UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Lockie Joan B Form 3

April 18, 2013

FORM 3

. •	Washington, D.C. 20549			OMB Number:	3235-0104				
INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES						Expires:	January 31, 2005		
		on 17(a) of	t to Section 16(a) of the the Public Utility Holdi 0(h) of the Investment C	Securities I ng Compan	y Act of 1935		Estimated a burden hou response n		
(Print or Type R	esponses)	5	o(ii) of the investment c	company 7					
 Name and Address of Reporting Person <u>*</u> Â Lockie Joan B 			Statement (Month/Day/Year)	^g 3. Issuer Name and Ticker or Trading Symbol BLACKHAWK NETWORK HOLDINGS, INC [HAWK]					
(Last)	(First)	(Middle)	04/18/2013	4. Relationship of Reporting 5. If A			Amendment, Date Original Month/Day/Year)		
C/O BLACKHAWK NETWORK HOLDINGS INC., 6220 STONERIDGE MALL ROAD (Street) PLEASANTON, CA 94588				(Check all applicable)		Owner	Individual or Joint/Group		
				Chief Accounting Officer _X_ Pers			ng(Check Applicable Line) Form filed by One Reporting on Form filed by More than One orting Person		
(City)	(State)	(Zip)	Table I - N	Non-Deriva	rivative Securities Beneficially Owned				
1.Title of Secur (Instr. 4)	ity		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Ownership (Instr. 5)	f Indirect Benefi	icial	
Reminder: Repo owned directly			ach class of securities benefic	ially	SEC 1473 (7-02))			
	inforn requir	nation conta red to respo	pond to the collection of ained in this form are not ond unless the form displ MB control number.	:					

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Derivative Security	Security: Direct (D)	

OMB APPROVAL

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	(1)	08/23/2018	Class B Common Stock	10,000	\$ 20.77	D	Â
Stock Option (Right to Buy)	(2)	03/26/2020	Class B Common Stock	20,000	\$ 20	D	Â
Stock Appreciation Rights	(<u>3)</u>	05/14/2019	Class B Common Stock	12,500	\$ 18.49	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Lockie Joan B C/O BLACKHAWK NETWORK HOLDINGS INC. 6220 STONERIDGE MALL ROAD PLEASANTON, CA 94588	Â	Â	Chief Accounting Officer	Â	
Signatures					
/s/ Marcia Peterson, as Attorney-in-Fact for Joan Lockie	04/18/2	.013			

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

The shares vest pursuant to the following schedule: Twenty Percent (20%) of the shares subject to the option vest on each of the first, (1) second, third, fourth and fifth anniversary of August 8, 2011, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

Date

The shares vest pursuant to the following schedule: Twenty-Five Percent (25%) of the shares subject to the option vest on each of the(2) first, second, third, and fourth anniversary of March 26, 2013, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

The shares vest pursuant to the following schedule: Twenty Percent (20%) of the shares subject to the option vest on each of the first,(3) second, third, fourth and fifth anniversary of March 14, 2012, subject to the Reporting Person's continued employment or service relationship with the Issuer on each such vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space 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.