# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### **SCHEDULE 13D**

**Under the Securities Exchange Act of 1934** 

(Amendment No. 11)\*

**MGP INGREDIENTS INC** 

(Name of Issuer)

Common Stock, No Par Value

(Title of Class of Securities)

55303J106

(CUSIP Number)

Karen Seaberg Cray Business Plaza, 100 Commercial Street Atchison, KS, 66002 (913) 367-1480

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

03/13/2025

(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 that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

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).

#### **SCHEDULE 13D**

**CUSIP No.** 55303J106

4	Name of reporting person
'	Karen Seaberg
	Check the appropriate box if a member of a Group (See Instructions)
2	(a) (b)
3	SEC use only
	Source of funds (See Instructions)
4	PF, OO

5	Check if	disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
6	Citizensh UNITED S	nip or place of organization STATES
Number	7	Sole Voting Power 2,128,087.00
of Shares Benefici ally Owned	8	Shared Voting Power 325,978.00
by Each Reporti ng Person	9	Sole Dispositive Power 2,128,087.00
With:	10	Shared Dispositive Power 325,978.00
11	Aggregat 2,454,065	te amount beneficially owned by each reporting person
12	Check if	the aggregate amount in Row (11) excludes certain shares (See Instructions)
13	Percent 6	of class represented by amount in Row (11)
14	Type of F	Reporting Person (See Instructions)

#### **Comment for Type of Reporting Person:**

Comment for Type of Reporting Person:
Sole voting power and sole dispositive power includes 1,818,101 shares owned of record by the Cray Partnership (as defined herein), 115,941 shares owned of record by the Karen Cray Seaberg Revocable Trust, 52,001 shares owned of record by the Lori A. Mingus GST Exempt Trust, 58,990 shares owned of record by the Melissa A. Huntington GST Exempt Trust. The rem aining shares are held by Ms. Seaberg either directly or through her individual retirement account. Shared voting power and s hared dispositive power includes 283,569 shares owned of record by the Seaberg Partnership (as defined herein) and 42,409 shares owned of record by the Seaberg Family Foundation (as defined herein). Percentage based upon 21,270,343 shares o utstanding as of February 21, 2025 (according to the information contained in the Issuer's Annual Report on Form 10-K for the year ended December 31, 2024, filed with the Securities and Exchange Commission on February 26, 2025).

CUSIP No.	55303J106

4	Name of reporting person
1	Cray Family Management, LLC
	Check the appropriate box if a member of a Group (See Instructions)
2	<ul><li>✓ (a)</li><li>□ (b)</li></ul>
3	SEC use only
4	Source of funds (See Instructions)
4	AF, OO
E	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	
5	Source of funds (See Instructions)  AF, OO  Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6	Citizensh	ip or place of organization
Number	7	Sole Voting Power 0.00
of Shares Benefici ally Owned	8	Shared Voting Power 1,818,101.00
by Each Reporti ng Person	9	Sole Dispositive Power 0.00
With:	10	Shared Dispositive Power 1,818,101.00
11	<b>Aggregate</b> 1,818,101	e amount beneficially owned by each reporting person
12	Check if t	he aggregate amount in Row (11) excludes certain shares (See Instructions)
13	Percent o	f class represented by amount in Row (11)
14	Type of R	eporting Person (See Instructions)

1	Name of reporting person
'	Cray MGP Holdings, LP
	Check the appropriate box if a member of a Group (See Instructions)
2	<ul><li>✓ (a)</li><li>□ (b)</li></ul>
3	SEC use only
4	Source of funds (See Instructions)
4	00
_	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	
6	Citizenship or place of organization
6	KANSAS

	7	Sole Voting Power	
Number of	,	0.00	
Shares	8	Shared Voting Power	
Benefici ally Owned by Each Reporti	8	1,818,101.00	
	9	Sole Dispositive Power	
ng Person	9	0.00	
With:	10	Shared Dispositive Power	
	10	1,818,101.00	
44	Aggregate	e amount beneficially owned by each reporting person	
11	1,818,101	1.00	
40	Check if t	he aggregate amount in Row (11) excludes certain shares (See Instructions)	
12			
42	Percent o	f class represented by amount in Row (11)	
13	8.5 %		
Type of Reporting Person (See Instructions)		eporting Person (See Instructions)	
14	PN		

