

**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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>HALL MARK J</u>  (Last) (First) (Middle) 550 MONICA CIRCLE SUITE 201  (Street) CORONA CA 92880  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HANSEN NATURAL CORP [ HANS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President-DSD Hansen Beverage</u>
	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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			
Common Stock	08/11/2010		M		49,564	A	\$6.5875	148,213	D	
Common Stock	08/11/2010		S		49,564	D	\$44.7261 <sup>(1)</sup>	98,649	D	
Common Stock	08/12/2010		M		110,436	A	\$6.5875	209,085	D	
Common Stock	08/12/2010		M		10,241	A	\$10.9475	219,326	D	
Common Stock	08/12/2010		S		120,677	D	\$44.8142 <sup>(2)</sup>	98,649	D	
Common Stock	08/13/2010		M		49,759	A	\$10.9475	148,408	D	
Common Stock	08/13/2010		S		49,759	D	\$44.6638 <sup>(3)</sup>	98,649	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	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$6.5875	08/11/2010 <sup>(4)</sup>		M			160,000	(5)	03/23/2015	Common Stock	800,000	\$6.5875	0	D	
Employee Stock Option (right to buy)	\$10.9475	08/12/2010 <sup>(6)</sup>		M			60,000	(7)	09/28/2015	Common Stock	100,000	\$10.9475	20,000	D	
Employee Stock Option (right to buy)	\$16.87							(8)	11/11/2015	Common Stock	100,000		80,000	D	
Employee Stock Option (right to buy)	\$31.72							(9)	06/02/2018	Common Stock	300,000		299,999	D	
Employee Stock Option (right to buy)	\$35.64							(10)	12/01/2019	Common Stock	200,000		200,000	D	

**Explanation of Responses:**

- This trade was executed in multiple trades at prices ranging from \$44.59 to \$44.96. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This trade was executed in multiple trades at prices ranging from \$44.66 to \$44.93. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This trade was executed in multiple trades at prices ranging from \$44.25 to \$45.14. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- The options were exercised on two separate dates. 49,564 options were exercised on August 11, 2010 and 110,436 options were exercised on August 12, 2010.

5. The options are currently vested.
6. The options were exercised on two separate dates. 10,241 options were exercised on August 12, 2010 and 49,759 options were exercised on August 13, 2010.
7. The remaining options vest on September 28, 2010.
8. The options are currently vested with respect to 60,000 shares. The remaining options vest on November 11, 2011.
9. The options are currently vested with respect to 119,999 shares. The remaining options vest in three equal installments on June 2, 2011, 2012 and 2013.
10. The options vest in five equal installments on December 1, 2010, 2011, 2012, 2013 and 2014.

**Remarks:**

Mark J. Hall

08/13/2010

\*\* 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.

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