
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 26, 2011

Hawkins, Inc.

(Exact name of registrant as specified in its charter)

Minnesota
(State of Incorporation)

0-7647
(Commission File Number)

41-0771293
(IRS Employer
Identification No.)

3100 East Hennepin Avenue
Minneapolis, MN
(Address of Principal Executive Offices)

55413
(Zip Code)

Registrant's Telephone Number, Including Area Code (612) 331-6910

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On October 26, 2011, Hawkins, Inc. issued a press release announcing financial results for its fiscal 2012 second quarter ended October 2, 2011. A copy of the press release issued by the Registrant is furnished herewith as Exhibit 99 hereto and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibit.

Exhibit 99 — Press Release, dated October 26, 2011, announcing financial results of Hawkins, Inc. for its fiscal 2012 second quarter ended October 2, 2011.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HAWKINS, INC.

Date: October 26, 2011

By: _____
/s/ Kathleen P. Pepsi
Kathleen P. Pepsi
Vice President, Chief Financial Officer,
and Treasurer

Index to Exhibits

Exhibit No.	Description	Method of Filing
99	Press Release, dated October 26, 2011, announcing financial results of Hawkins, Inc. for its fiscal 2012 second quarter ended October 2, 2011.	Electronic Transmission

FOR IMMEDIATE RELEASE

Contacts:

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October 26, 2011
Hawkins, Inc.
3100 East Hennepin Avenue
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Kathleen P. Pepski
Chief Financial Officer
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HAWKINS, INC. REPORTS

SECOND QUARTER, FIRST HALF FISCAL 2012 RESULTS

Minneapolis, MN, October 26, 2011 — Hawkins, Inc. (Nasdaq: HWKN) today announced second quarter and first half results for fiscal 2012. Sales of \$87.9 million for the quarter ended October 2, 2011 represented an increase of 24.9% from \$70.4 million in sales for the same period in the prior fiscal year. Net income for the second quarter of fiscal 2012 was \$6.9 million, or \$0.67 per share, fully diluted, compared to net income for the same period of fiscal 2011 of \$6.8 million, or \$0.66 per share, fully diluted.

For the six months ended October 2, 2011, Hawkins reported sales of \$176.5 million, net income of \$13.6 million and diluted earnings per share of \$1.32 as compared to sales of \$145.1 million, net income of \$14.2 million and diluted earnings per share of \$1.37 for the same period a year ago.

Chief Executive Officer, Patrick H. Hawkins, commented, "We are pleased to report solid second quarter results. Despite some headwinds, we were able to grow our business across most product lines, with our bulk volumes down somewhat compared to the prior year. As indicated last quarter, we are in a price-competitive environment which is pressuring our per unit margins. In addition, we experienced unfavorable weather conditions through August, which dampened our Water Treatment segment's results. We previously announced that we entered into an agreement to acquire property in the Twin Cities area. We expect to begin investing in a facility on that site with storage and blending capacity in the upcoming months. This facility will lessen our dependency on our current flood-prone sites and provide us with significantly more rail capacity and flexibility to serve our customers and be a strategic site for us as we grow our business in the future."

For the quarter, Industrial segment sales increased \$16.4 million, or 36.5%, to \$61.3 million as compared to the same period in the prior year. Vertex, which we acquired in the fourth quarter of fiscal 2011, contributed \$10.5 million of the increase in sales during the second quarter of fiscal 2011. The remaining increase in sales was the result of higher selling prices across the majority of our product lines due to increased commodity chemical prices as well as higher manufactured and specialty chemical product sales volumes, partially offset by lower bulk chemical sales volumes. Water Treatment segment sales for the quarter were \$26.5 million, a 3.9% increase over last year's second quarter sales of \$25.5 million. The increase was primarily due to increased sales of manufactured and specialty chemical products partially offset by lower bulk chemical sales volumes. Unfavorable weather conditions negatively impacted the segment's sales performance this quarter.

