

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Hawks Carney</u> _____ (Last) (First) (Middle) 600 LEXINGTON AVENUE, 9TH FLOOR _____ (Street) NEW YORK NY 10022 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Hawks Acquisition Corp [HWKZ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 04/12/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	04/12/2023		C		5,482,000 ⁽¹⁾	A	(1)	5,482,000	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Class B Common Stock	(1)	04/12/2023		C			5,482,000	(1)	(1)	Class A Common Stock	5,482,000	(1)	0	I	See footnote ⁽²⁾

1. Name and Address of Reporting Person *

Hawks Carney

(Last) (First) (Middle)

600 LEXINGTON AVENUE, 9TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

Hawks Sponsor LLC

(Last) (First) (Middle)

600 LEXINGTON AVENUE, 9TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Hawks Acquisition Founders Co LLC](#)

(Last) (First) (Middle)

600 LEXINGTON AVENUE, 9TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[JC Hawks & Co LLC](#)

(Last) (First) (Middle)

600 LEXINGTON AVENUE, 9TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

Explanation of Responses:

1. On April 12, 2023, the Reporting Person converted its shares of Class B common stock, par value \$0.0001 per share, into shares of Class A common stock, par value \$0.0001 per share, pursuant to the terms of the Class B common stock as described in the heading "Description of Securities" in the Issuer's Registration Statement on Form S-1 (File No. 333-258264).

2. J. Carney Hawks is the managing member of JC Hawks & Co LLC, which is the managing member of Hawks Acquisition Founders Company LLC, which is the managing member of Hawks Sponsor LLC. The shares beneficially owned by Hawks Sponsor LLC may also be deemed to be beneficially owned by Mr. Hawks, JC Hawks & Co LLC, and Hawks Acquisition Founders Company LLC.

Remarks:

Chief Executive Officer and Chairman of the Board of Directors

[/s/ See Signatures Included in Exhibit 99.1](#)

[04/14/2023](#)

** 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.

This statement on Form 4 is filed jointly by each of the undersigned. The principal business address of each of these reporting persons is 600 Lexington Avenue, 9th Floor, New York, NY 10022.

Name of Designated Filer: J. Carney Hawks

Date of Event Requiring Statement: April 12, 2023

Issuer Name: Hawks Acquisition Corp (HWKZ)

/s/ J. Carney Hawks
J. Carney Hawks

Hawks Sponsor LLC

By: Hawks Acquisition Founders Company, its Managing Member

By: JC Hawks & Co LLC, its Managing Member

By: /s/ J. Carney Hawks
Name: J. Carney Hawks
Title: Managing Member

Hawks Acquisition Founders Company

By: JC Hawks & Co LLC, its Managing Member

By: /s/ J. Carney Hawks
Name: J. Carney Hawks
Title: Managing Member

JC Hawks & Co LLC

By: /s/ J. Carney Hawks
Name: J. Carney Hawks
Title: Managing Member
