

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 JUNE 30, 1996 COMMISSION FILE NUMBER 0-18761

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

DELAWARE
(State or other jurisdiction of
incorporation or organization)

39-1679918
(I.R.S. Employer
Identification No.)

2401 EAST KATELLA AVENUE, SUITE 650
ANAHEIM, CALIFORNIA
(Address of principal executive offices)

92806
(Zip code)

(714) 634-4200
(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 9,122,868 SHARES OF COMMON STOCK
OUTSTANDING AS OF AUGUST 1, 1996

HANSEN NATURAL CORPORATION AND SUBSIDIARIES
JUNE 30, 1996

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and December 31, 1995

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HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS (UNAUDITED)

	JUNE 30, 1996	DECEMBER 31, 1995
	-----	-----
ASSETS		
CURRENT ASSETS:		
Cash	\$ 68,964	\$ 87,916
Accounts receivable (net of allowance for doubtful accounts, sales returns and cash discounts of \$123,557 in 1996 and \$422,831 in 1995 and promotional allowances of \$953,125 in 1996 and \$782,034 in 1995)	2,501,398	1,729,155
Inventories	3,290,444	3,120,519
Prepaid expenses	324,520	487,507
	-----	-----
Total current assets	6,185,326	5,425,097
PLANT AND EQUIPMENT, net	709,905	784,884
INTANGIBLE AND OTHER ASSETS:		
Trademark license and trademarks (net of accumulated amortization of \$1,943,014 in 1996 and \$1,692,885 in 1995)	10,567,769	10,794,052
Notes receivable from officers	73,119	73,883
Deposits and other assets	500,220	443,503
	-----	-----
Total intangible and other assets	11,141,108	11,311,438
	-----	-----
	\$ 18,036,339	\$ 17,521,419
	-----	-----

See accompanying notes to consolidated financial statements.

HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS (UNAUDITED) (CONTINUED)

	JUNE 30, 1996	DECEMBER 31, 1995
	-----	-----
LIABILITIES & SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Short-term borrowings	\$ 1,035,744	\$ 1,474,335
Accounts payable	3,744,349	3,382,765
Accrued liabilities	355,449	155,959
Current portion of long-term debt	9,853	30,782
	-----	-----
Total current liabilities	5,145,395	5,043,841
LONG-TERM DEBT (net of unamortized premium of \$43,214 in 1996 and \$17,875 in 1995)	4,043,214	4,031,663
SHAREHOLDERS' EQUITY:		
Common stock - \$.005 par value; 30,000,000 shares authorized; 9,122,868 shares issued and outstanding in 1996 and 1995	45,614	45,614
Additional paid-in capital	10,847,355	10,847,355
Accumulated deficit	(2,063,396)	(2,483,266)
Foreign currency translation adjustment	18,157	36,212
	-----	-----
Total shareholders' equity	8,847,730	8,445,915
	-----	-----
	\$ 18,036,339	\$ 17,521,419
	-----	-----

See accompanying notes to consolidated financial statements.

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HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	THREE MONTHS ENDED JUNE 30, 1996	THREE MONTHS ENDED JUNE 30, 1995	SIX MONTHS ENDED JUNE 30, 1996	SIX MONTHS ENDED JUNE 30, 1995
	-----	-----	-----	-----
NET SALES	\$ 10,399,155	\$ 9,559,709	\$ 17,769,736	\$ 14,993,406
COST OF SALES	6,252,600	6,071,183	10,860,553	9,327,944
	-----	-----	-----	-----
GROSS PROFIT	4,146,555	3,488,526	6,909,183	5,665,462
OPERATING EXPENSES:				