CUSIP No.	55303J106
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1	Name of reporting person
'	Seaberg Family Management, Inc.
	Check the appropriate box if a member of a Group (See Instructions)
2	
	(b)
3	SEC use only
4	Source of funds (See Instructions)
4	AF, OO
_	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	
6	Citizenship or place of organization
0	KANSAS

	7	Sole Voting Power	
Number of	,	0.00	
Shares Benefici		Shared Voting Power	
ally Owned	8	283,569.00	
by Each Reporti	9	Sole Dispositive Power	
ng Person	9	0.00	
With:	10	Shared Dispositive Power	
	10	283,569.00	
	Aggregate	e amount beneficially owned by each reporting person	
11	283,569.00		
	Check if t	he aggregate amount in Row (11) excludes certain shares (See Instructions)	
12			
40	Percent o	f class represented by amount in Row (11)	
13	1.3 %		
Type of Reporting Person (See Instructions)		eporting Person (See Instructions)	
14	CO		

CUSIP No.
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1	Name of reporting person
	Seaberg MGP Holdings, LP
2	Check the appropriate box if a member of a Group (See Instructions)
	<ul><li>✓ (a)</li><li>□ (b)</li></ul>
3	SEC use only
4	Source of funds (See Instructions)
4	00
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
J	
e	Citizenship or place of organization
6	KANSAS

Number of Shares Benefici ally Owned	7	Sole Voting Power			
		0.00			
	8	Shared Voting Power			
	0	283,569.00			
by Each Reporti	9	Sole Dispositive Power			
ng Person		0.00			
With:	10	Shared Dispositive Power			
	10	283,569.00			
	Aggregate amount beneficially owned by each reporting person				
11	283,569.00				
40	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)				
12					
40	Percent of class represented by amount in Row (11)				
13	1.3 %				
14	Type of Reporting Person (See Instructions)				
14	PN				

CUSIP No.
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1	Name of reporting person
	Laidacker M. Seaberg and Karen C. Seaberg Family Foundation
2	Check the appropriate box if a member of a Group (See Instructions)
	<ul><li>✓ (a)</li><li>□ (b)</li></ul>
3	SEC use only
4	Source of funds (See Instructions)
4	00
_	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	
c	Citizenship or place of organization
6	KANSAS

	_	Sole Voting Power						
Number of Shares	7	0.00						
	8	Shared Voting Power						
Benefici ally		42,409.00						
Owned by Each	9	Sole Dispositive Power						
Reporti ng	9	0.00						
Person With:	10	Shared Dispositive Power						
		42,409.00						
11	Aggregate amount beneficially owned by each reporting person							
11	42,409.00							
12	he aggregate amount in Row (11) excludes certain shares (See Instructions)							
12								
13	Percent of class represented by amount in Row (11)							
13	0.2 %							
14	Type of Reporting Person (See Instructions)							
14	PN							

#### Comment for Type of Reporting Person:

Percentage based upon 21,270,343 shares outstanding as of February 21, 2025 (according to the information contained in the Issuer's Annual Report on Form 10-K for the year ended December 31, 2024, filed with the Securities and Exchange Commission on February 26, 2025).

#### **SCHEDULE 13D**

Item 1. Security and Issuer

(a) Title of Class of Securities:

Common Stock, No Par Value

(b) Name of Issuer:

MGP INGREDIENTS INC

(c) Address of Issuer's Principal Executive Offices:

