SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q

Quarterly Report under Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the Quarterly Period Ended March 31, 1999   Commission file number 0-18761

HANSEN NATURAL CORPORATION
(Exact name of Registrant as specified in its charter)

Delaware 39-1679918
(State or other jurisdiction of (I.R.S. Employer
incorporation or organization Identification No.)

2380 Railroad Street, Suite 101,
Corona, California 91720
(Address of principal executive offices) (Zip Code)

(909) 739 - 6200
Registrant's telephone number, including area code:

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

The registrant had 9,938,414 shares of common stock
outstanding as of April 30, 1999

HANSEN NATURAL CORPORATION AND SUBSIDIARIES
March 31, 1999

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HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
MARCH 31, 1999 AND DECEMBER 31, 1998 (Unaudited)

	March 31, 1999	December 31, 1998
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 2,076,543	$ 3,806,089
Accounts receivable (net of allowance for doubtful accounts, sales returns and cash discounts of $403,487 in 1999 and $378,641 in 1998 and promotional allowances of $1,846,228 in 1999 and $1,608,123 in 1998)	3,156,781	1,827,544
Inventories, net	5,405,772	5,211,077
Prepaid expenses and other current assets	341,551	244,318
	10,980,647	11,089,028
PROPERTY AND EQUIPMENT, net	640,567	601,523
INTANGIBLE AND OTHER ASSETS:		
Trademark license and trademarks (net of accumulated amortization of $2,761,610 in 1999 and $2,687,462 in 1998)	9,929,269	10,003,417
Note receivable from director	10,587	20,861
Deposits and other assets	313,462	211,903
	10,253,318	10,236,181
	$ 21,874,532	$ 21,926,732
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	$ 3,755,346	$ 1,870,253
Accrued liabilities	328,291	403,864
Accrued compensation	181,404	476,001
Current portion of long-term debt	1,111,525	2,072,818
Income taxes payable	200,310	1,269,185
	5,576,876	6,092,121
LONG-TERM DEBT, less current portion	693,684	1,334,967
DEFERRED INCOME TAX LIABILITY	707,836	557,461
SHAREHOLDERS' EQUITY:		
Common stock - $.005 par value; 30,000,000 shares authorized; 9,938,414 and 9,911,905 shares issued and outstanding in 1999 and 1998, respectively	49,692	49,560
Additional paid-in capital	11,228,333	11,207,765
Retained earnings	3,618,111	2,684,858
Total shareholders' equity	14,896,136	13,942,183
	$ 21,874,532	$ 21,926,732

HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME
FOR THE THREE-MONTHS ENDED MARCH 31, 1999 AND 1998 (Unaudited)

	1999	1998
NET SALES	$ 15,229,104	$ 11,264,856
COST OF SALES	7,821,425	5,613,428
GROSS PROFIT	7,407,679	5,651,428
OPERATING EXPENSES:		
Selling, general and administrative	5,771,247	4,278,486
Amortization of trademark license and trademarks	74,148	73,800
Other expenses	15,000	15,000
Total operating expenses	5,860,395	4,367,286
OPERATING INCOME	1,547,284	1,284,142
NONOPERATING EXPENSE (INCOME):		
Interest and financing expense	63,031	109,936
Interest income	(26,159)	(1,103)
Net nonoperating expense	36,872	108,833
INCOME BEFORE PROVISION FOR INCOME TAXES	1,510,412	1,175,309
PROVISION FOR INCOME TAXES	601,500	470,123
NET INCOME	$ 908,912	$ 705,186
NET INCOME PER COMMON SHARE:		
Basic	$ 0.09	$ 0.08
Diluted	$ 0.09	$ 0.07
NUMBER OF COMMON SHARES USED IN PER SHARE COMPUTATIONS:		
Basic	9,924,933	9,130,869
Diluted	10,521,733	9,740,264

HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE-MONTHS ENDED MARCH 31, 1999 AND 1998 (Unaudited)

	1999	1998
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 908,912	$ 705,186
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization of trademark license and trademarks	74,148	73,800
Depreciation and other amortization	64,226	76,466
Compensation expense related to issuance of stock options	24,341	
Deferred income taxes	150,375	
Effect on cash of changes in operating assets and liabilities:		
Accounts receivable	(1,329,237)	(663,137)
Inventories	(194,695)	423,161
Prepaid expenses and other current assets	(97,233)	37,735
Accounts payable	1,885,093	(438,580)
Accrued liabilities	(75,573)	(127,150)

