

MGP INGREDIENTS INC
 Form 4
 September 16, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 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)
 20076 266TH ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/28/2016

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

ATCHISON, KS 66002

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

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	Price		
Common Stock	06/28/2016		G		114,652	D \$ 0	696,226 I	by spouse's trust
Common Stock	08/09/2016		S		441	D \$ 33.965	118,628 I	by spouse's IRA
Common Stock	08/09/2016		S		1,470	D \$ 33.903	694,756 I	by spouse's trust
Common Stock	08/09/2016		S		5,880	D \$ 34.005	2,568,087 I	by Cray MGP Holdings

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									LP
Common Stock	08/09/2016		S	1,470	D	\$ 33.911	164,069	I	by trust
Common Stock	08/25/2016		G	268	D	\$ 0	694,488	I	by spouse's trust
Common Stock	08/30/2016		S	0.782	D	\$ 37.6	10,000 ⁽¹⁾	D	
Common Stock	08/30/2016		S	0.63	D	\$ 37.6	213,357 ⁽¹⁾ ₍₂₎	I	by trust
Common Stock	09/13/2016		G	198	D	\$ 0	694,290	I	by spouse's trust

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 Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Seaberg Karen 20076 266TH ROAD ATCHISON, KS 66002		X		

Signatures

/s/ Lori Norlen, Attorney in Fact for Karen
Seaberg

09/16/2016

__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) Transferred 20,395 directly-owned shares to revocable trust in 2016.

(2) Reflects transfer of shares previously reported as indirectly owned "by ESPP" to revocable trust in 2016.

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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