

CAHILL BRIAN T
Form 5
August 12, 2005

FORM 5

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

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

OMB APPROVAL

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1. Name and Address of Reporting Person *
CAHILL BRIAN T

(Last) (First) (Middle)

10407 N REVERE CT

(Street)

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
__X__ Officer (give title ____ Other (specify
below) below)

Vice President and CFO

6. Individual or Joint/Group Reporting

(check applicable line)

KANSAS CITY, MO 65154

__X__ 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 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	40,752 ⁽¹⁾	D	Â
Common Stock	Â	Â	Â	Â Â Â	28,397.78 ⁽²⁾	I	by ESOP
Common Stock	Â	Â	Â	Â Â Â	2,088.5451 ⁽³⁾	I	by ESPP

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

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the form displays a currently valid OMB control number.**

SEC 2270
(9-02)

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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. De
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 6.87	Â	Â	Â	Â	Â	Â <u>(5)</u>	12/11/2007	Common Stock	14,000 <u>(4)</u>
Stock Options	\$ 6.25	Â	Â	Â	Â	Â	Â <u>(6)</u>	12/10/2008	Common	14,000 <u>(7)</u>
Stock Options	\$ 4	Â	Â	Â	Â	Â	Â <u>(8)</u>	12/09/2009	Common Stock	14,000 <u>(9)</u>
Stock Options	\$ 4.65	Â	Â	Â	Â	Â	Â <u>(10)</u>	06/08/2011	Common Stock	14,000 <u>(11)</u>
Stock Options	\$ 6.44	Â	Â	Â	Â	Â	Â <u>(12)</u>	06/12/2012	Common Stock	14,000 <u>(13)</u>
Stock Options	\$ 3.62	Â	Â	Â	Â	Â	Â <u>(14)</u>	12/02/2012	Common Stock	10,000 <u>(15)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAHILL BRIAN T 10407 N REVERE CT KANSAS CITY,Â MOÂ 65154	Â	Â	Â Vice President and CFO	Â

Signatures

Brian T. Cahill 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)

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On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 13,352 additional shares.

- (2) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 12641.373 additional shares in his ESOP-Pekin account, and 745.528 in his ESOP-Atchison account; and the two separate ESOP accounts were combined into one single account. Total also includes 1,623.978 shares acquired between the period of 7/1/04 and 6/30/2005 under ESOP in a transaction exempt under 16b-3(c).
- (3) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 955.39 additional shares; and includes 177.7651 shares acquired between the period of 7/1/2004 and 6/30/2005 under ESPP in a transaction exempt under 16b-3(c).
- (4) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 7,000 additional shares of stock options.
- (5) 3,500 shares vested on each date as follows: 12/11/98; 12/11/99; 12/11/00; 12/11/01
- (6) 3,500 shares vested on each of the following dates: 12/10/99; 12/10/00; 12/10/01; 12/10/02
- (7) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 7,000 additional shares of stock options.
- (8) 3,500 shares vested on each date as follows: 12/9/00; 12/9/01; 12/6/02; 12/9/03
- (9) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 7,000 additional shares of stock options.
- (10) 3,500 shares vested on each date as follows: 6/8/02; 6/8/03; 6/8/04; 6/8/05
- (11) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 7,000 additional shares of stock options.
- (12) 3,500 shares vested on each date as follows: 12/2/03; 12/2/04; 12/2/05; 12/2/06
- (13) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 7,000 additional shares of stock options.
- (14) 2,500 shares vested on each dte as follows: 12/2/03; 12/2/04; 12/2/05; 12/2/06
- (15) On July 16, 2004, the common stock of MGP Ingredients, Inc. split 2-for-1 resulting in the reporting person's acquisition of 5,000 additional shares of stock options.

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.