| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| 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 b | ourden | | | | | | |

| Estimated average burden | |
|--------------------------|-----|
| hours per response: | 0.5 |

| 1. Name and Address of Reporting Person [*] HAWKINS JOHN R | 2. Issuer Name and Ticker or Trading Symbol <u>HAWKINS INC</u> [HWKN] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner |
|--|--|---|
| (Last) (First) (Middle) 3100 EAST HENNEPIN AVENUE | 3. Date of Earliest Transaction (Month/Day/Year) 11/18/2009 | X Officer (give title Other (specify below) Chief Executive Officer |
| (Street) MINNEAPOLIS MN 55413 (City) (State) (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | | | 5. Amount of Securities Beneficially Owned Following Benorted | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|--|---|--|---|---|--|--|---|--|--|--|--|
| | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130. 4) | | |
| 11/18/2009 | | G | v | 2,500 | D | \$ <mark>0</mark> | 79,221 | D | | | |
| 11/18/2009 | | G | v | 600 | D | \$ <mark>0</mark> | 78,621 | D | | | |
| 02/03/2010 | | S | | 4,592 | D | \$20.37 | 74,029 | D | | | |
| | | | | | | | 101,299.9416(1) | I | By ESOP Trustee | | |
| | Date (Month/Day/Year) 11/18/2009 11/18/2009 | Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) 11/18/2009 11/18/2009 | Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transa Code (8) 11/18/2009 G 11/18/2009 G | Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transation Code (Instr. 8) 11/18/2009 G V 11/18/2009 G V | Date (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr.Disposed Of 5)11/18/2009CodeVAmount11/18/2009GV2,50011/18/2009GV600 | Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Disposed Of (D) (Instr. 5) Code V Amount (A) or (D) 11/18/2009 G V 2,500 D 11/18/2009 G V 600 D | $ \begin{array}{ c c c c c c c c c c c c c c c c c c c$ | Date (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (NoDisposed Of (D) (Instr. 3, 4 and 5)Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)11/18/2009GVAmount(A) or (D)PriceSecurities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)11/18/2009GV2,500D\$079,22111/18/2009GV600D\$078,62102/03/2010SS4,592D\$20.3774,029Image: Comparison of the second sec | Date (Month/Day/Year)Execution Date, if any (Month/Day/Year)Transaction Code (Instr. 8)Disposed Of (D) (Instr. 3, 4 and 5)Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)Form: Direct (D) or Indirect (D) or Indirect | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| (c.g., pu | | | | ut3, 0 | uno, | vvan | unis, | option3, (| | | Junicoj | | | | | |
|-----------|---|--|--|------------------------------|------|--|---|--|---|--------------------|---|--|--------------------|--|--|--|
| | 1. Title of Derivative Security (Instr. 3) | erivative Conversion Date Execution Date, ecurity or Exercise (Month/Day/Year) if any | | 4. Transa Code (8) | | 5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5 | ative rities ired osed . 3, 4 | 6. Date Exerc Expiration Da (Month/Day/Y | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. As of February 3, 2010.

/s/ W. Morgan Burns, as attorney-in-fact

02/05/2010

** Signature of Reporting Person

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.

Date