1300 MAIN ST, Atchison, KANSAS, 66002.

#### Item 1 Comment:

This Amendment No. 11 to Schedule 13D ("Amendment No. 11") is being filed by Karen Seaberg, Cray Family Management, LLC, Cray MGP Holdings, LP, Seaberg Family Management, Inc., Seaberg MGP Holdings, LP, and the Laidacker M. Se aberg and Karen C. Seaberg Family Foundation (collectively, the "Reporting Persons") to amend the statement on Schedule 13D filed by the Reporting Persons on September 9, 2024 (as previously amended, the "Prior Statement"), and relates to shares of common stock, no par value (the "Common Stock"), of MGP Ingredients, Inc., a Kansas corporation (the "Company"). This Amendment No. 11 amends and restates Items 4 and 5. Ms. Seaberg is a member of a separate group that has agreed to vote their shares of Common Stock in favor of certain persons nominated to serve as directors of the Company, as described in Item 4 below. The Reporting Persons have entered into the Amended and Restated Joint Filing Agreement, which was filed as Exhibit 99.4 to Amendment No. 9 to this Schedule 13D and is incorporated by reference her ein, pursuant to which the Reporting Persons agreed to file this statement jointly in accordance with the provisions of Rule 13d-1(k)(1) promulgated under the Act. Information with respect to each Reporting Person is given solely by such Reporting Person, and no Reporting Person assumes responsibility for the accuracy or completeness of the information furnished by another Reporting Person. The Reporting Persons expressly disclaim that they have agreed to act as a group other than as described in this Amendment No. 11. The Prior Statement is hereby amended and supplemented as detailed below, and except as amended and supplemented hereby, the Prior Statement remains in full force and effect. All capitalized terms not otherwise defined herein shall have the meaning ascribed to such terms in the Prior Statement.

The information previously provided as the fourth paragraph of Item 4 is hereby amended and restated by replacing the text there of in its entirety with the following:

Since its formation, the Cray Partnership has (1) sold 519,016 shares of Common Stock in various open market transactions and ( 2) disposed of 235,950 shares of Common Stock pursuant to the Redemption Agreements (as defined in Item 6 below). As of Mar ch 18, 2025, the Cray Partnership owned 1,818,101 shares of Common Stock.

The information previously provided as the seventh paragraph of Item 4 is hereby amended and restated by replacing the text ther eof in its entirety with the following:

Since its formation, the Seaberg Partnership has sold 130,206 shares of Common Stock in various open market transactions and, as of March 18, 2025, owned 283,569 shares of Common Stock.

#### Item 5. Interest in Securities of the Issuer

- The information set forth in the cover pages of this Amendment 11 is hereby incorporated by reference into this Item 5(a). (a)
- The information set forth in the cover pages of this Amendment 11 is hereby incorporated by reference into this Item 5(b). (b)

The amounts reported above include: 1,818,101 shares owned of record by the Cray Partnership, 283,569 shares owned of record by the Seaberg Partnership, 52,001 shares owned of record by the Lori A. Mingus GST Exempt Trust, 58,990 shares owned by the Melissa A. Huntington GST Exempt Trust, 115,941 shares owned of record by the Karen Cray Seaberg Revocable Trust (Kare the Melissa A. Huntington GST Exempt Trust, 115,941 shares owned of record by the Karen Cray Seaberg Revocable Trust (Karen Seaberg is the sole trustee of each of the foregoing trusts and has sole voting and investment power over shares owned by the trusts), and 42,409 shares owned of record by the Seaberg Family Foundation. Karen Seaberg is president and a member of the board of directors of Seaberg Family Foundation. Karen Seaberg does not have a pecuniary interest in the shares held by the Seaberg Family Foundation. The remaining shares are owned by Ms. Seaberg either directly or through her individual retirement account. Cray Management is the general partner of the Cray Partnership. Ms. Seaberg is the sole manager of Cray Management and in such capacity has sole power to vote and dispose of the shares owned by the Cray Partnership. Karen Seaberg disclaims any Section 16 beneficial ownership in the shares held by Cray Partnership except to the extent of her pecuniary interest therein. Seaberg Management is the general partner of the Seaberg Partnership. Karen Seaberg is president and a member of the board of directors of Seaberg Management and her daughters. Lori Mingus and Melissa Huntington, are the remaining two members of the board. tors of Seaberg Management and her daughters, Lori Mingus and Melissa Huntington, are the remaining two members of the boar d of directors of Seaberg Management. Ms. Seaberg beneficially owns 293 shares of Preferred Stock that are owned of record by the Karen Cray Seaberg Revocable Trust, for which she serves as trustee, representing in the aggregate approximately 67% of the e outstanding Preferred Stock.

1,818,101 shares shown above are owned of record by the Cray Partnership. Cray Management is the general partner of the Cray Partnership. Karen Seaberg is the sole manager of Cray Management and in such capacity has sole power to vote and dispose of the shares owned by the Cray Partnership. Karen Seaberg disclaims any Section 16 beneficial ownership in the shares held by Cr ay Partnership except to the extent of her pecuniary interest therein.

