

TURNER DAVID T  
Form 5  
February 10, 2011

# FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

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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

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

2. Issuer Name and Ticker or Trading Symbol  
HAWTHORN BANCSHARES, INC. [HWBK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2010

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

742 TURNBERRY DRIVE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

JEFFERSON CITY, MO 65109

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(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. 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   | 10,419.9931<br>(1)   | D  | Â   |
| Common Stock                    | Â                                    | Â  | Â                              | Â Â Â   | 22,923.5305<br>(2)   | I  | Profit Sharing Trust                                  |

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 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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---------------------|---|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable (A)                                     | Expiration Date (D) | Title   | Amount or Number of Shares |
| Employee Stock Option (right to buy)       | \$ 17.26   | Â                                    | Â  | Â                              | Â Â   | 02/14/2003   | 02/14/2012          | Common Stock  | 8,390                      |
| Employee Stock Option (right to buy)       | \$ 24.57   | Â                                    | Â  | Â                              | Â Â   | 03/03/2004   | 03/03/2013          | Common Stock  | 7,138                      |
| Employee Stock Option (right to buy)       | \$ 32.59   | Â                                    | Â  | Â                              | Â Â   | 02/19/2005   | 02/19/2014          | Common Stock  | 5,903                      |
| Employee Stock Option (right to buy)       | \$ 26.3  | Â                                    | Â  | Â                              | Â Â   | 04/21/2006   | 04/21/2015          | Common Stock  | 7,459                      |
| Employee Stock Option (right to buy)       | \$ 27.69   | Â                                    | Â  | Â                              | Â Â   | 03/03/2007   | 03/03/2016          | Common Stock  | 7,298                      |
| Employee Stock Option (right to buy)       | \$ 30.97   | Â                                    | Â  | Â                              | Â Â   | 04/27/2008   | 04/27/2017          | Common Stock  | 7,748                      |
|  | \$ 19.42   | Â                                    | Â  | Â                              | Â Â   | 09/22/2009   | 09/22/2018          |   | 6,950                      |

