### Edgar Filing: DUDENHOEFFER CHARLES G JR - Form 5

#### DUDENHOEFFER CHARLES G JR

Form 5

February 12, 2010

#### **OMB APPROVAL** FORM 5

**OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported

1. Name and Address of Reporting Person * DUDENHOEFFER CHARLES G JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol HAWTHORN BANCSHARES, INC. [HWBK]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First) (N	(	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2009				_	_X_ Director 10% Owner Other (specify below) below)				
401 KIVLK	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				,	6. Individual or Joint/Group Reporting				
	(Succes)							(check applicable line)				
JEFFERSON CITY, MO 65101  _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person												
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	Â	Â		Â	Â	Â	Â	38,012 (1)	I	Held in IRA		
Common Stock	Â	Â		Â	Â	Â	Â	19,188 (1)	I	Held in Trust for spouse		
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

**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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	ınt of	Derivative
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
		Derivative				Securities			(Instr.	3 and 4)	
		Security				Acquired					
		•				(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
										A 4	
										Amount	
							Date	Expiration	T:41-	or Namel	
						Exercisable	Date		Number		
						(A) (D)				of	
						(A) (D)				Shares	

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 9	Director	10% Owner	Officer	Other			
DUDENHOEFFER CHARLES G JR 401 RIVERVIEW DRIVE JEFFERSON CITY, MO 65101	ÂX	Â	Â	Â			

# **Signatures**

/s/ Charles G.
Dudehoeffer, Jr.

02/12/2010

\*\*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 from the Company's July 1, 2009 4% stock dividend.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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