UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 Amendment No. 3

MGP Ingredients, Inc.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

55303J106

(CUSIP Number)

Donn S. Lux 5050 Kemper Avenue St. Louis, Missouri 63139 (314) 772-2626 EXT - 1243

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 9, 2024

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), (f) or (g), check the following box \Box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

CUSIP No.	55303J106	

1	NAMES (OF REPO	ORTING PERSONS						
1	Luxco 20	17 Irrevo	cable Trust dated 6/19/2017						
_	CHECK	THE API	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ☑					
2									
•	SEC USE	ONLY							
3									
4	SOURCE	OF FUN	IDS (SEE INSTRUCTIONS)						
4	00								
_	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
5									
	CITIZEN	SHIP OF	R PLACE OF ORGANIZATION						
6	Missouri								
		_	SOLE VOTING POWER						
		7	1,713,771						
		0	SHARED VOTING POWER						
NUMBER OF S BENEFICIA	LLY	Y C	7,698,219						
OWNED BY I REPORTING P		0	SOLE DISPOSITIVE POWER						
WITH		9	1,713,771						
	•	10	SHARED DISPOSITIVE POWER						
		10	0						
4.4	AGGREC	GATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	7,698,219								
10	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12									
4.5	PERCEN	T OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)						
13	35.0%*								
	TYPE OI	F REPOR	TING PERSON (SEE INSTRUCTIONS)						
14	00								

^{*}See Item 5 below

CUSIP No.	55303J106	

	DI LA MERCO	OF DED	DETING PURGONS					
1	NAMES	OF REPO	ORTING PERSONS					
1	Ann S. L	ux 2005 I	rrevocable Trust FBO Donn S. Lux dated 9/16/2005					
	CHECK	THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆				
2				(b) ☑				
	SEC US	E ONLY						
3								
	GOVED OF							
4		E OF FUN	NDS (SEE INSTRUCTIONS)					
7	00							
_	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
5								
	CITIZE	NSHIP OI	R PLACE OF ORGANIZATION					
6	Missouri	i						
			SOLE VOTING POWER					
		7						
			771,688					
NUMBED OF	CHADEC	O	SHARED VOTING POWER					
NUMBER OF S BENEFICIA	ALLY	8	7,698,219					
OWNED BY REPORTING I			SOLE DISPOSITIVE POWER					
WITH		9	771,688					
			SHARED DISPOSITIVE POWER					
		10	0					
	Lagna	~						
11			MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	7,698,219	9						
	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12								
13	PERCE	NT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)					
13	35.0%*	35.0%*						
4.4	TYPE O	F REPOR	TTING PERSON (SEE INSTRUCTIONS)					
14	00	00						

^{*}See Item 5 below

1		AMES OF REPORTING PERSONS						
1	Ann S. Lı	ux 2005 I1	rrevocable Trust FBO Donn S. Lux QSST					
2	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b)						
	SEC USE	ONLV						
3	SEC USE	ZONLI						
4	SOURCE OO	OF FUN	DS (SEE INSTRUCTIONS)					
5	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
	CITIZEN	SHIP OF	R PLACE OF ORGANIZATION					
6	Missouri							
		7	SOLE VOTING POWER 152,805					
NUMBER OF S BENEFICIA OWNED BY I	LLY	8	SHARED VOTING POWER 7,698,219					
REPORTING P WITH		9	SOLE DISPOSITIVE POWER 152,805					
		10	SHARED DISPOSITIVE POWER 0					
11	AGGRE0 7,698,219		MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
12	CHECK	BOX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
13	PERCEN 35.0%*	T OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)					
14	TYPE OI	F REPOR	TING PERSON (SEE INSTRUCTIONS)					

^{*}See Item 5 below

CLISIP No.	55303J106	

	NAMES	OF REPO	ORTING PERSONS							
1	Andrew Broddon Lux Luxco Irrevocable Trust dated 7/30/2012									
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)								
2										
3	SEC USI	E ONLY								
3										
4	SOURCI	E OF FUN	IDS (SEE INSTRUCTIONS)							
4	00									
	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)							
5										
	CITIZE	NSHIP OI	R PLACE OF ORGANIZATION							
6	Missouri									
	111000411	<u> </u>	SOLE VOTING DOWER							
		7	SOLE VOTING POWER							
	SHARES LLY EACH		183,685							
NUMBER OF S		Q	SHARED VOTING POWER							
BENEFICIA		O	7,698,219							
OWNED BY I REPORTING P		_	SOLE DISPOSITIVE POWER							
WITH		9	183,685							
			SHARED DISPOSITIVE POWER							
		10	0							
	AGGRE	GATE AN	 MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
11	7,698,219)								
			THE ACCIDECATE AMOUNT IN DOW (11) EYELLIDES CEPTAIN SHADES (SEE INSTRUCTIONS)							
12	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)								
12										
	PERCEN	NT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)							
13	35.0%*									
	TYPE O	F REPOR	TING PERSON (SEE INSTRUCTIONS)							
14	OO									
	UU									

