

SCHALLER DARYL
Form 5
February 13, 2013

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 *
SCHALLER DARYL

(Last) (First) (Middle)

100 COMMERCIAL 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)
12/31/2012

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)

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)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/19/2012	Â	G ⁽¹⁾	500 D \$ 0 0		I	By UGMA Custodian for Granddaughter C
Common Stock	12/20/2012	Â	G ⁽¹⁾	625 ⁽²⁾ D \$ 0 0		I	By UGMA Custodian for Granddaughter A
	12/20/2012	Â	G ⁽¹⁾	D \$ 0 0		I	

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Common Stock							1,225 (2)		By UGMA Custodian for Granddaughter B
Common Stock	^	^	^	^	^	^	13,510 (3)	D	^
Common Stock	^	^	^	^	^	^	36,321	I	By Trust
Common Stock	^	^	^	^	^	^	42,024.114	I	By ESPP
Common Stock	^	^	^	^	^	^	5,000	I	By IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. of D Se B O E Is FI (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHALLER DARYL 100 COMMERCIAL STREET P.O. BOX 130 ATCHISON, KS 66002	^ X	^	^	^

Signatures

/s/ Daryl R.
Schaller

02/13/2013

**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).
- (1) Represents transfer of custodianship under Uniform Gifts to Minors Act. The reporting person no longer has a pecuniary interest in these shares.
 - (2) The number of shares held in this custodial account was reported incorrectly on prior Section 16 reports, including the Form 5 filed by the reporting person on February 15, 2012.

The number of shares held directly was reported incorrectly on the Form 4 filed by the reporting person on June 5, 2012. A stock grant of 3,908 shares to the reporting person that was reported to have occurred on June 1, 2012 was never in fact made. Instead, a grant of 3,908 restricted stock units was made to the reporting person on June 1, 2012, as was reported on the Form 4/A filed by the reporting person on December 7, 2012.
 - (3)

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.