Spouse's Trust |
| Common | ^ | ^ | ^ | ^ ^ ^ | 22,406.17 ⁽²⁾ | I | By ESPP |
| Common | ^ | ^ | ^ | ^ ^ ^ | 149,362 ⁽³⁾ | I | By IRA |

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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. I | De | Sec | (In |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|-----|-----|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |
| Stock Options | \$ 4 | Â | Â | Â | Â Â | Â (4) | 12/09/2009 | Common | 48,000 | | |
| Stock Options | \$ 4.65 | Â | Â | Â | Â Â | Â (5) | 06/08/2011 | Common | 48,000 | | |
| Stock Options | \$ 6.44 | Â | Â | Â | Â Â | Â (6) | 06/12/2012 | Common | 48,000 | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SEABERG LAIDACKER M 100 COMMERCIAL ATCHISON, KS 66002 | Â X | Â | Â | Â |

Signatures

Laidacker M.
Seaberg

08/13/2009

**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 17569 shares previously restricted, transferred to reporting person's trust.
- (2) Includes 1116.3800 shares acquired between the period of 07/01/2008 and 06/30/2009 under ESPP in a transaction exempt under 16b-3(c).

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- (3) Includes a total distribution of 149,362 shares received from reporting person's ESOP. Fractional share of .4150 paid via cash.
- (4) 12,000 shares exercisable on 12/9/2000; 12,000 exercisable on 12/9/2001; 12,000 on 12/9/2002; and 12,000 on 12/9/2003.
- (5) 12,000 shares exercisable on 6/8/2002; 12,000 shares on 6/8/2003; 12,000 shares on 6/8/2004; and 12,000 shares on 6/8/2005.
- (6) 12,000 shares exercisable on 6/12/2003; 12,000 shares on 6/12/2004; 12,000 shares on 6/12/2005; and 12,000 shares on 6/12/2006.

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.