Selling, general and administrative	3,514,144	3,338,405	6,004,048	5,628,996
Amortization of trademark license and trademarks	124,705	124,284	250,129	248,442
Other expenses	74,290	127,174	148,581	253,548
	-----	-----	-----	-----
Total operating expenses	3,713,139	3,589,863	6,402,758	6,130,986
	-----	-----	-----	-----
OPERATING INCOME (LOSS)	433,416	(101,337)	506,425	(465,524)
NONOPERATING EXPENSE (INCOME):				
Interest and financing expense	159,363	79,770	325,122	180,493
Interest income	(1,518)	(5,190)	(5,884)	(13,539)
Other income (Note 2)	(125,793)		(232,683)	
	-----	-----	-----	-----
Net nonoperating expense	32,052	74,580	86,555	166,954
	-----	-----	-----	-----
NET INCOME (LOSS)	\$ 401,364	\$ (175,917)	\$ 419,870	\$ (632,478)
	-----	-----	-----	-----
NET INCOME (LOSS) PER COMMON SHARE				
Primary	\$ 0.043	\$ (0.019)	\$ 0.046	\$ (0.069)
	-----	-----	-----	-----
Fully diluted	\$ 0.041	\$ (0.019)	\$ 0.043	\$ (0.069)
	-----	-----	-----	-----
NUMBER OF COMMON SHARES USED IN PER SHARE COMPUTATIONS				
Primary	9,406,004	9,122,868	9,185,944	9,122,868
	-----	-----	-----	-----
Fully diluted	9,726,478	9,122,868	9,726,478	9,122,868
	-----	-----	-----	-----

See accompanying notes to consolidated financial statements.

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HANSEN NATURAL CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED JUNE 30, 1996 AND 1995 (UNAUDITED)

	1996	1995
	-----	-----
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income (loss)	\$ 419,870	\$ (632,478)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Amortization of trademark license and trademarks	250,129	248,442
Depreciation and other amortization	94,783	120,623
Loss on sale of equipment	4,730	
Effect on cash of changes in operating assets and liabilities:		
Accounts receivable	(772,243)	(1,579,459)
Inventories	(169,925)	(1,046,522)
Prepaid expenses	162,988	107,898
Accounts payable	361,583	2,457,168
Accrued liabilities	199,490	234,688
	-----	-----
Net cash provided by (used in) operating activities	551,405	(89,640)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of plant and equipment	(67,497)	(134,125)
Proceeds from sale of plant and equipment	68,302	
Increase in trademark license	(23,846)	(53,129)
Decrease in notes receivable from officers	764	13,132
Increase in deposits and other assets	(56,717)	(71,750)

	-----	-----
Net cash used in investing activities	(78,994)	(245,872)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Decrease in short-term borrowings	(438,591)	
Principal payments on long-term debt	(34,717)	
	-----	-----
Net cash used in financing activities	(473,308)	
EFFECT OF EXCHANGE RATE CHANGES ON CASH	(18,055)	(19,022)
	-----	-----
NET DECREASE IN CASH	(18,952)	(354,534)
CASH, beginning of period	87,916	1,091,037
	-----	-----
CASH, end of period	\$ 68,964	\$ 736,503
	-----	-----
SUPPLEMENTAL INFORMATION:		
Cash paid during the period for interest	\$ 224,867	\$ 124,998
	-----	-----
Cash paid during the period for taxes	\$ 2,400	\$ -
	-----	-----

See accompanying notes to consolidated financial statements.

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HANSEN NATURAL CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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, 1995, which is incorporated by reference, for a summary of significant policies utilized by Hansen Natural Corporation ("Hansen" or "Company") and its subsidiaries, Hansen Beverage Company and CVI Ventures, Inc., and its two indirect subsidiaries, Hansen Beverage Company (UK) Limited and Hansen Beverage Company (Services) Limited. 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. OTHER INCOME