Accrued compensation	(294,597)	(70,989)
Income taxes payable	(1,068,875)	458,790
Net cash provided by operating activities	46,885	475,282
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(103,270)	(264,441)
Increase in trademark license and trademarks		(17,233)
Decrease in note receivable from director	10,274	10,872
Increase in deposits and other assets	(101,559)	(7,784)
Net cash used in investing activities	(194,555)	(278,586)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Principal payments on long-term debt	(1,602,576)	(126,008)
Issuance of common stock	20,700	
Net cash used in financing activities	(1,581,876)	(126,008)
NET (DECREASE) INCREASE IN CASH	(1,729,546)	70,688
CASH, beginning of period	3,806,089	395,231
CASH, end of period	$ 2,076,543	$ 465,919
SUPPLEMENTAL INFORMATION Cash paid during the year for:		
Interest	$ 75,252	$ 96,544
Income taxes	$ 1,520,000	$ 2,400

NONCASH TRANSACTIONS:

During the three-month period ended March 31, 1999, the Company issued 11,509 shares of common stock to employees in connection with a net exercise of options to purchase 15,800 shares of common stock.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTHS ENDED MARCH 31, 1999 AND YEAR ENDED DECEMBER 31, 1998

1. BASIS OF PRESENTATION

Reference is made to the Notes to Consolidated Financial Statements, in the Company's Form 10-K for the year ended December 31, 1998, which is incorporated by reference, for a summary of significant policies utilized by Hansen Natural Corporation ("Hansen" or "Company") and its wholly-owned subsidiaries, Hansen Beverage Company ("HBC") and CVI Ventures, Inc. The information set forth in these interim financial statements is unaudited and may be subject to normal year-end adjustments. The information reflects all adjustments, which include only normal recurring adjustments, which in the opinion of management are necessary to make the financial statements not misleading. Results of operations covered by this report may not necessarily be indicative of results of operations for the full fiscal year.

2. INVENTORIES

Inventories consist of the following at:

	March 31, 1999	December 31, 1998
Raw materials	$ 2,520,686	$ 1,815,040
Finished goods	3,155,646	3,664,270
	5,676,332	5,479,310
Less inventory reserve	(270,560)	(268,233)
	$ 5,405,772	$ 5,211,077

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

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General

During the three-months ended March 31, 1999 the Company continued to make progress towards achieving its goal of expanding both the Hansen's(R) brand product range and distribution of such products into new markets outside of California. Sales of the Company's functional drinks continued to exhibit strength and good repeat purchase by consumers. During the period concerned, the Company introduced its new line of premium Hansen's(R) Signature Sodas. Higher than expected sales of Signature Sodas during the period bodes well for the future prospects for this new line. In addition, Southland Corporation, which operates and/or franchises more than 5,000 7-11 stores throughout the United States and Canada, has authorized its 7-11 stores to sell the Hansen's(R) Signature Soda line.

During the period concerned, the Company participated in an aggressive sampling program in club stores, which resulted in increased marketing and promotional expenses.

The redesign of the graphics for the Company's Natural Sodas and Smoothie products in cans is progressing and should be completed during the second quarter of 1999. The Company anticipates introducing its new line of premium functional Smoothies in cans during the second quarter of 1999 and in bottles later in the year.

The increase in net sales and profitability in the first quarter of 1999 was primarily attributable to the Signature Soda line which was introduced during January 1999, the Company's Healthy Start(TM) juice line and apple juice blends, as well as increased sales of the Company's energy and other functional drinks in 8.2 oz. slim cans as compared to the comparable period in 1998. Sales of Natural Sodas and Smoothies in cans and bottles were also higher in the period concerned as compared to the comparable period in 1998. The increase in net sales was partially offset by decreased sales principally of apple juice and teas, lemonades and juice cocktails.

The Company continues to incur expenditures in connection with the development and introduction of new products and flavors.

Results of Operations for the Three-months Ended March 31, 1999 Compared to the Three-months Ended March 31, 1998

Net Sales. For the three-months ended March 31, 1999, net sales were approximately $15.2 million, an increase of $4.0 million or 35.2% higher than the $11.2 million net sales for the three-months ended March 31, 1998. The increase in net sales was primarily attributable to sales of the Company's new Signature Soda line, which was introduced in the first quarter of 1999, the Healthy Start(TM) juice line, which was introduced during the second quarter of 1998, power, which was introduced in the fourth quarter of 1998, the Company's apple juice blends, which were introduced in the second quarter of 1998, and increased sales of the Company's energy and other functional drinks in 8.2 oz. slim cans, Smoothies in cans and bottles, and Natural Sodas in cans. The increase in net sales was partially offset by decreased sales principally of apple juice and teas, lemonades and juice cocktails.

