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Phelps William Bruce

Form 5 February 13, 2019 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** 1.0 response... 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 <sup>\*</sup> 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Phelps William Bruce Symbol HAWTHORN BANCSHARES, (Check all applicable) INC. [HWBK] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2018 CHIEF FINANCIAL OFFICER C/O HAWTHORN BANCSHARES. INC., Â 132 EAST HIGH STREET, **PO BOX 688** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) JEFFERSON CITY, MOÂ 65102 \_X\_ 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 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Ownership Indirect (Instr. 3) Disposed of (D) Beneficially Beneficial any Code Form: (Month/Day/Year) (Instr. 3, 4 and 5) Owned at end Ownership (Instr. 8) Direct (D) or Indirect of Issuer's (Instr. 4) (A) Fiscal Year  $(\mathbf{I})$ or (Instr. 3 and 4) (Instr. 4) Amount (D) Price Held in Common 2,407.8327 Â Â Â Â Â Â I Stock (1)Profitsharing Persons who respond to the collection of information Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly. contained in this form are not required to respond unless the form displays a currently valid OMB control number.

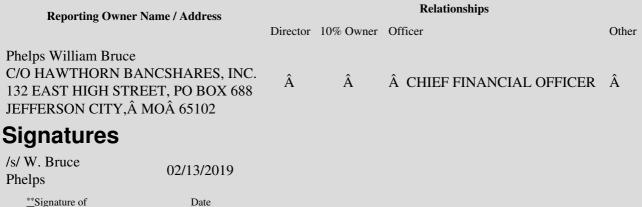
SEC 2270 (9-02)

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Number Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		7. Tit Amou Unde Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. of D S G O E I S F i (I
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**



<u>Signature of</u> Reporting Person

## **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, 2018 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.