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
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 burden									
hours per response:	0.5								

1. Name and Address of Reporting Person* <u>SHIPP DONALD L</u>			2. Issuer Name and Ticker or Trading Symbol <u>HAWKINS INC</u> [HWKN]		ationship of Reporting Persc (all applicable) Director	on(s) to Issuer 10% Owner
(Last) 21205 FLORAL	(First) BAY NORTH	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/30/2005		Officer (give title below)	Other (specify below)
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	vidual or Joint/Group Filing (
FOREST LAKE	MN	55025		X	Form filed by One Repor Form filed by More than Person	ů.
(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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				v	Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)			
Common Stock	03/30/2005		S		3,982	D	\$11.9	133,802.593	D		
Common Stock	03/30/2005		S		18	D	\$11.91	133,784.593	D		
Common Stock	03/31/2005		S		1,400	D	\$11.86	132,384.593	D		
Common Stock	03/31/2005		S		400	D	\$11.87	131,984.593	D		
Common Stock	03/31/2005		S		200	D	\$11.88	131,784.593	D		
Common Stock								107,359	I	By Wife in Trust	

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. Transa Code (8)		5. Number of Expiration Date Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and (Month/Day/Year) 6. Date Expiration Date (Month/Day/Year) 6. Date Ex		7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	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:

/s/ W. Morgan Burns on behalf 03/31/2005

<u>of Donald L. Shipp</u>

** Signature of Reporting Person Date

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.