

**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) **February 19, 2004**

Hawkins, Inc.

(Exact name of registrant as specified in its charter)

Minnesota

(State or other jurisdiction
of incorporation)

0-7647

(Commission File Number)

41-0771293

(IRS Employer
Identification No.)

3100 East Hennepin Avenue

Minneapolis, MN

(Address of principal executive offices)

55413

(Zip Code)

Registrant's telephone number, including area code **(612) 331-6910**

Item 7. Exhibits.

99 Press Release dated February 19, 2004

Item 9. Regulation FD Disclosure.

On February 19, 2004, Hawkins, Inc. ("Hawkins") reached a tentative settlement of its previously announced litigation relating to its pharmaceutical business. See Hawkins' press release dated February 19, 2004, which is furnished as Exhibit 99 hereto and incorporated by reference in this Current Report on Form 8-K.

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SIGNATURE

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.

HAWKINS, INC.

Date: February 20, 2004

By /s/ Marvin E. Dee

Marvin E. Dee

Vice President, Chief Financial Officer,

Secretary and Treasurer

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Index to Exhibits

<u>Exhibit Number</u>	<u>Description</u>	<u>Method of Filing</u>
99	Press Release dated February 19, 2004	Electronic Transmission

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FOR IMMEDIATE RELEASE

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**HAWKINS, INC. ANNOUNCES
TENTATIVE LITIGATION SETTLEMENT**

Minneapolis, MN, February 19, 2004 – Hawkins, Inc. (Nasdaq: HWKN) today announced that it had reached a tentative settlement of its previously announced litigation relating to its pharmaceutical business. Under the lawsuit, the plaintiffs were seeking damages relating to claims arising from the alleged mislabeling of certain inventory purchased by the Company as part of an acquisition in May 2000. Pursuant to the terms of the tentative settlement, the Company did not admit or deny any of the allegations of the complaint, as agreed to in the resolution of this matter.

Under the terms of the tentative settlement agreement, the uninsured portion of the payments that Hawkins would be responsible for is approximately \$3.0 million (approximately \$1.9 million or \$0.19 per share after tax). The settlement is subject to court approval, which is expected within the next 45 days. Hawkins will pursue reimbursement of the settlement from third parties.

Hawkins, Inc. is a highly focused regional company, which provides a full range of bulk industrial products complemented with the technical competence and ingenuity to formulate and blend specialty chemicals. The Company sells and services related products and equipment to safely dispense chemicals in highly controlled environments.

Hawkins is headquartered in Minneapolis, Minnesota. The Company operates fourteen facilities in Iowa, Illinois, Minnesota, Montana, Nebraska, South and North Dakota and Wisconsin and services customers in Upper Michigan and Wyoming as well.

The discussion above contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements by their nature involve substantial risks and uncertainties as described by Hawkins' periodic filings. Actual results may differ materially depending on a variety of factors, including, but not limited to the following: the achievement of Hawkins' projected operating results, the achievement of efficient volume production and related sales revenue, and the ability of Hawkins to identify and successfully pursue other business opportunities. Additional information with respect to the risks and uncertainties faced by Hawkins may be found in, and the prior discussion is qualified in its entirety by, the Risk Factors contained in the Company's filings with the Securities and Exchange Commission including Hawkins' Report on Form 10-K for the period ended March 30, 2003, Forms 10-Q, and other SEC filings.