Gross Profit. Gross profit was $7.4 million for the three-months ended March 31, 1999, an increase of $1.8 million or 31.1% higher than the $5.7 million gross profit for the three-months ended March 31, 1998. Gross profit as a percentage of net sales decreased to 48.6% for the three-months ended March 31, 1999 from 50.2% for the three-months ended March 31, 1998. The increase in gross profit was primarily attributable to increased net sales. The decrease in gross profit as a percentage of net sales was primarily attributable to lower margins achieved as a result of a change in the Company's product mix.

Total Operating Expenses. Total operating expenses were $5.9 million for the three-months ended March 31, 1999, an increase of $1.5 million or 34.2% higher than total operating expenses of $4.4 million for the three-months ended March 31, 1998. Total operating expenses as a percentage of net sales were 38.5%

for the three-months ended March 31, 1999 which was comparable to operating expenses as a percentage of net sales of 38.8% for the three-months ended March 31, 1998. The increase in total operating expenses was primarily attributable to increased selling, general and administrative expenses.

Selling, general and administrative expenses were $5.8 million for the three-months ended March 31, 1999, an increase of $1.5 million or 34.9% higher than selling, general and administrative expenses of $4.3 million for the three-months ended March 31, 1998. Selling, general and administrative expenses as a percentage of net sales was 37.9% for the three-months ended March 31, 1999 which was comparable to selling, general and administrative expenses as a percentage of net sales of 38.0% for the three-months ended March 31, 1998. The increase in selling expenses was primarily attributable to increases in distribution expenses in connection with sales made in areas outside California, promotional allowances and materials, and expenditures for sampling and product demonstrations primarily in connection with the introduction of new products. The costs that were incurred by the Company in sampling the Healthy Start(TM) juice line in club stores during its introductory phase were unusually high. The increase in general and administrative expenses was primarily attributable to increased payroll and other costs in connection with the Company's expansion activities into additional states and operating activities to support the increase in net sales.

Operating Income. Operating income was $1.5 million for the three-months ended March 31, 1999, an increase of $263,000 or 20.5% higher than operating income of $1.3 million for the three-months ended March 31, 1998. Operating income as a percentage of net sales decreased to 10.2% for the three-months ended March 31, 1999 from 11.4% in the comparable period in 1998. The increase in operating income was attributable to a $1.8 million increase in gross profit which was offset by an increase of $1.5 million in operating expenses. The decrease in operating income as a percentage of net sales was primarily attributable to a decrease in gross profit as a percentage of net sales.

Net Nonoperating Expense. Net nonoperating expense was $37,000 for the three-months ended March 31, 1999, a decrease of $72,000 or 66.1% lower than net nonoperating expense of $109,000 for the three-months ended March 31, 1998. Net nonoperating expense consists of interest and financing expense, and interest income. Interest and financing expense for the three-months ended March 31, 1999 was $63,000 as compared to interest and financing expense of $110,000 for the three-months ended March 31, 1998. The decrease in interest and financing expense was primarily attributable to lower interest expense incurred on the Company's long-term debt (including current portion of long-term debt), which was substantially lower than the average outstanding long-term debt during the comparable period in 1998 and also due to the fact that no financing expenses were incurred during 1999. Interest income for the three-months ended March 31, 1999 was $26,000 as compared to $1,000 for the three-months ended March 31, 1998. The increase in interest income was primarily attributable to increased cash invested in interest-bearing securities during the period.

Provision for Income Taxes. Provision for income taxes for the three-months ended March 31, 1999 was $602,000 as compared to provision for income taxes of $470,000 for the comparable period in 1998. The $131,000 increase in provision for income taxes was primarily attributable to increased operating income and decreased net nonoperating expense.

Net Income. Net income was $909,000 for the three-months ended March 31, 1999, an increase of $204,000 or 28.9% higher than net income of $705,000 for the three-months ended March 31, 1998. The increase in net income was attributable to an increase in operating income of $263,000 and a decrease in nonoperating expense of $72,000 that was offset by an increase in the provision for income taxes of $131,000.

