

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) July 31, 2024

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.)

2381 Rosegate, Roseville, Minnesota  
(Address of Principal Executive Offices)

55113  
(Zip Code)

Registrant's Telephone Number, Including Area Code (612) 331-6910

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$.01 per share	HWKN	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

At our annual meeting of shareholders held July 31, 2024, the following proposals, each as described in further detail in the [definitive proxy statement filed by our company on June 20, 2024](#), were voted upon by our shareholders as set forth below:

**Proposal One – Election of Directors**

Our shareholders elected each of the eight nominees to our Board of Directors, based on the following votes:

<b>Director Nominee</b>	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Vote</b>
James A. Faulconbridge	13,896,230	2,003,313	2,083,177
Patrick H. Hawkins	15,638,313	261,230	2,083,177
Yi "Faith" Tang	15,766,487	133,056	2,083,177
Mary J. Schumacher	15,362,832	536,711	2,083,177
Daniel J. Stauber	15,426,186	473,357	2,083,177
James T. Thompson	15,259,363	640,180	2,083,177
Jeffrey L. Wright	15,257,662	641,881	2,083,177
Jeffrey E. Spethmann	15,758,507	141,036	2,083,177

**Proposal Two – Vote to Ratify the Appointment of Grant Thornton LLP**

Our shareholders ratified the appointment of Grant Thornton LLP to serve as the Company's independent registered public accounting firm for the fiscal year ending March 30, 2025 as disclosed in the above-referenced proxy statement, based on the votes listed below:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
17,402,747	545,877	34,096	—

**Proposal Three – Advisory Vote to Approve Executive Compensation**

Our shareholders approved, on an advisory basis, the compensation of our executive officers ("say-on-pay") as disclosed in the above-referenced proxy statement, based on the votes listed below:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
14,988,501	842,981	68,061	2,083,177

**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.

Date: August 1, 2024

HAWKINS, INC.

By:

/s/ Richard G. Erstad

Richard G. Erstad

Vice President, General Counsel and Secretary