#### HAWTHORN BANCSHARES, INC.

Form 5

February 03, 2017

FORI	M 5							OME	3 APPROV	AL
. 0111		STATES SECU	RITIES AN	ND EXC	HAN	IGE (	COMMISSIO	N OMB Number	3235	5-0362
	his box if er subject	shington, D.C. 20549					Expires	Janua	-	
to Section Form 4 of 5 obligation may con See Institute.	on 16. or Form ANN tions atinue. ruction		CRSHIP OF	SECUE	RITII	ES		Estimate burden respons	ed average hours per	1.0
1(b). Form 3 Reported Form 4 Transact Reported	Holdings Section 176 d tions	rsuant to Section (a) of the Public U 30(h) of the I	Utility Holdi	ing Com	pany	Act of	f 1935 or Sect			
	Address of Reporting Iliam Bruce	Symbol HAW	r Name <b>and</b> Ti ΓHORN BA HWBK]			,	5. Relationship Issuer	of Reporting		
(Last)	(First) (	ement for Issuer's Fiscal Year Ended n/Day/Year) /2016				Director 10% Owner Officer (give title Other (specify below) CHIEF FINANCIAL OFFICER			y	
	THORN BANCS 2 EAST HIGH ST 588						CIIILI	INTINEIRE	OTTELK	
	(Street)		nendment, Date onth/Day/Year)	e Original			6. Individual or	Joint/Group		
JEFFERS(	ON CITY, MOÂ	65102					_X_ Form Filed b			
(City)	(State)	(Zip) Tal	ble I - Non-De	erivative S	ecurit	ies Acc	quired, Disposed	of, or Benefi	icially Own	ed
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. Securi Acquired Disposed (Instr. 3,	l (A) o l of (D	)	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	1,580.9818 (1)	I	Held in Profitsha	ring
	eport on a separate line		contained	in this fo	orm a	re not	collection of inf required to res	spond unles	SS	C 227( (9-02)

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

#### Edgar Filing: HAWTHORN BANCSHARES, INC. - Form 5

of D

Is Fi

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt 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		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration		Number		
						Exercisable	Date		of		
					(A) (D)				Shares		
					(4) (1)				SHales		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
coporaing of their state of	Director	10% Owner	Officer	Other			
Phelps William Bruce C/O HAWTHORN BANCSHARES, INC. 132 EAST HIGH STREET, PO BOX 688 JEFFERSON CITY, MO 65102	Â	Â	CHIEF FINANCIAL OFFICER	Â			

# **Signatures**

/s/ W. Bruce
Phelps

\*\*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 the Company's profit sharing trust and July 1, 2016 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.

Reporting Owners 2