Liquidity and Capital Resources

As of March 31, 1999, the Company had working capital of $5,404,000 compared to working capital of $4,997,000 as of December 31, 1998. The increase in working capital was primarily attributable to net income earned after adjustments for certain noncash expenses, primarily amortization of trademark license and trademarks, depreciation and other amortization, and deferred income taxes. The increase in working capital was partially offset by repayments made in reduction of HBC's term loan and increases in noncurrent assets.

Net cash provided by operating activities decreased to $47,000 for the three-months ended March 31, 1999 as compared to net cash provided by operating activities of $475,000 for the comparable period in 1998. The decrease in net cash provided by operating activities was primarily attributable to an increase in net cash used in connection with operating assets and liabilities including the acquisition of increased inventories, increases in accounts receivable and the payment of income taxes. During the three-months ended March 31, 1999, a portion of the Company's cash reserves was also used for the acquisition of property and equipment, and to reduce long-term debt. The acquisition of increased inventories and increases in accounts receivable, acquisition of property and equipment and repayment of the Company's long-term debt, as well as HBC's acquisition and development plans are, and for the foreseeable future, are expected to remain HBC's principle recurring use of cash and working capital funds.

Net cash used in investing activities decreased to $195,000 for the three-months ended March 31, 1999 as compared to net cash used in investing activities of $279,000 for the comparable period in 1998. The decrease in net cash used in investing activities was primarily attributable to decreased purchases of property and equipment and no expenditure was incurred in connection with trademark license and trademarks. The decrease in cash used was partially offset by increases in deposits and other assets which include certain graphic design expenses which are amortized over a number of years. Although the Company has no current plans to incur any material capital expenditures, management, from time to time, considers the acquisition of capital equipment, particularly coolers, merchandise display racks, vans and promotional vehicles, and businesses compatible with the image of the Hansen's(R) brand as well as the development and introduction of new product lines. The Company may require additional capital resources in the event of any such transaction, depending upon the cash requirements relating thereto. Any such transaction will also be subject to the terms and restrictions of HBC's credit facilities.

Net cash used in financing activities increased to $1,582,000 for the three-months ended March 31, 1999 as compared to net cash used in financing activities of $126,000 for the comparable period in 1998. The increase in net cash used in financing activities was primarily attributable to increased principal payments made in reduction of HBC's term loan. Such increase was partially offset by cash received by the Company from the issuance of its common stock.

As of March 31, 1999, approximately $1,799,000 was outstanding under the term loan.

HBC's revolving line of credit has been renewed by its bank until May 1, 2000. The effective borrowing rate under the revolving line of credit is prime plus 1/4%. HBC anticipates that the revolving line of credit will be renewed when it expires on May 1, 2000; however, there can be no assurance that it will in fact be renewed or, if renewed, that the terms of such renewal will not be disadvantageous to HBC and its business.

Management believes that cash generated from operations and the Company's cash resources and amounts available under HBC's revolving line of credit, will be sufficient to meet its operating cash requirements in the foreseeable future, including purchase commitments for raw materials, debt servicing, expansion and development needs as well as any purchases of capital assets or equipment.

Year 2000 Compliance

Many currently installed computer systems and software products are coded to accept only two digit entries in the date code field. These date code fields will need to accept four digit entries or be modified in some fashion to distinguish twenty-first century dates from twentieth century dates. This problem could force computers to either shut-down or provide incorrect data. Incomplete or untimely resolution of Year 2000 issues by the Company, by critically important suppliers, co-packers or customers of the Company could have a material adverse impact on the Company's business, operations or financial condition in the future.

The Company's Year 2000 compliance efforts are ongoing and its overall plan, as well as the consideration of contingency plans, will continue to evolve, as new information becomes available. While the Company anticipates no major interruption of its business activities, this will be dependent in part, upon the ability of third parties to be Year 2000 compliant. Although the Company has implemented the actions described below to address third party issues, it has no direct ability to influence compliance actions by such third parties or to verify their representations that they are Year 2000 compliant. The Company's most significant potential risk is the temporary inability of certain key suppliers to supply raw materials and/or key co-packers to pack some of the Company's products in certain locations and/or certain of the Company's major customers to order and pay on a timely basis, should their systems not be Year 2000 compliant by January 1, 2000.

