SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* **SACKS RODNEY C** (Last) (First) (Middle) C/O HANSEN NATURAL CORP 1010 RAILROAD ST (Street) CORONA CA 92882 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol **HANSEN NATURAL CORP** [HANS] 3. Date of Earliest Transaction (Month/Day/Year) 06/22/2004 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner X Officer (give title below) Other (specify below) **Chairman and CEO** 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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	06/22/2004		J		250,000	D	(5)	1,791,667	I	By Brandon Limited Partnership No.2[1]
Common Stock								387,500	D	
Common Stock								654,822	I	By Brandon Limited Partnership No.1[1]

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)	$1.59							(2)	01/30/2008	Common Stock	75,000		37,500	D	
Employee Stock Option (right to buy)	$4.25							(2)	02/02/2009	Common Stock	100,000		100,000	D	
Employee Stock Option (right to buy)	$3.57							(3)	07/12/2012	Common Stock	150,000		150,000	D	
Employee Stock Option (right to buy)	$4.2							(4)	05/28/2013	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 and Brandon Limited Partnership No.2.

2. Immediately.

3. The options are currently vested with respect to 30,000 shares. The remaining options vest in three equal installments on July 12, 2004, 2005 and 2006.

4. The options are currently vested with repect to 30,000 shares. The remaining options vest in four equal installments on January 1, 2005, 2006, 2007 and 2008.

5. N/A

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.

Rodney C. Sacks   06/24/2004
** Signature of Reporting Person   Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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