

**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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HALL MARK J</u>			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>Senior VP, Hansen Beverage Co.</u>			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/16/2006</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
<u>HANSEN NATURAL CORP.</u> <u>1010 RAILROAD STREET</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	<u>CORONA</u>	<u>CA</u>	<u>92882</u>						
(City)	(State)	(Zip)							

**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			
<u>Common Stock</u>	<u>01/16/2006</u>		<u>M</u>		<u>30,000</u>	<u>A</u>	<u>\$4.075</u>	<u>62,000</u>	<u>D</u>	

**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				
<u>Employee Stock Option (right to buy)</u>	<u>\$4.075</u>	<u>01/16/2006</u>		<u>M</u>			<u>24,000</u>	<u>(1)</u>	<u>01/15/2014</u>	<u>Common Stock</u>	<u>120,000</u>	<u>\$4.075</u>	<u>72,000</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>\$1.785</u>							<u>(2)</u>	<u>07/12/2012</u>	<u>Common Stock</u>	<u>40,000</u>		<u>16,000</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>\$26.25</u>							<u>(3)</u>	<u>03/23/2015</u>	<u>Common Stock</u>	<u>200,000</u>		<u>200,000</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>\$43.79</u>							<u>(4)</u>	<u>09/28/2015</u>	<u>Common Stock</u>	<u>25,000</u>		<u>25,000</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>\$67.48</u>							<u>(6)</u>	<u>11/11/2015</u>	<u>Common Stock</u>	<u>25,000</u>		<u>25,000</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>\$4.075</u>	<u>01/16/2006</u>		<u>M</u>			<u>6,000</u>	<u>(1)</u>	<u>01/15/2014</u>	<u>Common Stock</u>	<u>30,000</u>	<u>\$4.075</u>	<u>18,000</u>	<u>I</u>	<u>Held by wife</u>
<u>Employee Stock Option (right to buy)</u>	<u>\$1.785</u>							<u>(2)</u>	<u>07/12/2012</u>	<u>Common Stock</u>	<u>20,000</u>		<u>8,000</u>	<u>I</u>	<u>Held by wife</u>
<u>Employee Stock Option (right to buy)</u>	<u>\$49.71</u>							<u>(5)</u>	<u>11/01/2015</u>	<u>Common Stock</u>	<u>3,000</u>		<u>3,000</u>	<u>I</u>	<u>Held by wife</u>

**Explanation of Responses:**

- The remaining options vest in three equal installments on January 15, 2007, 2008 and 2009.
- The remaining options vest in two equal installments on July 12, 2006 and 2007.

3. The options vest in five equal installments on March 23, 2006, 2007, 2008, 2009 and 2010.
4. The options vest in five equal installments on September 28, 2006, 2007, 2008, 2009 and 2010.
5. The options vest in five equal installments on November 1, 2006, 2007, 2008, 2009 and 2010.
6. The options vest in five equal installments on November 11, 2006, 2007, 2008, 2009 and 2010.

Mark J. Hall

01/18/2006

\*\* 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.**