Company-wide gross profit for the quarter was \$18.8 million, or 21.3% of sales, compared to \$17.7 million, or 25.2% of sales, for the same period in fiscal 2011. Gross profit for the Industrial segment was \$10.9 million, or 17.7% of sales, for the quarter ended October 2, 2011, as compared to \$9.6 million, or 21.4% of sales, for the same period in fiscal 2011. The increase in gross profit dollars resulted from the addition of the Vertex business to this segment, offset by pricing pressure. Gross profit for the Water Treatment segment was \$7.9 million, or 29.8% of sales, for the quarter, as compared to \$8.2 million, or 32.2% of sales, for the same period in fiscal 2011. The decrease in gross profit dollars was primarily due to competitive pricing pressures and unfavorable weather conditions.

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Company-wide gross profit for the six months ended October 2, 2011 was \$36.7 million, or 20.8% of sales, as compared to \$36.2 million, or 24.9% of sales for the same period in the prior fiscal year. Gross profit for the Industrial segment was \$21.6 million, or 17.3% of sales, for the six months, compared to \$19.9 million or 21.0% of sales in the same period a year ago. The increase in gross profit dollars resulted from the addition of the Vertex business to this segment, offset by pricing pressure. Gross profit for the Water Treatment segment was \$15.1 million, or 29.3% of sales, for the six months compared to \$16.3 million, or 32.3% of sales, in the same period a year ago. The Water Treatment segment's gross profit decrease was primarily due to competitive pricing pressures and lower sales volumes because of unfavorable weather conditions.

Selling, general, and administrative expenses increased \$1.0 million, or 14.7%, for the quarter and \$2.2 million, or 16.3% for the six months, as compared to the same periods in the prior fiscal year. The increases were primarily due to the addition of expenses related to the Vertex business, which we acquired during the fourth quarter of fiscal 2011.

Hawkins, Inc. distributes, blends and manufactures bulk and specialty chemicals for its customers in a wide variety of industries. Headquartered in Minneapolis, Minnesota, and with 25 facilities in 13 states, the Company creates value for its customers through superb customer service and support, quality products and personalized applications.

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**HAWKINS, INC.
CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)**

(In thousands, except share and per-share data)	Three Months Ended		Six Months Ended	
	October 2, 2011	September 30, 2010	October 2, 2011	September 30, 2010
Sales	\$ 87,870	\$ 70,398	\$ 176,464	\$ 145,064
Cost of sales	(69,120)	(52,656)	(139,787)	(108,874)
Gross profit	18,750	17,742	36,677	36,190
Selling, general and administrative expenses	(7,844)	(6,814)	(15,701)	(13,475)
Operating income	10,906	10,928	20,976	22,715
Investment income	28	96	93	201
Income from continuing operations before income taxes	10,934	11,024	21,069	22,916
Provision for income taxes	(4,217)	(4,192)	(7,998)	(8,747)
Income from continuing operations	6,717	6,832	13,071	14,169
Income from discontinued operations, net of tax	184	—	557	—
Net income	\$ 6,901	\$ 6,832	\$ 13,628	\$ 14,169
Weighted average number of shares outstanding-basic	10,322,768	10,257,175	10,314,973	10,255,297
Weighted average number of shares outstanding-diluted	10,365,372	10,332,764	10,362,847	10,321,355
Basic earnings per share				
Earnings per share from continuing operations	\$ 0.65	\$ 0.67	\$ 1.27	\$ 1.38
Earnings per share from discontinued operations	0.02	—	0.05	—
Basic earnings per share	\$ 0.67	\$ 0.67	\$ 1.32	\$ 1.38
Diluted earnings per share				
Earnings per share from continuing operations	\$ 0.65	\$ 0.66	\$ 1.27	\$ 1.37
Earnings per share from discontinued operations	0.02	—	0.05	—
Diluted earnings per share	\$ 0.67	\$ 0.66	\$ 1.32	\$ 1.37
Cash dividends declared per common share	\$ 0.32	\$ 0.40	\$ 0.32	\$ 0.40

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