The Company is in the process of investigating its information technology ("IT") systems as well as its non-information technology ("NIT") systems. Based upon such investigation, the Company believes that the majority of its IT and NIT systems are Year 2000 compliant. However, certain systems such as the communication and voice mail system still require remediation. To date, the expenses incurred by the Company in order to become Year 2000 compliant, including computer software costs, have been approximately $80,000 and the current estimated cost to complete remediation is expected not to exceed $45,000. Such costs, other than software, have been and will continue to be expensed as incurred. Remediation and testing activities are well underway with approximately 85% of the Company's systems already compliant. The Company estimates that it will complete the required remediation, including testing of all of its IT and NIT systems, and be fully compliant, by the end of the third quarter of 1999.

An assessment of Year 2000 compliance issues by third parties with whom the Company has relationships, such as critically important suppliers, co-packers, customers, banking institutions, payroll processors and others is ongoing. The Company has inquired and continues to inquire of such third parties as to their readiness with respect to Year 2000 compliance issues and has to date received indications from certain of them that their systems are compliant or in the process of remediation. The Company will continue to monitor these third parties to determine the possible impact of their non-compliance or otherwise on the business of the Company and the actions the Company can take, if any, in the event of non-compliance by any of these third parties. The Company believes there are multiple vendors of many of the goods and services it receives from its suppliers and thus Year 2000 compliance issue risks with respect to any particular supplier is mitigated by this factor. However, certain flavors and ingredients used by the Company are unique to certain suppliers and the Company does not have and may not be able to secure alternative suppliers therefor or alternatively, alternative suppliers that are able to supply flavors or ingredients of the same or similar quality and/or with the same and similar taste. The Company also is dependent on customers for sales and for cashflow. Interruptions in customers' operations due to Year 2000 issues could result in decreased revenue, increased inventory and cash flow reductions.

Contingency plans for Year 2000 related interruptions will be developed during 1999 where necessary and possible and will include, but not be limited to, the development of emergency back-up and recovery procedures, remediation of existing systems parallel with the installation of new systems, replacing electronic applications with manual processes, identification and securing of alternative suppliers and increasing raw material and finished goods inventory levels and alternative sales strategies. All plans are expected to be completed by the end of 1999.

The Company's plans, which continue to evolve, including estimated costs and dates for completion of Year 2000 remediation, are based in important part on numerous assumptions about future events. Certain of these assumptions, involving key matters such as the availability of certain resources, third party remediation plans and other factors, involve inherent uncertainties or are not within the Company's control. Given the numerous and significant uncertainties involved, there can be no assurance that these estimates will be achieved and therefore, actual results could differ materially. Specific factors that might cause material differences include, but are not limited to, the ability to identify and correct all relevant computer codes and imbedded chips, unanticipated difficulties or delays in the implementation of project plans and the ability of third parties to remediate their respective systems.

European Monetary Union

Within Europe, The European Economic and Monetary Union (the "EMU") introduced a new currency, the euro, on January 1, 1999. The new currency is in response to the EMU's policy of economic convergence to harmonize trade policy, eliminate business costs associated with currency exchange and to promote the free flow of capital, goods and services.

On January 1, 1999, the participating countries adopted the euro as their local currency, initially available for currency trading on currency exchanges and noncash transactions such as banking. The existing local currencies, or legacy currencies, will remain legal tender through January 1, 2002. Beginning on January 1, 2002, euro-denominated bills and coins will be used for cash transactions. For a period of up to six months from this date, both legacy currencies and the euro will be legal tender. On or before July 1, 2002, the participating countries will withdraw all legacy currencies and exclusively use the euro.

The Company's transactions are recorded in U.S. Dollars and the Company does not currently anticipate future transactions being recorded in the euro. Based on the lack of transactions recorded in the euro, the Company does not believe that the euro will have a material effect on the financial position, results of operations or cash flows of the Company. In addition, the Company has not incurred and does not expect to incur any significant costs from the continued implementation of the euro, including any currency risk, which could materially affect the Company's business, financial condition or results of operations.

The Company has not experienced any significant operational disruptions to date and does not currently expect the continued implementation of the euro to cause any significant operational disruptions.