283,569 shares shown above are owned of record by the Seaberg Partnership. Seaberg Management is the general partner of th e Seaberg Partnership. Karen Seaberg is president and a member of the board of directors of Seaberg Management and her dau ghters, Lori Mingus and Melissa Huntington, are the remaining two members of the board of directors of Seaberg Management.

42,409 shares shown above are owned of record by the Laidacker M. Seaberg and Karen C. Seaberg Family Foundation (the "Se aberg Family Foundation"). Karen Seaberg is the president and a member of the board of directors of the Seaberg Family Foundation and in such capacity has power to vote and dispose of the shares owned by the Seaberg Family Foundation. Karen Seaberg d oes not have a pecuniary interest in the shares held by the Seaberg Family Foundation.

- (c) Schedule A attached hereto as Exhibit 99.7 describes all transactions in the Common Stock that were effected during the past 60 days by the Reporting Persons.
- (d) Not applicable
- (e) Not applicable

#### Material to be Filed as Exhibits. Item 7.

- 99.1 Agreement and Plan of Merger, dated as of January 22, 2021, by and among MGP Ingredients, Inc., London HoldCo, Inc., L uxco Group Holdings, Inc., LRD Holdings LLC, LDL Holdings DE, LLC, KY Limestone Holdings LLC, upon signing a joinder agree ment, the shareholders of London HoldCo, Inc., and Donn Lux, as Sellers' Representative (incorporated by reference to Exhibit 2.1 to the Current Report on Form 8-K filed by MGP Ingredients, Inc. on January 25, 2021).

  99.2 Action by Written Consent of the Majority Preferred Stockholder of MGP Ingredients, Inc., dated as of January 22, 2021 (incorporated by reference to Exhibit 90.3 to Amandment No. 5 to this Schodule 12.D).
- orporated by reference to Exhibit 99.2 to Amendment No. 5 to this Schedule 13D).

  99.3 Shareholders Agreement, dated as of April 1, 2021, by and among MGP Ingredients, Inc. and certain shareholders of MGP Ingredients, Inc. (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed by MGP Ingredients, Inc. on Apr
- ii 1, 2021). 99.4 Amended and Restated Joint Filing Agreement (incorporated by reference to Exhibit 99.4 to Amendment No. 9 to this Sche
- 99.5\* Redemption Agreement, dated as of June 7, 2023, by and among Cray MGP Holdings, LP, Cray Family Management, LLC, and the Susan Robbins Descendant's Trust established under the Cloud L. Cray, Jr., Family Trust originally dated October 25, 198 3, as amended (incorporated by reference to Exhibit 99.5 to Amendment No. 8 to this Schedule 13D).

  99.6\* Redemption Agreement, dated as of June 7, 2023, by and among Cray MGP Holdings, LP, Cray Family Management, LLC, and the Cathy Scroggs Descendant's Trust established under the Cloud L. Cray, Jr., Family Trust originally dated October 25, 198 3, as amended (incorporated by reference to Exhibit 99.6 to Amendment No. 8 to this Schedule 13D). 99.7 Schedule A: Transactions during the past 60 days.
- \* This exhibit excludes certain schedules and attachments, which the Reporting Persons agree to furnish supplementally to the Se curities and Exchange Commission or its staff upon request.

#### **SIGNATURE**

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

### Karen Seaberg

Signature: /s/ Karen Seaberg Name/Title: Karen Seaberg Date: 03/18/2025

### Cray Family Management, LLC

Signature: /s/ Karen Seaberg

Name/Title: Manager 03/18/2025 Date:

# Cray MGP Holdings, LP

Signature: /s/ Karen Seaberg

Manager, Cray Family Management, LLC, General Partner Name/Title:

Date: 03/18/2025

#### Seaberg Family Management, Inc.

Signature: /s/ Karen Seaberg

Name/Title: President Date: 03/18/2025

### Seaberg MGP Holdings, LP

Signature: /s/ Karen Seaberg

President, Seaberg Family Management, Inc., General Partner Name/Title:

03/18/2025 Date:

