

MGP INGREDIENTS INC
 Form 5
 August 15, 2005

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 *
SCHRICK RANDY M

(Last) (First) (Middle)

1300 MAIN STREET, P.O. BOX 130

(Street)

ATCHISON, KS 66002

(City) (State) (Zip)

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)
 Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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) | (A) or (D) | Price | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|-----------------------------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 75,976 ⁽¹⁾ | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 426 ⁽²⁾ | I | by Trust |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,752 ⁽³⁾ | I | by Spouse |
| Common Stock | Â | Â | Â | Â | Â | Â | 426 ⁽⁴⁾ | I | by Spouse's Trust |

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| | | | | | | | | | |
|--------------|---|---|---|---|---|---|------------------|---|---------|
| Common Stock | Â | Â | Â | Â | Â | Â | 51,529.09 (5) | I | by ESOP |
| Common Stock | Â | Â | Â | Â | Â | Â | 326.0335 (6) | I | by ESPP |

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|-------------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | |
| Stock Options - NQ | \$ 6.87 | Â | Â | Â | Â | Â | 12/11/1998 | 12/11/2007 | Common Stock | 2,000 (7) |
| Stock Options - NQ | \$ 6.25 | Â | Â | Â | Â | Â | Â (8) | 12/10/2008 | Common Stock | 4,800 (9) |
| Stock Options - ISO | \$ 4.65 | Â | Â | Â | Â | Â | Â (10) | 06/08/2011 | Common Stock | 12,000 (11) |
| Stock Options - ISO | \$ 6.44 | Â | Â | Â | Â | Â | Â (12) | 06/12/2012 | Common Stock | 18,000 (13) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHRICK RANDY M 1300 MAIN STREET P.O. BOX 130 ATCHISON, KS 66002 | Â | Â | Â Vice President | Â |

Signatures

Randy M.
Schrick

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) Includes 900 shares acquired on from the reporting person's ESPP account in a transaction exempt under 16b-3(c).
- (2) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 213 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 876 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 213 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 18,606.897 additional shares in his ESOP-Atchison account, and 6,596 additional shares in his ESOP-Pekin account; and the two separate ESOP accounts were combined into one single account. Total also includes 1,123.09 shares acquired between the period of 7/1/2004 and 6/30/2005 under ESOP in a transaction exempt under 16b-3(c).
- (6) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 491.5135 additional shares; a transfer of 900 shares from the reporting person's ESPP account to his directly held account and includes 243.067 shares acquired between the period of 7/1/2004 and 6/30/2005 under ESPP, both in transactions exempt under 16b-3(c).
- (7) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 1,000 additional shares of stock options.
- (8) 4,000 shares vested on 12/10/1999; 800 shares vested on 12/10/2000
- (9) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 2,400 additional shares of stock options.
- (10) 6000 shares vested on 6/8/2004 and 6/8/2005
- (11) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 6,000 additional shares of stock options.
- (12) 6,000 shares vest on each of the following dates: 6/12/2004; 6/12/2005; 6/12/2006
- (13) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 9,000 additional shares of stock options.

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