^{*}See Item 5 below

CUSIP No. 55303J106	
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1	NAMES	OF REPO	DRTING PERSONS					
1	Philip Do	nn Lux L	uxco Irrevocable Trust dated 7/30/2012					
2	CHECK	THE API	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ☑				
2								
_	SEC USE	ONLY						
3								
4	SOURCE	OF FUN	IDS (SEE INSTRUCTIONS)					
4	00							
_	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
5								
	CITIZEN	SHIP OI	R PLACE OF ORGANIZATION					
6	Missouri							
		_	SOLE VOTING POWER					
		7	183,685					
		0	SHARED VOTING POWER					
NUMBER OF S BENEFICIA	LLY	8	7,698,219					
OWNED BY I REPORTING P		0	SOLE DISPOSITIVE POWER					
WITH		9	183,685					
		4.0	SHARED DISPOSITIVE POWER					
		10	0					
4.4	AGGRE	GATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	7,698,219							
	CHECK	BOX IF	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12								
	DEDCEN	TOFCI	ASS REPRESENTED BY AMOUNT IN ROW (11)					
13	35.0%*	I OF CL	ASS REFRESENTED BY AMOUNT IN ROW (11)					
		DEDOD	TING DEDSON (SEE INSTRUCTIONS)					
14	OO	KEPUK	TING PERSON (SEE INSTRUCTIONS)					
	00							

^{*}See Item 5 below

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	NAMES	OF REPO	ORTING PERSONS							
1	Caroline	L. Kaplaı	n Revocable Trust dated 12/16/2009							
2	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (a)								
3	SEC USI	SEC USE ONLY								
4	SOURCI OO	E OF FUN	DS (SEE INSTRUCTIONS)							
5	СНЕСК	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)							
6	CITIZEN Marylan		R PLACE OF ORGANIZATION							
NUMBER OF S BENEFICIA OWNED BY REPORTING I WITH	ALLY EACH PERSON	7 8 9 10	SOLE VOTING POWER 13,731 SHARED VOTING POWER 7,698,219 SOLE DISPOSITIVE POWER 13,731 SHARED DISPOSITIVE POWER 0							
11	AGGRE		IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)									
13	PERCEN 35.0%*	NT OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)							
14	TYPE O	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO								

^{*}See Item 5 below

CUSIP No.	55303J106	

1	NAMES OF REPORTING PERSONS								
1	Ann S. Lu	Ann S. Lux 2005 Irrevocable Trust FBO Caroline Lux Kaplan dated 9/16/2005							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP								
<u> </u>				(b) ☑					
3	SEC USE	ONLY							
3									
4	SOURCE	OF FUN	DS (SEE INSTRUCTIONS)						
4	00								
5	CHECK I	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
3									
(CITIZEN	CITIZENSHIP OR PLACE OF ORGANIZATION							
6	Missouri	Missouri							
		7	SOLE VOTING POWER						
		7	623,458						
AHAMPED OF G	HA BEG	0	SHARED VOTING POWER						
NUMBER OF S BENEFICIA	LLY	LY	7,698,219						
OWNED BY I		Λ.	SOLE DISPOSITIVE POWER						
WITH		9	623,458						
		10	SHARED DISPOSITIVE POWER						
		10	0						
11	AGGREG	SATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	7,698,219								
10	СНЕСК І	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
12									
10	PERCEN'	T OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)						
13	35.0%*								
1.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)								
14	00								

