

TURNER DAVID T
Form 5
February 13, 2009

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
TURNER DAVID T

(Last) (First) (Middle)

742 TURNBERRY DRIVE

(Street)

JEFFERSON CITY, MO 65109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

HAWTHORN BANCSHARES,
INC. [HWBK]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â Â Â	8,914.6448 ⁽¹⁾	D	Â
Common Stock	Â	Â	Â	Â Â Â	19,594.2365 ⁽²⁾	I	Profit Sharing Trust

Reminder: Report on a separate line for each class of
securities beneficially owned directly or indirectly.

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SEC 2270
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 16.33	Â	Â	Â	Â Â	12/04/2001	12/04/2010	Common Stock	8,526
Employee Stock Option (right to buy)	\$ 18.67	Â	Â	Â	Â Â	02/14/2003	02/14/2012	Common Stock	7,758
Employee Stock Option (right to buy)	\$ 26.57	Â	Â	Â	Â Â	03/03/2004	03/03/2013	Common Stock	6,600
Employee Stock Option (right to buy)	\$ 35.25	Â	Â	Â	Â Â	02/19/2005	02/19/2014	Common Stock	5,458
Employee Stock Option (right to buy)	\$ 28.45	Â	Â	Â	Â Â	04/21/2006	04/21/2015	Common Stock	6,898
Employee Stock Option (right to buy)	\$ 29.95	Â	Â	Â	Â Â	03/03/2007	03/03/2016	Common Stock	6,749
	\$ 33.5	Â	Â	Â	Â Â	04/27/2008	04/27/2017		7,164

Employee
Stock
Option
(right to
buy)

Common
Stock

Employee
Stock
Option
(right to
buy)

\$ 21.01 ^

^

^

^

^

09/22/2009

09/22/2018

Common
Stock

6,426

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TURNER DAVID T 742 TURNBERRY DRIVE JEFFERSON CITY, MO 65109	^ X	^	^ President	^

Signatures

/s/ David T.
Turner

02/12/2009

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) Includes shares acquired since last report pursuant to Company DRIP program.

(2) Includes shares acquired since the date of the last report pursuant to Company profit sharing trust.

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