### Laidacker M. Seaberg and Karen C. Seaberg **Family Foundation**

Signature: /s/ Karen Seaberg

Name/Title: President Date: 03/18/2025

#### EXHIBIT 99.7

#### Schedule A Transactions during the past 60 days

Date	Covered Person	Type of Transaction	Number of Shares	Price per Share
03/10/2025	Karen Seaberg <sup>(1)</sup>	Sale	1,467	\$34.19
03/10/2025	Karen Seaberg <sup>(2)</sup>	Sale	1,476	\$34.18
03/10/2025	Karen Seaberg <sup>(3)</sup>	Sale	2,931	\$34.12(4)
03/10/2025	Karen Seaberg <sup>(5)</sup>	Sale	5,626	\$33.53(6)
03/10/2025	Karen Seaberg <sup>(5)</sup>	Sale	8,703	\$34.51(7)
03/10/2025	Karen Seaberg <sup>(5)</sup>	Sale	671	\$35.10(8)
03/11/2025	Karen Seaberg <sup>(9)</sup>	Sale	40,890	\$31.49(10)
03/11/2025	Karen Seaberg <sup>(9)</sup>	Sale	9,455	\$32.21(11)
03/11/2025	Karen Seaberg <sup>(5)</sup>	Sale	5,348	\$32.59(12)
03/11/2025	Karen Seaberg <sup>(5)</sup>	Sale	395	\$33.13(13)
03/11/2025	Karen Seaberg <sup>(14)</sup>	Sale	2,772	\$31.53(15)
03/11/2025	Karen Seaberg <sup>(14)</sup>	Sale	322	\$32.23(16)
03/11/2025	Karen Seaberg <sup>(9)</sup>	Sale	71,240	\$31.50(17)
03/11/2025	Karen Seaberg <sup>(9)</sup>	Sale	9,205	\$32.12(18)
03/11/2025	Karen Seaberg <sup>(5)</sup>	Sale	8,028	\$31.51(19)
03/11/2025	Karen Seaberg <sup>(5)</sup>	Sale	1,254	\$32.11(20)
03/12/2025	Karen Seaberg <sup>(14)</sup>	Sale	70	\$30.50(21)
03/12/2025	Karen Seaberg <sup>(5)</sup>	Sale	220	\$30.50(22)
03/12/2025	Karen Seaberg <sup>(5)</sup>	Sale	36,739	\$30.35(23)
03/12/2025	Karen Seaberg <sup>(5)</sup>	Sale	2,375	\$30.93(24)
03/13/2025	Karen Seaberg <sup>(9)</sup>	Sale	1,985	\$30.47(25)
03/13/2025	Karen Seaberg <sup>(5)</sup>	Sale	16,974	\$30.69(26)
03/13/2025	Karen Seaberg <sup>(5)</sup>	Sale	9,345	\$31.12(27)

- (1) Shares were sold by the Melissa A. Huntington GST Exempt Trust.
- (2) Shares were sold by the Lori A. Mingus GST Exempt Trust.
- (3) Shares were sold by the Karen Seaberg IRA.
- (4) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$33.31 to \$33.92 per share.
- (5) Shares were sold by the Seaberg Partnership.
- (6) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$34.01 to \$34.99 per share.
- (7) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$35.01 to \$35.14 per share.
- (8) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$35.01 to \$35.14 per share.
- (9) Shares were sold by the Cray Partnership.
- (10) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$31.09 to \$31.97 per share.
- (11) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$32.00 to \$32.52 per share.
- (12) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$32.29 to \$32.90 per share.
- (13) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$33.03 to \$33.33 per share.
- (14) Shares were sold by the Karen Cray Seaberg Revocable Trust.
- (15) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$31.30 to \$31.87 per share.
- (16) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$32.10 to \$32.32 per share.
- (17) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$31.11 to \$31.93 per share.
- (18) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$32.01 to \$32.37 per share.
- (19) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$31.14 to \$31.96 per share.
- (20) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$32.02 to \$32.30 per share.
- (21) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$30.06 to \$30.74 per share.
- (22) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$30.13 to \$30.72 per share.
- (23) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$29.85 to \$30.70 per share.
- (24) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$30.71 to \$31.29 per share.

  (25) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$30.06 to \$30.76 per share.
- (25) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$30.00 to \$30.70 per share.

  (26) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$30.03 to \$31.00 per share.
- (27) Represents a weighted average price per share. These shares were sold in multiple transactions at prices ranging from \$31.01 to \$31.35 per share.