^{*}See Item 5 below

	CUSIP	No. 55303J106	
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	NAMES	OF REPO	DRTING PERSONS				
1	Ann S. Lux 2005 Irrevocable Trust FBO Catherine N. Lux dated 9/16/2005						
	CHECK	THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆			
2				(b) ☑			
	SEC USI	E ONLY					
3	SEC CO.	LONEI					
	SOURCE	E OF FUN	NDS (SEE INSTRUCTIONS)				
4	00	E OF FOR	US (SEE INSTRUCTIONS)				
		DOV IE I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)				
5	СПЕСК	DUA IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED FURSUANT TO THEM 2(D) OR 2(E)				
	CITIZE	NCHID O					
6		CITIZENSHIP OR PLACE OF ORGANIZATION					
	South Da	South Dakota					
		7	SOLE VOTING POWER				
			623,458				
NUMBER OF S	SHARES	8	SHARED VOTING POWER				
BENEFICIA OWNED BY	LLY		7,698,219				
REPORTING I	ERSON	PERSON	9	SOLE DISPOSITIVE POWER			
WIII		9	623,458				
			SHARED DISPOSITIVE POWER				
		10	0				
11	AGGRE	GATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
11	7,698,219						
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTR		THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12							
	PERCE	NT OF CI	ASS REPRESENTED BY AMOUNT IN ROW (11)				
13	35.0%*						
	TYPE O	F REPOR	ETING PERSON (SEE INSTRUCTIONS)				
14	00						
	1						

^{*}See Item 5 below

CUSIP No.	55303J106	

1	NAMES OF REPORTING PERSONS							
1	CNL 2013	CNL 2013 Irrevocable Trust dated 4/2/2013						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
2				(b) ☑				
2	SEC USE	ONLY						
3								
4	SOURCE	OF FUN	DS (SEE INSTRUCTIONS)					
4	00							
_	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
5								
	CITIZEN	SHIP OF	R PLACE OF ORGANIZATION					
6	South Da	South Dakota						
		7	SOLE VOTING POWER					
		7	14,731					
		0	SHARED VOTING POWER					
NUMBER OF S BENEFICIA	LLY	LY	7,698,219					
OWNED BY I REPORTING P		•	SOLE DISPOSITIVE POWER					
WITH		9	14,731					
	•	10	SHARED DISPOSITIVE POWER					
		10	0					
4.4	AGGREO	GATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	7,698,219							
10	CHECK	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12								
	PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	35.0%*	35.0%*						
	TYPE OF	REPOR	TING PERSON (SEE INSTRUCTIONS)					
14	00							

^{*}See Item 5 below

CUSIP No.	55303.I106	

		000000	DENIA PERSONS			
1	NAMES	OF REPO	ORTING PERSONS			
1	Ann S. L	ux 2005 I	rrevocable Trust FBO Paul S. Lux dated 9/16/2005			
	СНЕСК	THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
2				(b) ☑		
	SEC US	E ONLY				
3						
4	SOURC	E OF FUN	NDS (SEE INSTRUCTIONS)			
7	00					
_	СНЕСК	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)			
5						
	CITIZE	NSHIP OI	R PLACE OF ORGANIZATION			
6	Missouri					
	111330411	· 	SOLE VOTING POWER			
		7	SOLE VOTING POWER			
		,	583,458			
NAMED OF	TILL DEG	0	SHARED VOTING POWER			
NUMBER OF S BENEFICIA			7,698,219			
OWNED BY REPORTING I			SOLE DISPOSITIVE POWER			
WITH		9	583,458			
			SHARED DISPOSITIVE POWER			
		10	0			
11	AGGRE	GATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	7,698,219	9				
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE IN		THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
12						
13	PERCE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
13	35.0%*					
4.4	TYPE O	F REPOR	TTING PERSON (SEE INSTRUCTIONS)			
14	00					

^{*}See Item 5 below

CUSIP No.	55303J106	

1	NAMES OF REPORTING PERSONS							
1	Lux Children Irrevocable Trust dated 5/24/2012							
_	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
2				(b) ☑				
2	SEC USE	ONLY						
3								
4	SOURCE	OF FUN	IDS (SEE INSTRUCTIONS)					
4	00							
5	CHECK	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)					
3								
6	CITIZEN	CITIZENSHIP OR PLACE OF ORGANIZATION						
U	Missouri	Missouri						
		7	SOLE VOTING POWER					
		,	27,731					
NUMBER OF S	HADES	LY ACH	SHARED VOTING POWER					
BENEFICIA OWNED BY I	LLY		7,698,219					
REPORTING P WITH			SOLE DISPOSITIVE POWER					
WIII		,	27,731					
l		10	SHARED DISPOSITIVE POWER					
		10	0					
11			MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
		7,698,219						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)							
13	PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	35.0%*							
1.4	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)							
14	00							