In connection with the acquisition of the Hansen business, the Company was assigned a promissory note made by Hawaiian Water Partners in the original principal amount of \$310,027 plus interest thereon and certain additional principal amounts. The note was secured by the proceeds, if any, of a lawsuit. The collectibility of this note was dependent upon the outcome of that lawsuit and consequently the Company fully reserved against this asset. Following a judgment in the lawsuit, a settlement was reached among the plaintiff, defendant and competing claimants to the proceeds from the lawsuit. Under the terms of the settlement, the Company was to receive a total of \$616,000 plus interest. \$480,000 of this amount was received at the end of April 1996. The balance of \$136,000 was paid in August 1996. As of December 31, 1995, the Company had a reserve of \$270,000 against the

note. As a result of the proceeds collected subsequent to December 31, 1995, such reserve was eliminated. The Company recorded other income of \$107,000 and \$126,000 in the first and second quarters of 1996, respectively, net of \$37,000 of attorney's fees incurred in connection with the settlement.

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

GENERAL

Management believes that during the six months ended June 30, 1996, the Company continued to make progress towards achieving its ultimate goal of geographically expanding the Hansen's-Registered Trademark- brand, both nationally and internationally.

During the six months ended June 30, 1996, the expansion of distribution of the Company's products into new markets within the United States contributed positively to the profitability of the Company as compared to the net loss that was incurred by the Company from such activities during the six months ended June 30, 1995.

During the six months ended June 30, 1996, the Company's operations in the United Kingdom and route distribution system in Southern California incurred a net loss of approximately \$127,000 in the aggregate as compared to a net loss from these activities of approximately \$309,000 in the aggregate during the six months ended June 30, 1995.

Net sales and profitability during the six-month period were positively affected by sales of the Company's new Hansen's-Registered Trademark- Fruit Juice Smoothies. Such gains were, however, partially offset by lower sales and gross profits from soda, apple juice and iced 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-MONTH PERIOD ENDED JUNE 30, 1996 COMPARED TO THE THREE-MONTH PERIOD ENDED JUNE 30, 1995

NET SALES. For the three-month period ended June 30, 1996, net sales were approximately \$10.4 million, an increase of \$839,000 or 8.8% over the \$9.6 million net sales for the three-month period ended June 30, 1995. The increase in net sales was primarily attributable to increased sales of Hansen's-Registered Trademark- fruit juice Smoothies in cans, which were introduced at the end of the first quarter of 1995 and sales of Hansen's-Registered Trademark-fruit juice Smoothies in bottles, which were introduced during the first quarter of 1996. The increase in net sales of Hansen's-Registered Trademark-fruit juice Smoothies was partially offset by a decrease in net sales of soda, apple juice and iced teas, lemonades and juice cocktails. Net sales of Smoothies in cans for the three-month period ended June 30, 1996 were 62.2% higher than for the three-month period ended June 30, 1995. This increase was primarily attributable to increased sales to club stores, retail and specialty chain stores and new distribution. Net sales of soda for the three-month period ended June 30, 1996 were 9.3% lower than for the three-month period ended June 30, 1995. This decrease was primarily attributable to aggressive retail pricing and promotions of mainstream sodas. Net sales of apple juice for the three-month period ended June 30, 1996 were 69.7% lower than for the three-month period ended June 30, 1995. This decrease was primarily attributable to operational issues on the part of customers in connection with the transition by the Company from glass bottles to plastic containers to meet changing consumer preferences. Management expects that sales of apple juice will improve after the transition is completed. However, there can be no assurance that such improvement will occur. Net sales of iced teas, lemonades and juice cocktails for the three-month period ended June 30, 1996 were 28.2% lower than for the three-month period ended June 30, 1995. This decrease was primarily attributable to lower sales to retail and specialty chain stores

and a substantial reduction in sales to distributors and customers outside of California. Such decrease was partially offset by increased sales to club stores in California.