Forward Looking Statements

The Private Security Litigation Reform Act of 1995 (the "Act") provides a safe harbor for forward looking statements made by or on behalf of the Company. The Company and it's representatives may from time to time make written or oral forward looking statements, including statements contained in this report and other filings with the Securities and Exchange Commission and in reports to shareholders and announcements. Certain statements made in this report, including certain statements made in management's discussion and analysis, may constitute forward looking statements (within the meaning of Section 27.A of the Securities Act 1933 as amended and Section 21.E of the Securities Exchange Act of 1934, as amended) regarding the expectations of management with respect to revenues, profitability, adequacy of funds from operations and the Company's existing credit facility, among other things. All statements which address operating performance, events or developments that management expects or anticipates will or may occur in the future including statements related to new products, volume growth, revenues, profitability, adequacy of funds from operations, and/or the Company's existing credit facility, earnings per share growth, statements expressing general optimism about future operating results and non-historical Year 2000 information, are forward looking statements within the meaning of the Act.

Management cautions that these statements are qualified by their terms and/or important factors, many of which are outside the control of the Company that could cause actual results and events to differ materially from the statements made including, but not limited to, the following:

- Company's ability to generate sufficient cash flows to support capital expansion plans and general operating activities;
- Changes in consumer preferences;
- Changes in demand that are weather related, particular in areas outside of California;
- Competitive products and pricing pressures and the Company's ability to

gain or maintain share of sales in the marketplace as a result of actions by competitors;

- The introduction of new products;
- Laws and regulations, and/or any changes therein, including changes in accounting standards, taxation requirements (including tax rate changes, new tax laws and revised tax law interpretations) and environmental laws as well as the Federal Food Drug and Cosmetic Act, the Dietary Supplement Health and Education Act, and regulations made thereunder or in connection therewith, especially those that may affect the way in which the Company's products are marketed as well as laws and regulations or rules made or enforced by the Food and Drug Administration;
- Changes in the cost and availability of raw materials and the ability to maintain favorable supply arrangements and relationships and procure timely and/or adequate production of all or any of the Company's products;
- The Company's ability to achieve earnings forecasts, which may be based on projected volumes and sales of many product types and/or new products, certain of which are more profitable than others. There can be no assurance that the Company will achieve projected levels or mixes of product sales;

- The Company's ability to penetrate new markets;
- The marketing efforts of distributors of the Company's products, most of which distribute products that are competitive with the products of the Company;
- Unilateral decisions by distributors, grocery chains, specialty chain stores, club stores and other customers to discontinue carrying all or any of the Company's products that they are carrying at any time;
- The terms and/or availability of the Company's credit facilities and the actions of it's creditors;
- The effectiveness of the Company's advertising, marketing and promotional programs;
- Adverse weather conditions, which could reduce demand for the Company's products;
- The Company's customers', co-packers' and suppliers' ability to replace, modify or upgrade computer programs in ways that adequately address Year 2000 issues; and
- The Company's project plans, which continue to evolve, including estimated costs and dates for completion of Year 2000 remediation, are based in important part on numerous assumptions about future events. Certain of these assumptions, involving key matters such as the availability of certain resources, third party remediation plans and other factors, involve inherent uncertainties or are not within the Company's control. Given the numerous and significant uncertainties involved, there can be no assurance that these estimates will be achieved and actual results could differ materially. Specific factors that might cause material differences include, but are not limited to, the inability to identify and correct all relevant computer codes and imbedded chips, unanticipated difficulties or delays in the implementation of project plans and the ability of third parties to remediate their respective systems.

The foregoing list of important factors is not exhaustive.

Inflation

The Company does not believe that inflation has a significant impact on the Company's results of operations for the periods presented.

PART II - OTHER INFORMATION

Items 1 - 5. Not Applicable

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits - See Exhibit Index

(b) Reports on Form 8-K - None

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

HANSEN NATURAL CORPORATION
Registrant

Date: May 10, 1999 /s/ Rodney C. Sacks
Chairman of the Board
and Chief Executive Officer

Date: May 10, 1999 /s/ Hilton H. Schlosberg
Vice Chairman of the Board,
President, Chief Operating Officer,
Chief Financial Officer and Secretary

WARNING: THE EDGAR SYSTEM ENCOUNTERED ERROR(S) WHILE PROCESSING THIS SCHEDULE.

EXHIBIT INDEX

Exhibit 27 Financial Data Schedule

<ARTICLE>	5

<LEGEND>
THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE CONSOLIDATED BALANCE SHEETS AND CONSOLIDATED STATEMENTS OF INCOME FOUND ON PAGES 3 AND 4 OF THE COMPANY'S FORM 10Q FOR THE YEAR, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS
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