^{*}See Item 5 below

CUSIP No.	55303J106	

1		NAMES OF REPORTING PERSONS						
1	Donn S. Lux							
2	CHECK	THE API	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) □(b) ☑				
3	SEC USE	SEC USE ONLY						
4	SOURCE OO	SOURCE OF FUNDS (SEE INSTRUCTIONS) DO						
5	СНЕСК	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)						
6		CITIZENSHIP OR PLACE OF ORGANIZATION United States of America						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7 8 9 10	SOLE VOTING POWER 2,638,264 SHARED VOTING POWER 7,698,219 SOLE DISPOSITIVE POWER 2,638,264 SHARED DISPOSITIVE POWER 0					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,698,219							
12	СНЕСК	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
13	PERCEN 35.0%*	T OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)					
14	TYPE OI	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN						

^{*}See Item 5 below

CUSIP No.	55303.I106	

1	NAMES (OF REPO	ORTING PERSONS	
1	Leslie Lux	K.		
_	· ·			(a) 🗆
2				(b) 🗵
	SEC USE	ONLY		
3				
	SOURCE	OF FUN	DS (SEE INSTRUCTIONS)	
4	00			
	CHECK I	BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)	
5				
	CITIZEN	SHIP OF	R PLACE OF ORGANIZATION	
6	United Sta			
	o interest		SOLE VOTING POWER	
		7	27,731	
	_			
NUMBER OF S	HARES	RES 8	SHARED VOTING POWER	
BENEFICIA OWNED BY I			7,698,219	
REPORTING P WITH	ERSON	9	SOLE DISPOSITIVE POWER	
***************************************		,	27,731	
		10	SHARED DISPOSITIVE POWER	
		10	0	
11	AGGREG	SATE AN	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	7,698,219			
12	СНЕСК І	BOX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	
12				
10	PERCEN'	T OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)	
13	35.0%*			
4.4	TYPE OF	REPOR	TING PERSON (SEE INSTRUCTIONS)	
14	IN			

^{*}See Item 5 below

CUSIP No.	55303J106	

1	NAMES OF REPORTING PERSONS				
1	Paul S. Lu	aul S. Lux			
_	· ·			(a) 🗆	
2				(b) 🗵	
	SEC USE	ONLY			
3					
	SOURCE	OF FUN	DS (SEE INSTRUCTIONS)		
4	00				
	СНЕСК Е	OX IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)		
5					
_	CITIZEN	SHIP OF	R PLACE OF ORGANIZATION		
6	United Sta	ites of Ar	nerica		
			SOLE VOTING POWER		
	7		583,458		
	-		SHARED VOTING POWER		
NUMBER OF S BENEFICIA	LLY	· •	7,698,219		
OWNED BY I	_	0	SOLE DISPOSITIVE POWER		
WITH		9	583,458		
		10	SHARED DISPOSITIVE POWER		
		10	0		
11	AGGREG	ATE AN	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	7,698,219				
12	СНЕСК В	OX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12					
12	PERCEN	T OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)		
13	35.0%*				
1.4	TYPE OF	REPOR	TING PERSON (SEE INSTRUCTIONS)		
14	IN				

^{*}See Item 5 below

CUSIP No.	55303 I106	

1	NAMES OF REPORTING PERSONS				
1	Caroline I	aroline Lux Kaplan			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (c)				
2				(0) 🗹	
3	SEC USE	ONLY			
3					
4		OF FUN	DS (SEE INSTRUCTIONS)		
T	00				
5	СНЕСК Е	OX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)		
3					
6	CITIZEN	SHIP OF	R PLACE OF ORGANIZATION		
U	United Sta	ites of Ai	nerica		
		7	SOLE VOTING POWER		
	/		637,189		
NUMBER OF S	HARES	8	SHARED VOTING POWER		
BENEFICIA OWNED BY I	LLY	Y	7,698,219		
REPORTING P.	-	9	SOLE DISPOSITIVE POWER		
WIII		<i>•</i>	637,189		
	10	10	SHARED DISPOSITIVE POWER		
		10	0		
11	AGGREG	ATE AN	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	7,698,219				
12	СНЕСК Е	OX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12					
13		Γ OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)		
13	35.0%*				
14	TYPE OF	REPOR	TING PERSON (SEE INSTRUCTIONS)		
14	00				

