SEC Form 4

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* JERGENSON DUANE M			2. Issuer Name and Ticker or Trading Symbol HAWKINS INC [HWKN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				X	Director	10% Owner			
(Last) (First) (Middle) 3100 EAST HENNEPIN AVENUE (Street) MINNEAPOLIS MN 55413		()	3. Date of Earliest Transaction (Month/Day/Year) 08/05/2009		Officer (give title below)	Other (specify below)			
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable						
	55413		X	Form filed by One Reporting Person					
					Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)	
Common Stock	08/05/2009		A		1,000	A	(1)	18,127	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and 3A. Deemed Execution Date, 8. Price of Derivative 3. Transaction 4 5. Number 9. Number of 10. 11. Nature Conversion Transaction Amount of derivative Ownership of Indirect Date of (Month/Day/Year) Derivative Securities or Exercise if any Code (Instr. Security Securities Form: Beneficial Price of (Month/Day/Year) 8) Securities Underlying (Instr. 5) Beneficially Direct (D) or Indirec Ownership (Instr. 4)

Security			(A Di of		osed . 3, 4			Security (Instr. 3 and 4)		Following Reported Transaction(s) (Instr. 4)	(l) (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. Not applicable.

1. Title of

Derivative Security

(Instr. 3)

/s/ W. Morgan Burns on behalf 08/07/2009

<u>of Duane M. Jergenson</u>

** 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.