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

GROSS PROFIT. Gross profit was \$4.1 million for the three-month period ended June 30, 1996, an increase of \$658,000 or 18.9% over the \$3.5 million gross profit for the three-month period ended June 30, 1995. Gross profit as a percentage of net sales increased to 39.9% for the three-month period ended June 30, 1996 from 36.5% for the three-month period ended June 30, 1995. The increase in gross profit and gross profit as a percentage of net sales was primarily attributable to higher average net sales prices and decreases in the cost of aluminum cans and other raw materials.

TOTAL OPERATING EXPENSES. Total operating expenses were \$3.7 million for the three-month period ended June 30, 1996, an increase of \$123,000 or 3.4% over total operating expenses of \$3.6 million for the three-month period ended June 30, 1995. However, total operating expenses as a percentage of net sales decreased to 35.7% for the three-month period ended June 30, 1996 from 37.6% for the three-month period ended June 30, 1995. The increase in total operating expenses was primarily attributable to increased selling, general and administrative expenses but was partially offset by a decrease in other expenses. The decrease in total operating expenses as a percentage of net sales was primarily attributable to the increase in net sales and the comparatively smaller increase in operating expenses from the comparable period in 1995.

Selling, general and administrative expenses were \$3.5 million for the three-month period ended June 30, 1996, an increase of \$176,000 or 5.3% over selling, general and administrative expenses of \$3.3 million for the three-month period ended June 30, 1995. However, selling, general and administrative expenses as a percentage of net sales decreased to 33.8% for the three-month period ended June 30, 1996 from 34.9% for the three-month period ended June 30, 1995.

Other expenses were \$74,000 for the three-month period ended June 30, 1996, a decrease of \$53,000 or 41.6% below other expenses of \$127,000 for the three-month period ended June 30, 1995. This decrease was primarily attributable to the expiration of certain consulting agreements which were entered into in connection with the purchase of the Hansen Business and the merger between the Company, CVI Ventures, Inc. and Continental Ventures, Inc.

OPERATING INCOME (LOSS). Operating income was \$433,000 for the three-month period ended June 30, 1996 compared to an operating loss of \$101,000 for the three-month period ended June 30, 1995. The \$535,000 increase in operating income was attributable to a \$658,000 increase in gross profit which was partially offset by an increase of \$123,000 in operating expenses.

NET NONOPERATING EXPENSE. Net nonoperating expense of \$32,000 for the three-month period ended June 30, 1996 was \$42,000 lower than for the three-month period ended June 30, 1995. Net nonoperating expense consists of interest and financing expense, interest and other income. Interest and financing expense for the three-month period ended June 30, 1996 was \$159,000 compared to \$80,000 for the three-month period ended June 30, 1995. The increase in interest and financing expense was attributable to expenses incurred in connection with a line of credit that was obtained by the Company during the third quarter of 1995 and additional interest expense in connection with that line. Interest income for the three-month period ended June 30, 1996 was \$2,000 compared to \$5,000 for the three-month period ended June 30, 1995. In 1996, other income of \$126,000 represents the net recovery under the Hawaiian Water Partners note described in Note 2 to the Company's financial statements for the period ended June 30, 1996.

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

NET INCOME (LOSS). Net income was \$401,000 for the three-month period ended June 30, 1996 compared to a net loss of \$176,000 for the three-month period ended June 30, 1995. The \$577,000 increase in net income for this period consists of an increase in operating income of \$535,000 and a decrease of \$42,000 in net nonoperating expense.

RESULTS OF OPERATIONS FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 1996 COMPARED TO
THE SIX-MONTH PERIOD ENDED JUNE 30, 1995