^{*}See Item 5 below

CUSIP No.	55303 I106	

1	NAMES O	F REPO	ORTING PERSONS	
1	Catherine	N. Lux		
_	СНЕСК Т	THE APP	PROPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆
2				(b) ☑
	SEC USE	ONLY		
3				
	SOURCE	OF FUN	DS (SEE INSTRUCTIONS)	
4	00			
_	CHECK F	ROX IF D	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)	
5				_
	CITIZEN	сиір Об	R PLACE OF ORGANIZATION	
6	United Sta			
	United Sta	ites of Al		
		7	SOLE VOTING POWER	
			0	
NUMBER OF S	HARES	8	SHARED VOTING POWER	
BENEFICIA OWNED BY I	LLY		7,698,219	
REPORTING P WITH		9	SOLE DISPOSITIVE POWER	
WITH		9	0	
		10	SHARED DISPOSITIVE POWER	
		10	638,189	
4.4	AGGREG	ATE AN	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	7,698,219			
10	СНЕСК Е	OX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	
12				
	PERCEN	Γ OF CL	ASS REPRESENTED BY AMOUNT IN ROW (11)	
13	35.0%*			
	TYPE OF	REPOR	TING PERSON (SEE INSTRUCTIONS)	
14	00			

^{*}See Item 5 below

CUSIP No.	55303.I106	

1	NAMES OF REPORTING PERSONS			
1	TFO Trus	FO Trust Company, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)			
2				(b) ☑
2	SEC USE	ONLY		
3				
4	SOURCE	OF FUN	DS (SEE INSTRUCTIONS)	
4	00			
	СНЕСК В	OX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E)	
5				
(CITIZENS	SHIP OF	R PLACE OF ORGANIZATION	
6	South Dak	ota		
		7	SOLE VOTING POWER	
		/	0	
NUMBER OF S	HADES	8	SHARED VOTING POWER	
BENEFICIA OWNED BY I	LLY	O	7,698,219	
REPORTING P WITH	_	9	SOLE DISPOSITIVE POWER	
WIII		9		
		10	SHARED DISPOSITIVE POWER	
		10	638,189	
11	AGGREG	ATE AN	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	7,698,219			
12	CHECK E	OX IF T	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	
12				
13		r of cl	ASS REPRESENTED BY AMOUNT IN ROW (11)	
13	35.0%*			
14		REPOR	TING PERSON (SEE INSTRUCTIONS)	
17	00			

^{*}See Item 5 below

Introduction

This Amendment No. 3 (this "Amendment") relates to the Schedule 13D filed on April 5, 2021, as previously amended by Amendment No. 1 thereto filed on February 3, 2023 and by Amendment No. 2 thereto filed on October 26, 2023 (as amended, the "Schedule 13D"), with respect to the common stock, no par value (the "Common Stock") of MGP Ingredients, Inc., a Kansas corporation (the "Issuer"). This Amendment is being filed pursuant to Rule 13d-2 of the General Rules and Regulations under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Schedule 13D is hereby amended and supplemented as follows:

Item 1. Security and Issuer.

No material change.

Item 2. Identity and Background.

Item 2 of Schedule 13D is hereby amended and restated as follows:

(a) This statement is being filed by (i) Luxco 2017 Irrevocable Trust dated 6/19/2017, a Missouri trust (*Luxco Trust*), (ii) Ann S. Lux 2005 Irrevocable Trust FBO Donn S. Lux dated 9/16/2005, a Missouri trust (*Lux 2005 Donn Trust*), (iii) Ann S. Lux 2005 Irrevocable Trust FBO Donn S. Lux QSST, a Missouri trust (*Lux 2005 QSST Trust*), (iv) Andrew Broddon Lux Luxco Irrevocable Trust dated 7/30/2012, a Missouri trust (*Andrew Trust*), (v) Philip Donn Lux Luxco Irrevocable Trust dated 7/30/2012, a Missouri trust (*Philip Trust*), (vii) Ann S. Lux 2005 Irrevocable Trust FBO Caroline Lux Kaplan Revocable Trust dated 12/16/2009, a Maryland trust (*Kaplan Trust*), (vii) Ann S. Lux 2005 Irrevocable Trust FBO Caroline Lux Kaplan dated 9/16/2005, a Missouri trust (*Lux 2005 Caroline Trust*), (viii) Ann S. Lux 2005 Irrevocable Trust FBO Caroline Trust (*Lux 2005 Carberine Trust*), (vii) Ann S. Lux 2005 Irrevocable Trust FBO Paul S. Lux dated 9/16/2005, a Missouri trust (*Lux 2005 Paul Trust*), (vii) Ann S. Lux Children Irrevocable Trust dated 5/24/2012, a Missouri trust (*Children Trust*), (vii) Donn S. Lux, (xiii) Leslie Lux, (xiv) Paul S. Lux, (xv) Caroline Lux Kaplan, (xvi) Catherine N. Lux and (xii) TFO Trust Company, LLC (*TFO*) (the foregoing persons are hereinafter referred to collectively as the "Reporting Persons").

