

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D. C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **June 1, 2005**

**MGP Ingredients, Inc.**

(Exact name of registrant as specified in its charter)

**KANSAS**  
(State or other jurisdiction  
of incorporation)

**0-17196**  
(Commission  
File Number)

**48-0531200**  
(IRS Employer  
Identification No.)

**1300 Main Street  
Box 130  
Atchison, Kansas 66002**  
(Address of principal executive offices) (Zip Code)

**(913) 367-1480**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

(a) – (c) Not applicable.

(d) On June 1, 2005 the Registrant's Board of Directors appointed Gary Gradinger as a director to fill the unexpired term of Michael R. Haverty, who resigned from the Board last December. Mr. Gradinger is the chairman and chief executive officer of Golden Star, Inc., a privately owned company which is engaged in the production of textile cleaning, communication and safety products. He has served in this capacity since 1983. He also serves as director of Buffalo Funds, Buffalo Large Cap Fund, Inc., Buffalo High Yield Fund, Inc., Buffalo US Global Fund, Inc., Buffalo Balanced Fund, Inc., Buffalo Micro Cap Fund and Buffalo Small Cap Fund, Inc.

There is no arrangement between Mr. Gradinger and any other person pursuant to which he was selected as a director.

Mr. Gradinger has been named to serve on the Audit Review Committee and the Human Resources and Compensation Committee.

The Registrant believes that there is no information required by Item 404(a) of Regulation S-K to be reported about Mr. Gradinger.

**Item 5.05. Amendments to Registrant's Code of Ethics.**

The Registrant's Board of Directors has amended the Company's Code of Conduct by adding a provision that deals expressly with environmental compliance. The new provisions is as follows.

"We are subject to numerous environmental laws and regulations. Our policy is to comply with these requirements wherever we conduct operations. Each employee is responsible for understanding the environmental consequences of his or her job and for performing it in compliance with all applicable environmental laws and regulations. If you have questions or concerns about our environmental compliance, you should direct them to your supervisor or manager. If you become aware of any actual or potential activities that may impact on the company's environmental compliance, you should promptly advise your supervisor or manager so that any necessary corrective action can be taken."

**Item 7.01 Regulation FD Disclosure.**

Attached as Exhibit 99.1, and incorporated into this Item 7.01 by reference, is a press release relating to Mr. Gradinger's appointment as a director which was issued on June 2, 2005, by the Company.

**Item 9.01. Exhibits.**

(c) Exhibits

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MGP INGREDIENTS, INC.**

Date: June 2, 2005

By: /s/ Laidacker M. Seaberg  
Laidacker M. Seaberg  
President and Chief Executive Officer

**INDEX TO EXHIBITS**

99.1 Press Release dated June 2, 2005, furnished solely for the purpose of incorporation by reference into Items 7.01 and 9.01.



# NEWS RELEASE

Contact: Steve Pickman  
913-367-1480

**FOR IMMEDIATE RELEASE: Gary Gradinger Joins MGP Ingredients, Inc. Board of Directors**

ATCHISON, Kan., June 2, 2005—Gary Gradinger, chairman and chief executive officer of Golden Star, Inc., Kansas City, Mo., has been appointed to the Board of Directors of MGP Ingredients, Inc. (**Nasdaq: MGPI**). He fills the unexpired term of Michael R. Haverty, who resigned from the board this past December to devote more time to his responsibilities as chairman, president and chief executive officer of Kansas City Southern. Haverty's term on MGPI's board would have expired this October.

"We are very pleased that our search for a new director has resulted in the addition of Gary to our board," said Cloud L. "Bud" Cray, board chairman. "Not only has he has been very successful in his own business, but also in providing leadership and direction for a number of other business and industry-related organizations, as well as several community enhancement projects within the greater Kansas City area. MGP Ingredients will benefit from the sound guidance and visionary qualities that Gary has demonstrated both within and outside the business arena."

Gradinger has been chairman and CEO of Golden Star since 1983. He joined the company in a sales and marketing capacity in 1968 and rose to president in 1978. Golden Star is a worldwide leader in the production of textile cleaning, communication and safety products. The company owns manufacturing facilities in Kansas City and Atchison and also produces products in China and Mexico through joint venture arrangements.

"I feel deeply honored to serve on the board of MGP Ingredients, Inc., a company which I have long admired," Gradinger said. "I am very excited about MGPI's business and the way that management and employees have continued to re-engineer the company for growth. It is very gratifying to be part of this evolving process and to be so closely associated with people whom I consider to be real champions in the business world and community."

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#### **ADD 1—Gary Gradinger Joins**

Gradinger also currently serves on the boards of directors of Buffalo Mutual Funds, Mission, Kan., and Cramer Sports Medicine, Inc., Gardner, Kan. In addition, he is chairman of the Kansas City Business Committee for the Arts, a director of the Arts Council of Metropolitan Kansas City, a director of the Westport Allen Center in Kansas City, a trustee and vice chairman of the Kansas City Art Institute, an advisor to the University of Kansas Center for Business Ethics, and a member of the Advisory Board of the Benedictine College Division of Business and Public Policy in Atchison, the Advisory Board of Helix Architecture and Design, Kansas City, and the Business Council Steering Committee for the Nelson-Atkins Museum of Art, Kansas City.

In addition, Gradinger has served as a director of American Bank of Kansas City, the Southwestern Linen Supply Association, and the International Sanitary Supply Association. He also is a former trustee of the Amelia Earhart Birthplace Museum, Atchison, former chairman of the Bacchus Cultural and Education Foundation, Kansas City, and former director and president of the Nelson-Atkins Museum Friends of Art.

Gradinger earned a bachelor's degree in business at the University of Kansas in 1965 and a master's degree in business administration at the University of Texas in 1967. He and his wife, Pamela, are the parents of three children, Gretchen, Kyle and Hannelore.

#### **About MGP Ingredients**

In business since 1941, MGP Ingredients, Inc. is a recognized pioneer in the development and production of natural grain-based products. These include ingredients, consisting principally of specialty proteins and starches, for use in food, personal care, pet industry and biopolymer applications, as well as food grade alcohol for use in beverage and industrial applications, and fuel grade alcohol, commonly known as ethanol. The Company has facilities in Atchison, Kan., Pekin, Ill., and Kansas City, Kan. that utilize the latest technologies to assure high quality products and to maintain efficient production and service capabilities.

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