NET SALES. For the six-month period ended June 30, 1996, net sales were approximately \$17.8 million, an increase of \$2.8 million or 18.5% over the \$15.0 million net sales for the six-month period ended June 30, 1995. The increase in net sales was primarily attributable to increased sales of Hansen's-Registered Trademark- fruit juice Smoothies in cans, which were introduced at the end of the first quarter of 1995 and sales of Hansen's-Registered Trademark- fruit juice Smoothies in bottles, which were introduced during the first quarter of 1996. The increase in net sales of Hansen's-Registered Trademark- fruit juice Smoothies was partially offset by a decrease in net sales of soda, apple juice and iced teas, lemonades and juice cocktails. Net sales of Smoothies in cans for the six-month period ended June 30, 1996 were 212.6% higher than for the six-month period ended June 30, 1995. This increase was primarily attributable to increased sales to club stores, retail and specialty chain stores and new distribution. Net sales of soda for the six-month period ended June 30, 1996 were 15.1% lower than for the six-month period ended June 30, 1995. This decrease was primarily attributable to aggressive retail pricing and promotions of mainstream sodas. Net sales of apple juice for the six-month period ended June 30, 1996 were 23.3% lower than for the six-month period ended June 30, 1995. This decrease was primarily attributable to operational issues on the part of customers in connection with the transition by the Company from glass bottles to plastic containers to meet changing consumer preferences. Management expects that sales of apple juice will improve after the transition is completed. However, there can be no assurance that such improvement will occur. Net sales of iced teas, lemonades and juice cocktails for the six-month period ended June 30, 1996 were 22.6% lower than for the six-month period ended June 30, 1995. This decrease was primarily attributable to lower sales to retail and specialty chain stores and a substantial reduction in sales to distributors and customers outside of California. Such decrease was partially offset by increased sales to club stores in California.

GROSS PROFIT. Gross profit was \$6.9 million for the six-month period ended June 30, 1996, an increase of \$1.2 million or 22.0% over the \$5.7 million gross profit for the six-month period ended June 30, 1995. Gross profit as a percentage of net sales increased to 38.9% for the six-month period ended June 30, 1996 from 37.8% for the six-month period ended June 30, 1995. The increase in gross profit and gross profit as a percentage of net sales was primarily attributable to higher average net sales prices and decreases in the cost of aluminum cans and other raw materials.

TOTAL OPERATING EXPENSES. Total operating expenses were \$6.4 million for the six-month period ended June 30, 1996, an increase of \$272,000 or 4.4% over total operating expenses of \$6.1 million for the six-month period ended June 30, 1995. However, total operating expenses as a percentage of net sales decreased to 36.0% for the six-month period ended June 30, 1996 compared to 40.9% for the six-month period ended June 30, 1995. The increase in total operating expenses was primarily attributable to increased selling, general and administrative expenses but was partially offset by a decrease in other expenses. The decrease in total operating expenses as a percentage of net sales was primarily attributable to the increase in net sales and the comparatively smaller increase in operating expenses from the comparable period in 1995.

RESULTS OF OPERATIONS

Selling, general and administrative expenses were \$6.0 million for the six-month period ended June 30, 1996, an increase of \$375,000 or 6.7% over selling, general and administrative expenses of \$5.6 million for the six-month period ended June 30, 1995. However, selling, general and administrative expenses as a percentage of net sales decreased to 33.8% for the six-month period ended June 30, 1996 from 37.5% for the six-month period ended June 30, 1995.

Other expenses were \$149,000 for the six-month period ended June 30, 1996, a decrease of \$105,000 or 41.4% below other expenses of \$254,000 for the six-month period ended June 30, 1995. This decrease was primarily attributable to the expiration of certain consulting agreements which were entered into in connection with the purchase of the Hansen Business and the merger between the Company, CVI Ventures, Inc. and Continental Ventures, Inc.

OPERATING INCOME (LOSS). Operating income was \$506,000 for the six-month period ended June 30, 1996 compared to an operating loss of \$466,000 for the six-month period ended June 30, 1995. The \$972,000 increase in operating income was attributable to a \$1.2 million increase in gross profit which was partially offset by an increase of \$272,000 in operating expenses.

