

CRAY CLOUD L JR
Form 4/A
March 15, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

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

(Last) (First) (Middle)

CRAY BUSINESS PLAZA, 100
COMMERCIAL STREET

(Street)

ATCHISON, KS 66002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MGP INGREDIENTS INC [MGPI]

3. Date of Earliest Transaction
(Month/Day/Year)

06/01/2012

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

06/05/2012

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 Filing(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) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) | 112,433 ⁽¹⁾ | D | |
| Common Stock | | | | (A) or (D) | 335,314 | I | By CLC&SJC Family Foundation |
| Common Stock | | | | (A) or (D) | 265,138 ⁽²⁾ | I | By Cloud L. Cray, Jr. Revocable Trust |
| Common Stock | | | | (A) or (D) | 0 | I | By Spouse's |

| | | | | |
|--------------|------------------|---|--|-------------|
| Stock | | | | Trust |
| Common Stock | 72,000 | I | | By Trust 1 |
| Common Stock | 0 ⁽³⁾ | I | | By Trust 8 |
| Common Stock | 0 ⁽³⁾ | I | | By Trust 9 |
| Common Stock | 0 ⁽³⁾ | I | | By Trust 10 |
| Common Stock | 68,182.803 | I | | By ESPP |

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 1474
(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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRAY CLOUD L JR CRAY BUSINESS PLAZA 100 COMMERCIAL STREET ATCHISON, KS 66002 | X | | | |

Signatures

/s/ Cloud L.
Cray, Jr.

03/15/2013

__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).

- On June 5, 2012, a Form 4 was filed for the reporting person disclosing a grant of 3,908 shares of common stock on June 1, 2012. This
- (1) grant in fact never occurred. Instead, the reporting person was granted an award of 3,908 restricted stock units, as disclosed in the Form 4/A filed on December 7, 2012.
 - (2) 2,299,549 shares formerly held by this trust were contributed by gift to the Cray MGP Holding Limited Partnership during 2012. The reporting person is a limited partner of that partnership and, accordingly, no longer has beneficial ownership of those shares.
 - (3) 90,000 shares formerly held by this trust were contributed by gift to the Cray MGP Holding Limited Partnership during 2012. The reporting person is a limited partner of that partnership and, accordingly, no longer has a reportable beneficial interest in those shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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