Stock

Option

(right to buv)

\$2.125

Instruction 1(b)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) HANSEN NATURAL CORP [HANS] SCHLOSBERG HILTON H X Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (Middle) (First) 06/01/2006 Vice Chairman and President C/O HANSEN NATURAL CORP 1010 RAILROAD ST 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) X Form filed by One Reporting Person 92882 **CORONA** CA Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction
Date 5. Amount of 6. Ownership 7. Nature of Form: Direct (D) or Indirect Indirect Beneficial Transaction Beneficially (Month/Day/Year) if any Code (Instr. (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership Reported Transaction(s) (Instr. 4) (A) or (D) Code ν Price Amount (Instr. 3 and 4) Common Stock 06/01/2006 M 23,978 A \$1.785 0 D Common Stock 06/01/2006 M 6.022 \$2.1 0 D Α s D 06/01/2006 30,000 \$183.45 0 D Common Stock М 30,000 Α \$2.1 0 D Common Stock 06/02/2006 Common Stock 06/02/2006 S 30,000 D \$185.35 57,194 D By Hilrod Common Stock 06/01/2006 S 140,000 D \$183.45 0 T Holdings, LP(1) By Hilrod S 60,000 \$185.35 Common Stock 06/02/2006 D 1,220,000 T Holdings, **LP**(1) By HRS 250,000 Holdings, Common Stock T $LP^{(1)}$ Bv Brandon Common Stock 2,383,334 Limited Partnership No. 2⁽¹⁾ By Brandon Common Stock 326,730 Limited Partnership No. 1⁽¹⁾ Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 7. Title and Amount 9. Number of 1. Title of 3. Transaction 3A. Deemed 5. Number 8. Price of 11. Nature Derivative Conversion Expiration Date (Month/Day/Year) Date Execution Date, Transaction of Securities Derivative derivative Ownership of Indirect if any (Month/Day/Year) Security (Instr. 3) or Exercise Price of (Month/Day/Year) Code (Instr. 8) Derivative Securities Underlying Derivative Security Security (Instr. 5) Securities Beneficially Form: Direct (D) Beneficial Ownership Derivative Acquired (Instr. 3 and 4) Owned or Indirect (Instr. 4) (A) or Disposed (I) (Instr. 4) Security Reported of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount Number Date Expiration Exercisable of Shares Code ν (A) (D) Title Employee

Commo

Stock

200,000

145,000

D

02/02/2009

(2)

| 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) | | | ivative urities uired or oosed O) (Instr. | 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) | \$1.785 | 06/01/2006 | | М | | | 23,978 | (3) | 07/12/2012 | Common Stock | 300,000 | \$1.785 | 136,022 | D | |
| Employee Stock Option (right to buy) | \$2.1 | 06/01/2006 | | М | | | 6,022 | (4) | 05/28/2013 | Common Stock | 300,000 | \$2.1 | 0 | D | |
| Employee Stock Option (right to buy) | \$2.1 | 06/02/2006 | | М | | | 30,000 | (4) | 05/28/2013 | Common Stock | 300,000 | \$2.1 | 263,978 | D | |
| Employee Stock Option (right to buy) | \$26.25 | | | | | | | (5) | 03/23/2015 | Common Stock | 300,000 | | 300,000 | D | |
| Employee Stock Option (right to buy) | \$67.48 | | | | | | | (6) | 11/11/2015 | Common Stock | 150,000 | | 150,000 | D | |

Explanation of Responses:

- 1. The reporting person is one of the general partners of each Brandon Limited Partnership No. 1, Brandon Limited Partnership No. 2, HRS Holdings, L.P. and Hilrod Holdings L.P.
- 2. Immediately
- $3. \ The \ options \ are \ currently \ vested \ with \ respect \ to \ 56,022 \ shares. \ The \ remaining \ options \ vest \ on \ July \ 12, \ 2006.$
- 4. The options are currently vested with respect to 143,978 shares. The remaining options vest in two equal installments on January 1, 2007 and 2008.
- $5. \ The options are currently vested with respect to 60,000 shares. The remaining options vest in four equal installments on March 23, 2007, 2008, 2009 and 2010.$
- 6. The options vest in five equal installments on November 11, 2006, 2007, 2008, 2009 and 2010.

Hilton H. Schlosberg 06

** Signature of Reporting Person

06/02/2006

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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