As previously disclosed in Amendment No. 2 to this Schedule 13D, Michele Lux and Christopher E. Erblich are no longer considered Reporting Persons and have been removed from this Schedule 13D. Pursuant to SEC rules and applicable interpretations, since they are two of three trustees for each of the Andrew Trust and the Philip Trust, and all decisions concerning the exercise of voting or investment power with respect to the shares of Common Stock that are the subject of this Schedule 13D must be approved by a majority vote of such trustees, the Reporting Persons have determined that Ms. Lux and Mr. Erblich do not have beneficial ownership over any shares of Common Stock. The Andrew Trust and the Philip Trust remain as Reporting Persons. Effective March 29, 2023, the name of PandoTree Trust Company, LLC was changed to TFO Trust Company, LLC.

(b) The business addresses of each of the Reporting Persons are as follows:

Luxco Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139 Lux 2005 Donn Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139 Lux 2005 QSST Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139 Andrew Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139 Philip Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139 Kaplan Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139

Lux 2005 Caroline Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139

Lux 2005 Catherine Trust: 212 S. Main Avenue, Suite 145, Sioux Falls, South Dakota 57104

CNL Trust: 212 S. Main Avenue, Suite 145, Sioux Falls, South Dakota 57104

Lux 2005 Paul Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139 Children Trust: 5050 Kemper Avenue, St. Louis, Missouri 63139

Donn S. Lux: 5050 Kemper Avenue, St. Louis, Missouri 63139 Leslie Lux: 5050 Kemper Avenue, St. Louis, Missouri 63139 Paul S. Lux: 5050 Kemper Avenue, St. Louis, Missouri 63139

Caroline Lux Kaplan: 5050 Kemper Avenue, St. Louis, Missouri 63139

Catherine N. Lux: 5050 Kemper Avenue, St. Louis, Missouri 63139

TFO Trust Company, LLC: 212 S. Main Avenue, Suite 145, Sioux Falls, SD 57104

(c) The principal business of each of the Reporting Persons that is a trust is to administer the assets of the trust for the benefit of the beneficiaries thereof. The principal business of TFO Trust Company, LLC is to provide trustee services for family trusts. Donn S. Lux is a director of the Issuer and a private investor. Caroline Lux Kaplan and Catherine N. Lux are private investors. Leslie Lux owns and operates an interior design firm. Paul S. Lux is a retired surgeon.

- (d) During the last 5 years, none of the Reporting Persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) During the last 5 years, none of the Reporting Persons has been party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such person or entity was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Each of Donn S. Lux, Leslie Lux, Paul S. Lux, Caroline Lux Kaplan, and Catherine N. Lux is a citizen of the United States.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of Schedule 13D is hereby amended and restated as follows:

A total of 5,007,828 shares of Common Stock beneficially owned by the Reporting Persons were initially acquired pursuant to an Agreement and Plan of Merger, dated as of January 22, 2021 (the "Merger Agreement"), by and among the Issuer, London HoldCo, Inc. ("HoldCo"), Luxco Group Holdings, Inc., LRD Holdings LLC, LDL Holdings DE, LLC, KY Limestone Holdings LLC (the "Luxco Companies"), the shareholders of HoldCo, Inc. (the "Sellers"), and Donn S. Lux, as Sellers' Representative. Pursuant to the Merger Agreement, an additional 1,373 shares of Common Stock were issued to the Reporting Persons upon completion of final purchase price adjustments.

A total of 2,806,018 shares of Common Stock with respect to which voting power is reported on this Schedule 13D/A are beneficially owned by certain other shareholders of the Issuer (the "Seaberg/Cray Shareholders"), as reported on (i) a Form 13D/A, Amendment No. 10 to Schedule 13D filed on September 9, 2024, by the Seaberg/Cray Shareholders other than Lori L. Mingus (which, notwithstanding the fact that the Reporting Persons had no advance notice of, and no control over, the transactions disclosed therein was the triggering event for this Amendment) and (ii) a Form 4 Statement of Changes in Beneficial Ownership filed on September 6, 2024, by Lori L. Mingus, who is also one of the Seaberg/Cray Shareholders who is a party to the Shareholders Agreement referenced below. The Reporting Persons may be deemed to be members of a "group" (within the meaning of SEC Rule 13d-5), together with the Seaberg/Cray Shareholders, by virtue of the terms of the April 1, 2021 Shareholders Agreement. The Reporting Persons disclaim beneficial ownership of the shares held by the Seaberg/Cray Shareholders.

