

Seaberg Karen  
Form 4/A  
May 16, 2013

# FORM 4

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).

## 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 \*  
Seaberg Karen

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)  
20073 266TH ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/12/2012

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

ATCHISON, KS 66002

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/15/2013

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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)
			Code	V	Amount (A) or (D) Price		
Common Stock	12/12/2012 <sup>(1)(2)</sup>		S <sup>(1)(2)</sup>		3,910 <sup>(1) (2)</sup> D \$ 3.41	223,740	I By trust
Common Stock	12/12/2012 <sup>(1)(2)</sup>		J <sup>(1)(2)</sup>		9,000 <sup>(1) (2)</sup> D \$ 0	214,740	I by trust
Common Stock	12/25/2012 <sup>(2)</sup>		G <sup>(2)</sup>		40,621 <sup>(1) (2)</sup> D \$ 0	174,119	I by trust
Common Stock	12/25/2012 <sup>(1)(2)</sup>		G <sup>(1)(2)</sup>		600 <sup>(1)</sup> <sup>(2)</sup> A \$ 0	174,719	I by trust
Common Stock	12/25/2012		G		600 A \$ 0	864,852 <sup>(1)</sup> <sup>(3)</sup>	I by spouse's trust

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Common Stock	120,000 <sup>(1)</sup> <u>(4)</u>	I	by spouse's IRA
Common Stock	2,573,967 <sup>(1)</sup> <u>(5)</u>	I	by Cray MGP Holdings LP <sup>(5)</sup>

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repor Trans (Instr
						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
Seaberg Karen 20073 266TH ROAD ATCHISON, KS 66002	X	X		

## Signatures

Carl W. Struby, by power of  
attorney

05/16/2013

\_\_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).

The information included in the Reporting Person's Form 4 filed on March 15, 2013 should have been included in a Form 5 instead of a Form 4. Further, certain of that information was incorrect and/or incomplete. The Reporting Person has filed a Form 5 dated May 14,

(1) 2012, as amended on May 16, 2013, which includes information about transactions during 2012 and holdings at 12/31/12 that were not referenced in the March 15, 2013 Form 4 and are not referenced in this amendment. This amendment is being filed only to correct information in the March 15, 2013 Form 4 that was erroneous and to true up the that information with the later filed Form 5, as amended.

The Reporting Person's March 15, 2013 Form 4 reported a disposition by gift on 12/25/2013 of 52,931 shares, resulting in 174,719 shares being beneficially owned indirectly through her trust. The resulting 174,719 shares shown as beneficially owned is correct, but there was more than one transaction involved that resulted in that ownership. These transaction are shown herein, and also are reflected in the May 14, 2013 Form 5, which should be referred to for additional information contained in the footnotes to that report.

(2) The amount reported as beneficially owned after the transaction referred to in the March 15, 2013 Form 4 was incorrect. Instead of 864,652 it should have been 864,852.

(3) The amount shown as beneficially owned through the trust of the Reporting Person's spouse was incorrectly shown as 150,000 shares instead of 120,000.

The March 15, 2013 Form 4 incorrectly reported 2,564,687 shares as indirectly beneficially owned. The correct amount is 2,573,967. The shares are owned of record by Cray MGP Holdings LP. Cray Family Management LLC, which has a 1% limited partnership interest in Cray MGP Holdings LP, is its general partner. The reporting person has a 1/3 interest in Cray Family Management LLC and is its manager. The reporting person disclaims beneficial ownership of these shares except to the extent of her pecuniary interest in such shares. See the reporting person's Form 5 filed on May 14, 2013, as amended on May 16, 2013, for further information.

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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