NET NONOPERATING EXPENSE. Net nonoperating expense of \$87,000 for the six-month period ended June 30, 1996 was \$80,000 lower than for the six-month period ended June 30, 1995. Net nonoperating expense consists of interest and financing expense, interest and other income. Interest and financing expense for the six-month period ended June 30, 1996 was \$325,000 compared to \$180,000 for the six-month period ended June 30, 1995. The increase in interest and financing expense was attributable to expenses incurred in connection with a line of credit that was obtained by the Company during the third quarter of 1995 and additional interest expense in connection with that line. Interest income for the six-month period ended June 30, 1996 was \$6,000 compared to \$14,000 for the six-month period ended June 30, 1995. In 1996, other income of \$233,000 represents the net recovery under the Hawaiian Water Partners note described in Note 2 to the Company's financial statements for the period ended June 30, 1996.

NET INCOME (LOSS). Net income was \$420,000 for the six-month period ended June 30, 1996 compared to a net loss of \$632,000 for the six-month period ended June 30, 1995. The \$1.1 million increase in net income for this period consists of an increase in operating income of \$972,000 and a decrease of \$80,000 in net nonoperating expense.

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

LIQUIDITY AND CAPITAL RESOURCES

As of June 30, 1996, the Company had working capital of \$1,039,931 compared to \$381,256 as of December 31, 1995.

During the third quarter of 1995, the Company obtained a revolving line of credit of up to \$3 million in aggregate at any time outstanding. The utilization of this line of credit by the Company is dependant upon certain levels of eligible accounts receivable and inventory from time to time. The line of credit is secured by substantially all of the Company's assets, including accounts receivable, inventory, trademarks, trademark licenses and certain equipment. As of June 30, 1996, \$1,035,744 was outstanding under the line of credit. The maturity date of the line of credit is August 31, 1996. The line of credit is subject to automatic renewal on the maturity date for a period of one year unless terminated by either party. Management expects the line of credit to be renewed, although there can be no assurance that this will occur. In this regard, an agreement in principle has been reached on the terms of renewal of the line of credit but such renewal is subject to the finalization and execution of a formal written agreement.

During the first and second quarters of 1996, the Company utilized a

portion of its line of credit, together with its own funds and the net recovery under the Hawaiian Water Partners note, for working capital and to finance its expansion and development plans. Purchases of inventory and support of accounts receivable, as well as the Company's expansion and development plans, have been, and for the foreseeable future, are expected to remain the Company's principal recurring use of funds. The Company's other use of funds in the future will be the repayment of principal and interest on the line of credit and the Company's long-term debt, as well as obligations under certain consulting agreements entered into in connection with the acquisition of the Hansen Business.

Management believes that cash available from operations, current cash resources and its line of credit will be sufficient for its working capital needs over the next twelve months.

Although the Company has no current plans to incur any material capital expenditures, management, from time to time, considers the acquisition of capital equipment, businesses compatible with the image of the Hansen's-Registered Trademark- brand and the 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.

INFLATION

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

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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: August 2, 1996

By: RODNEY C. SACKS

Rodney C. Sacks
Chairman of the Board
and Chief Executive Officer;
Principal Financial Officer

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INDEX TO EXHIBITS

The following designated exhibits, as indicated below, are either filed herewith or have heretofore been filed with the Securities and Exchange Commission under the Securities Act of 1933 or the Securities Exchange Act of 1934 as indicated by footnote.

EXHIBIT NO.	DOCUMENT DESCRIPTION	PAGE
- - - - -	- - - - -	- - - -
Exhibit 27	Financial Data Schedule	15

<ARTICLE> 5

<LEGEND>

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE CONSOLIDATED BALANCE SHEETS AND CONSOLIDATED STATEMENTS OF OPERATIONS FOUND ON PAGES 3, 4 AND 5 OF THE COMPANY'S FORM 10-Q FOR THE PERIOD AND YEAR-TO-DATE, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

</LEGEND>

<CIK> 0000865752

<NAME> HANSEN NATURAL CORPORATION

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