Item 4. Purpose of Transaction.

No material changes.

Item 5. Interest in Securities of the Issuer.

Item 5 of Schedule 13D is hereby amended and restated as follows:

(a) As of the date of this filing, the Reporting Persons beneficially own 4,892,201 shares (the **Shares**"), or approximately 22.2%, of the outstanding Common Stock of the Issuer (calculated based on information included in the Quarterly Report on Form 10-Q filed by the Issuer on August 1, 2024 for the quarter ended June 30, 2024, which reported that 21,988,494 shares of Common Stock were outstanding as of July 26, 2024). The Reporting Persons also may be deemed to be members of a "group" (within the meaning of SEC Rule 13d-5), together with the Seaberg/Cray Shareholders, by virtue of the terms of the April 1, 2021 Shareholders Agreement. The Seaberg/Cray Shareholders beneficially own an additional 2,806,018 shares of Common Stock, or approximately 12.8% of the outstanding Common Stock of the Issuer, which are included in the "shared voting power" reported on this Schedule 13D/A due to the existence of such group pursuant to the terms of the Shareholders Agreement among the Reporting Persons and the Seaberg/Cray Shareholders. The Reporting Persons disclaim beneficial ownership of the shares held by the Seaberg/Cray Shareholders.

(b) Donn S. Lux is the sole trustee of the Lux 2005 Donn Trust and the Lux 2005 QSST Trust and the sole investment trustee of the Luxco Trust. He is no longer the sole family assets trustee of the Lux 2005 Paul Trust, the sole trustee of the Lux 2005 Caroline Trust or a co-trustee of the Children Trust. Accordingly, Donn S. Lux may be deemed to hold sole voting and dispositive power with respect to the 2,638,264 Shares held by the Luxco Trust, the Lux 2005 Donn Trust and the Lux 2005 QSST Trust.

Leslie Lux is the sole trustee of the Children Trust. Accordingly, Leslie Lux may be deemed to hold sole voting and dispositive power with respect to the 27,731 Shares held by the Children Trust.

Paul S. Lux is the sole trustee of the Lux 2005 Paul Trust. Accordingly, Paul S. Lux may be deemed to hold sole voting power and dispositive power with respect to the 583,458 Shares held by the Lux 2005 Paul Trust. He is no longer a trustee of the Andrew Trust and the Philip Trust.

Caroline Lux Kaplan is the sole trustee of the Kaplan Trust and the Lux 2005 Caroline Trust. Accordingly, Caroline Lux Kaplan may be deemed to hold sole voting power and dispositive power with respect to the 637,189 Shares held by the Kaplan Trust and the Lux 2005 Caroline Trust.

Catherine N. Lux is a co-trustee of the Lux 2005 Catherine Trust and the CNL Trust. Accordingly, Catherine N. Lux may be deemed to hold shared voting power and dispositive power with respect to the 638,189 Shares held by the Lux 2005 Catherine Trust and the CNL Trust.

TFO Trust Company, LLC is a co-trustee of the Lux 2005 Catherine Trust and the CNL Trust. Accordingly, TFO Trust Company, LLC may be deemed to hold shared voting power and dispositive power with respect to the 638,189 Shares held by the Lux 2005 Catherine Trust and the CNL Trust.

Each of the Andrew Trust and the Philip Trust is the beneficial owners of 183,685 Shares.

As a result of the entry into the Shareholders' Agreement, each of the Reporting Persons could be deemed to have shared voting power over the 2,806,018 Shares held by the Seaberg/Cray Shareholders and, additionally, to beneficially own all those Shares. However, each of the Reporting Persons disclaims beneficial ownership of the Shares held by other Reporting Persons except as expressly set forth above.

Except as set forth on the cover pages hereto and under this paragraph (b), each Reporting Person has the sole power to vote or direct the vote and to dispose or direct the disposition of the Shares reported herein as owned by each such Reporting Person.

- (c) No transactions in the Common Stock were effected during the past 60 days by the Reporting Persons.
- (d) Not applicable.
- (e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationship With Respect to Securities of the Issuer.

No material change.

