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[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
SACKS RODNEY C	HANSEN NATURAL CORP [HANS]	

(Last) (First) (Middle)		X Director 10% Owner

C/O HANSEN NATURAL CORP

1010 RAILROAD ST

3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title below) Other (specify below)
03/31/2005	Chairman and CEO

(Street)

CORONA	CA	92882

(City) (State) (Zip)

4. If Amendment, Date of Original Filed (Month/Day/Year)	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								1,591,667	I	By Brandon Limited Partnership No. 2[(1)]
Common Stock								495,000	D	
Common Stock	03/31/2005		S		1,000	D	$60.27	0	I	By Brandon Limited Partnership No. 1[(1)]
Common Stock	03/31/2005		S		2,300	D	$60.26	0	I	By Brandon Limited Partnership No. 1[(1)]
Common Stock	03/31/2005		S		1,000	D	$60.25	0	I	By Brandon Limited Partnership No. 1[(1)]
Common Stock	03/31/2005		S		300	D	$60.22	0	I	By Brandon Limited Partnership No. 1[(1)]
Common Stock	03/31/2005		S		300	D	$60.17	0	I	By Brandon Limited Partnership No. 1[(1)]
Common Stock	03/31/2005		S		2,600	D	$60.16	0	I	By Brandon Limited Partnership No. 1[(1)]
Common Stock	03/31/2005		S		2,100	D	$60.15	0	I	By Brandon Limited Partnership No. 1[(1)]

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/31/2005		S		1,790	D	$60.12	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		3,100	D	$60.11	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		8,650	D	$60.1	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		2,450	D	$60.08	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		300	D	$60.07	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		3,830	D	$60.06	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		10,058	D	$60.05	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		100	D	$60.04	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		3,400	D	$60.03	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		4,700	D	$60.02	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		100	D	$60.01	0	I	By Brandon Limited Partnership No. 1[1]
Common Stock	03/31/2005		S		27,892	D	$60	0	I	By Brandon Limited Partnership No. 1[1]

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/31/2005		S		1,100	D	$59.97	0	I	By Brandon Limited Partnership No. 1 (1)
Common Stock	03/31/2005		S		2,100	D	$59.91	0	I	By Brandon Limited Partnership No. 1 (1)
Common Stock	03/31/2005		S		8,856	D	$59.9	0	I	By Brandon Limited Partnership No. 1 (1)
Common Stock	03/31/2005		S		3,461	D	$59.65	0	I	By Brandon Limited Partnership No. 1 (1)
Common Stock	03/31/2005		S		5,420	D	$59.6	0	I	By Brandon Limited Partnership No. 1 (1)
Common Stock	03/31/2005		S		10,000	D	$59.5	163,365	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)	$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		80,000	D	
Employee Stock Option (right to buy)	$4.2							(4)	05/28/2013	Common Stock	150,000		150,000	D	
Employee Stock Option (right to buy)	$52.5							(5)	03/23/2015	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 and Brandon Limited Partnership No. 2.

2. Immediately.

3. The remaining options vest in two equal installments on July 12, 2005 and 2006.

4. The options are currently vested with respect to 60,000 shares. The remaining options vest in three equal installments on January 1, 2006, 2007 and 2008.

5. Granted March 23, 2005 pursuant to the Company's 2001 Stock Option Plan (which is a Rule 16b-3(d)(1) plan). The option vests annually beginning March 23, 2006 in installments of 30,000 shares.

Rodney C. Sacks   04/01/2005

** Signature of Reporting Person   Date