FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

| | PROVAL |
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| | 3235-0287 |
| | e burden |
| | se: 0.5 |
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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

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|--|---|------------------------------|---|------------|---|---|---------------------------|--|------------------|---|------------------------|--|------------------------------------|--|---------------------|---|---|-------|--|
| | | f Reporting Person* HILTON H | | | 2. <u>H</u> | Issue IAN | r Name an SEN N | d Tick | er or Tra | ding CO | Symbol RP [HA | NS] | | Relationship o heck all applica X Director | able) | ing Perso | , | ssuer | |
| | st) (First) (Middle) D HANSEN NATURAL CORP 10 RAILROAD ST | | | | 1: | 3. Date of Earliest Transaction (Month/Day/Year) 11/11/2005 | | | | | | | | X Officer (give title Other (specify below) Vice Chairman and President | | | | | |
| (Street) | A C | ZA | 92882 | | — 4. | If Am | endment, [| Date o | f Origina | l Filed | l (Month/Da | ıy/Year) | 6. Lir | X Form fil | led by O | ne Repo | (Check A rting Pers One Rep | son | |
| (City) | (\$ | State) | (Zip) | | | | | | | | | | | Person | | | | Ü | |
| | | Та | ble I - No | n-Der | rivati | ve S | ecurities | s Ac | quired | , Dis | sposed o | f, or Be | neficial | ly Owned | | | | | |
| , , , , , , , , , , , , , , , , , , , | | Date | ransaction e nth/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Dis | | | | i (A) or : 3, 4 and | and Securities Beneficially Owned Following Reported | | 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 | Transaction (Instr. 3 and | n(s) i 4) | | | | |
| Common Stock | | | | | | | | | | | | | 2,783,3 | 2,783,334 ⁽⁷⁾ | | | By Brandon Limited Partnership No. 2 ⁽¹⁾ | | |
| Common | Stock | | | | | | | | | | | | | 912,194(8) | | Ι |) | | |
| Common Stock | | | | | | | | | | | | | 326,73 | 3 0 ⁽⁹⁾ | I | | By Brandon Limited Partnership No. 1 ⁽¹⁾ | | |
| | | | Table II - | | | | | | | | | | | Owned | | | | | |
| L. Title of Derivative Security Instr. 3) | ative Conversion Date rity or Exercise (Month/Day/Ye | | 3A. Deemee Execution I if any (Month/Day | d Date, | 4. Transa | saction Derivative E | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) Benefi Owned Follow Repor | | ities Form: icially Direct (D or Indire ving (I) (Instr. | | Beneficia Ownersh ect (Instr. 4) | | | |
| | | | | | Code | | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amount or Number of Share | s | Transa (Instr. 4 | ction(s) 1) | | | |
| Employee Stock Option (right to ouy) | \$2.125 | | | | | | | | (2) | | 02/02/2009 | Common Stock | 200,00 | 0 | 200 | ,000 | D | | |
| Common Stock | \$1.785 | | | | | | | | (3) | | 07/12/2012 | Common Stock | 300,00 | 0 | 160 | ,000 | D | | |
| Employee Stock Option (right to ouy) | \$2.1 | | | | | | | | (4) | | 05/28/2013 | Common Stock | 300,00 | 0 | 300 | ,000 | D | | |
| Employee Stock Option (right to ouy) | \$26.25 | | | | | | | | (5) | | 03/23/2015 | Common Stock | 300,00 | 0 | 300 | ,000 | D | | |
| Employee Stock Option (right to ouy) | \$67.48 | 11/11/2005 | | | A | | 150,000 | | (6) | | 11/11/2015 | Common Stock | 150,00 | 0 \$0 | 150 | ,000 | D | | |
| vnlanatio | n of Respon | COC: | | | | | | | | | | | | | | | | | |

- 1. The reporting person is one of the general partners of each Brandon Limited Partnership No. 1 and Brandon Limited Partnership No. 2.
- $2. \ Immediately. \ These \ options \ were \ adjusted \ to \ reflect \ the \ stock \ split \ on \ August \ 8, \ 2005.$
- 3. The options are currently vested with respect to 80,000 shares. The remaining options vest on July 12, 2006. These options were adjusted to reflect the stock split on August 8, 2005.
- 4. The options are currently vested with respect to 120,000 shares. The remaining options vest in three equal installments on January 1, 2006, 2007 and 2008. These options were adjusted to reflect the stock split on August 8, 2005.
- 5. Granted March 23, 2005 pursuant to the Company's 2001 Stock Option Plan (which is a Rule 16b-3(d)(1) plan). The options vest in five equal installments on March 23, 2006, 2007, 2008, 2009 and 2010. These options were adjusted to reflect the stock split on August 8, 2005.

6. Granted November 11, 2005 pursuant to the Company's 2001 Stock Option Plan (which is a Rule 16b-3(d)(1) plan). The options vest in five equal installments on November 11, 2006, 2007, 2008, 2009 and 2010

- 7. On August 8, 2005, the common stock of Hansen Natural Corporation split 2 for 1, resulting in the reporting person's acquisition of 1,391,667 additional shares of common stock.
- 8. On August 8, 2005, the common stock of Hansen Natural Corporation split 2 for 1, resulting in the reporting person's acquisition of 456,097 additional shares of common stock.
- 9. On August 8, 2005, the common stock of Hansen Natural Corporation split 2 for 1, resulting in the reporting person's acquisition of 163,365 additional shares of common stock.

Hilton H. Schlosberg 11/15/2005

** 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.