Exhibit 2.1	Agreement and Plan of Merger, dated as of January 22, 2021, by and among MGP Ingredients, Inc., London HoldCo, Inc., Luxco Group Holdings, Inc., LRD Holdings LLC, LDL Holdings DE, LLC, KY Limestone Holdings LLC, upon signing a joinder agreement, the shareholders of London HoldCo, Inc., and Donn Lux, as Sellers' Representative (filed as Exhibit 2.1 to MGP Ingredients, Inc. Current Report on Form 8-K filed January 25, 2021 and incorporated herein by reference).
Exhibit 2.2	Joinder to the Agreement and Plan of Merger dated as of January 22, 2021 by and among MGP Ingredients, Inc., London HoldCo, Inc., Luxco Group Holdings, Inc., LRD Holdings LLC, LDL Holdings DE, LLC, KY Limestone Holdings LLC, Donn Lux, as Sellers' Representative, and the shareholders of London Holdco, Inc. (filed as Exhibit 2.2 to MGP Ingredients, Inc. Current Report on Form 8-K filed January 25, 2021 and incorporated herein by reference).
Exhibit 10.1	Shareholders Agreement, dated as of April 1, 2021, by and among MGP Ingredients, Inc. and certain shareholders of MGP Ingredients, Inc. (filed as Exhibit 10.1 to the Issuer's Current Report on Form 8-K filed on April 1, 2021 and incorporated herein by reference).
Exhibit 10.2	Registration Rights Agreement, dated as of April 1, 2021, by and among MGP Ingredients, Inc. and certain shareholders of MGP Ingredients, Inc. (filed as Exhibit 10.1 to the Issuer's Current Report on Form 8-K filed on April 1, 2021 and incorporated herein by reference).
Exhibit 99.1	Joint Filing Agreement. (filed as Exhibit 99.1 to Amendment No. 2 to this Schedule 13D on October 26, 2023 and incorporated herein by reference).

Signature

After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: September 11, 2024

LUXCO 2017 IRREVOCABLE TRUST DATED 6/19/2017

By: /s/ Donn S. Lux

Name: Donn S. Lux Its: Investment Trustee

ANN S. LUX 2005 IRREVOCABLE TRUST FBO DONN S. LUX DATED 9/16/2005

By: /s/ Donn S. Lux

Name: Donn S. Lux

Its: Trustee

ANN S. LUX 2005 IRREVOCABLE TRUST FBO DONN S. LUX QSST

By: /s/ Donn S. Lux

Name: Donn S. Lux

Its: Trustee

ANDREW BRODDON LUX LUXCO IRREVOCABLE TRUST DATED 7/30/2012

By: /s/ Michele Lux

Name: Michele Lux

Its: Co-Trustee

PHILIP DONN LUX LUXCO IRREVOCABLE TRUST DATED 7/30/2012

By: /s/ Michele Lux

Name: Michele Lux

Its: Co-Trustee

CAROLINE L. KAPLAN REVOCABLE TRUST DATED 12/16/2009

By: /s/ Caroline Lux Kaplan Name: Caroline Lux Kaplan

Its: Trustee

ANN S. LUX 2005 IRREVOCABLE TRUST FBO CAROLINE L. KAPLAN DATED 9/16/2005

By: <u>/s/ Caroline Lux Kaplan</u>

Name: Caroline Lux Kaplan

Its: Trustee

ANN S. LUX 2005 IRREVOCABLE TRUST FBO CATHERINE N. LUX DATED 9/16/2005

By: /s/ Catherine N. Lux Name: Catherine N. Lux

Its: Co-Trustee

CNL 2013 IRREVOCABLE TRUST DATED 4/2/2013

By: /s/ Catherine N. Lux

Name: Catherine N. Lux

Its: Co-Trustee

By: TFO Trust Company, LLC,

a South Dakota limited liability company

Its: Co-Trustee

By: /s/ Lisa Davis Name: Lisa Davis Its: Trust Officer

ANN S. LUX 2005 IRREVOCABLE TRUST FBO PAUL S. LUX DATED 9/16/2005

By: /s/ Paul S. Lux Name: Paul S. Lux Its: Trustee

LUX CHILDREN IRREVOCABLE TRUST DATED 5/24/2012

By: /s/ Leslie Lux Name: Leslie Lux Its: Trustee

/s/ Donn S. Lux

Donn S. Lux

/s/ Leslie Lux

Leslie Lux

/s/ Paul S. Lux

Paul S. Lux

/s/ Caroline Lux Kaplan

Caroline Lux Kaplan

/s/ Catherine N. Lux

Catherine N. Lux

TFO TRUST COMPANY, LLC,

a South Dakota limited liability company

By: /s/ Lisa Davis Name: Lisa Davis Its: Trust Officer