SEC	Form	4
SEC	ronn	4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Wash

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.
--	--

1. Name and Address of Reporting Person [*] <u>Caroline L. Kaplan Revocable Trust dated</u> <u>December 16, 2009</u>			2. Issuer Name and Ticker or Trading Symbol <u>MGP INGREDIENTS INC</u> [MGPI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			3. Date of Earliest Transaction (Month/Day/Year) 07/27/2023	- Director X 10% Owner Officer (give title X Other (specify below) below)			
(Last)	(First)	(Middle)		Member of 10% holder group			
5050 KEMPER AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street)				Form filed by More than One Reporting Person			
ST. LOUIS	MO	63139					
(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. Transad Code (li 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/27/2023		S		3,128	D	\$112.56 ⁽¹⁾	24,603	D	
Common Stock	07/27/2023		S		2,546	D	\$113.81 ⁽²⁾	22,057	D	
Common Stock	07/27/2023		S		1,200	D	\$114.48 ⁽³⁾	20,857	D	
Common Stock	07/27/2023		S		126	D	\$ 115.38 ⁽⁴⁾	20,731	D	
Common Stock	07/28/2023		S		500	D	\$113.32 ⁽⁵⁾	20,231	D	
Common Stock	07/28/2023		S		6,348	D	\$113.98(6)	13,883	D	
Common Stock	07/28/2023		S		152	D	\$114.74(7)	13,731	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount of Securities Underlying 8. Price of 9. Number of 11. Nature 10 Transaction Conversion Date Execution Date, Derivative Expiration Date Ownership of Indirect Derivative Derivative derivative Security Derivative Security Security (Instr. 3) or Exercise (Month/Dav/Year if any Code (Instr. Securities (Month/Day/Year) Securities Form: Beneficial (Month/Dav/Year) Direct (D) (Instr. 3 and 4) Beneficially Ownership Price of 8) Acquired (A) (Instr. 5) Derivative or Disposed of Owned or Indirect (Instr. 4) (D) (Instr. 3, 4 (I) (Instr. 4) Security Following and 5) Reported Transaction(s) Amount (Instr. 4) Date Expiration Number v Code (A) (D) Exercisable Date Title of Shares

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$112.17 to \$113.09, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (1) to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$113.19 to \$114.13, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (2) to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$114.24 to \$114.81, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (3) to this Form 4.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$115.21 to \$115.47, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (4) to this Form 4.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$112.66 to \$113.51, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (5) to this Form 4.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$113.67 to \$114.59, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (6) to this Form 4.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$114.73 to \$114.75, inclusive. The reporting person undertakes to provide to MGP Ingredients Inc. (MGPI), any security holder of MGPI, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (7) to this Form 4.

Remarks:

The Reporting Person may be deemed to be part of a group due to the entry by certain persons into a Shareholders Agreement dated April 1, 2021 as previously disclosed on the Reporting Person's Form 3/A filing with respect to MGPI dated October 7, 2021. The Reporting Person disclaims beneficial ownership of the shares of the Issuer's common stock reported herein, except to the extent of its pecuniary interest therein.

<u>/s/ Caroline L. Kaplan, as</u> <u>Investment Trustee of Caroline L.</u> <u>Kaplan Revocable Trust dated</u> 07/31/2023 12/16/2009

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.