

HAWTHORN BANCSHARES, INC.

Form SC 13G/A

February 01, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Hawthorn Bancshares, Inc.

(Name of Issuer)

Common Stock, par value \$1.00 per share

(Title of Class of Securities)

420476103

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP
420476103
No.

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Ategra
Community
Financial
Institution
Fund, L.P.

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING

POWER

0

6. SHARED
VOTING
POWER

309,207

7. SOLE
DISPOSITIVE
POWER

0

8. SHARED
DISPOSITIVE
POWER

309,207

9. AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

309,207

10. CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

11. PERCENT
OF CLASS
REPRESENTED
BY
AMOUNT
IN ROW (9)

5.68%

12. TYPE OF
REPORTING
PERSON
(SEE
INSTRUCTIONS)
PN

CUSIP
420476103
No.

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Ategra GP,
LLC

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING
POWER

0

SHARED
6. VOTING
POWER

309,207

SOLE
7. DISPOSITIVE
POWER

0

SHARED
8. DISPOSITIVE
POWER

309,207

AGGREGATE
AMOUNT
9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

309,207

CHECK
BOX IF
THE
AGGREGATE
AMOUNT
10. IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

PERCENT
OF CLASS
11. REPRESENTED
BY
AMOUNT
IN ROW (9)

5.68%

TYPE OF
REPORTING
PERSON
12. (SEE
INSTRUCTIONS)
OO

CUSIP
420476103
No.

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Ategra
Capital
Management,
LLC

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

- NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING
POWER

0

6. SHARED
VOTING
POWER

309,207

7. SOLE
DISPOSITIVE
POWER

0

8. SHARED
DISPOSITIVE
POWER

309,207

9. AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

309,207

10. CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

11. PERCENT
OF CLASS
REPRESENTED
BY
AMOUNT
IN ROW (9)

5.68%

12. TYPE OF
REPORTING
PERSON
(SEE
INSTRUCTIONS)
IA, OO

CUSIP
No. 420476103

1. NAME OF REPORTING PERSONS
I.R.S.
IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Jonathan Holtaway

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

648

6. SHARED VOTING POWER

309,207

SOLE

7. DISPOSITIVE
POWER

648

SHARED

8. DISPOSITIVE
POWER

309,207

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

309,855

CHECK BOX IF
THE
AGGREGATE
AMOUNT IN

10. ROW (9)
EXCLUDES
CERTAIN
SHARES (SEE
INSTRUCTIONS)

PERCENT OF
CLASS

11. REPRESENTED
BY AMOUNT IN
ROW (9)

5.69%

TYPE OF
REPORTING

12. PERSON (SEE
INSTRUCTIONS)
IN, HC

CUSIP No. 420476103

Item 1. (a).Name of Issuer:

Hawthorn Bancshares, Inc.

(b). Address of issuer's principal executive offices:

132 East High Street, Box 688
Jefferson City, Missouri 65102

Item 2. (a).Name of person filing:

Ategra Community Financial Institution Fund, L.P.
Ategra GP, LLC
Ategra Capital Management, LLC
Jonathan Holtaway

(b). Address or principal business office or, if none, residence:

Ategra Community Financial Institution Fund, L.P.
8229 Boone Blvd., Suite 305
Vienna, VA 22182

Ategra GP, LLC
8229 Boone Blvd., Suite 305
Vienna, VA 22182

Ategra Capital Management, LLC
8229 Boone Blvd., Suite 305
Vienna, VA 22182

Jonathan Holtaway
c/o Ategra Capital Management, LLC
8229 Boone Blvd., Suite 305
Vienna, VA 22182

(c).Citizenship:

Ategra Community Financial Institution Fund, L.P. – Delaware
Ategra GP, LLC – Delaware
Ategra Capital Management, LLC – Delaware
Jonathan Holtaway - United States of America

(d). Title of class of securities:

Common Stock, par value \$1.00 per share

(e).CUSIP No.:

420476103

Item 3. If This Statement is filed pursuant to §§.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
 - (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the
 - (i) Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
 - (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:
-

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Ategra Community Financial Institution Fund, L.P. – 309,207
Ategra GP, LLC – 309,207
Ategra Capital Management, LLC – 309,207
Jonathan Holtaway - 309,855

(b) Percent of class:

Ategra Community Financial Institution Fund, L.P. – 5.68%
Ategra GP, LLC – 5.68%
Ategra Capital Management, LLC – 5.68%
Jonathan Holtaway - 5.69%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

Ategra Community Financial Institution Fund, L.P. – 0
Ategra GP, LLC – 0
Ategra Capital Management, LLC – 0
Jonathan Holtaway - 648

(ii) Shared power to vote or to direct the vote

Ategra Community Financial Institution Fund, L.P. – 309,207
Ategra GP, LLC – 309,207
Ategra Capital Management, LLC – 309,207
Jonathan Holtaway - 309,207

(iii) Sole power to dispose or to direct the disposition of

Ategra Community Financial Institution Fund, L.P. – 0
Ategra GP, LLC – 0
Ategra Capital Management, LLC – 0
Jonathan Holtaway - 648

(iv) Shared power to dispose or to direct the disposition of

Ategra Community Financial Institution Fund, L.P. – 309,207
Ategra GP, LLC – 309,207
Ategra Capital Management, LLC – 309,207
Jonathan Holtaway - 309,207

N/A

Item
10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.
