

**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 X Officer (give title below) Other (specify below) President-DSD Hansen Beverage
	3. Date of Earliest Transaction (Month/Day/Year) 08/15/2011	
	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	08/15/2011		M		56,848	A	\$31.72	166,497	D	
Common Stock	08/15/2011		M		40,000	A	\$35.64	206,497	D	
Common Stock	08/15/2011		S		90,216	D	\$80.33 <sup>(1)</sup>	116,281	D	
Common Stock	08/15/2011		S		6,632	D	\$81.18 <sup>(2)</sup>	109,649	D	
Common Stock	08/16/2011		M		3,152	A	\$31.72	112,801	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
Employee Stock Option (right to buy)	\$31.72	08/15/2011 <sup>(3)</sup>		M			60,000	(4)	06/02/2018	Common Stock	300,000	\$31.72	120,000	D	
Employee Stock Option (right to buy)	\$35.64	08/15/2011		M			40,000	(5)	12/01/2019	Common Stock	200,000	\$35.64	160,000	D	
Employee Stock Option (right to buy)	\$52.51							(6)	12/01/2020	Common Stock	50,000		50,000	D	

**Explanation of Responses:**

- This transaction was executed in multiple trades at prices ranging from \$80.00 to \$81.00. 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 transaction was executed in multiple trades at prices ranging from \$81.01 to \$81.50. 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.
- 56,848 shares were exercised on August 15, 2011 and 3,152 shares were exercised on August 16, 2011.
- The remaining options vest in two equal installments on June 2, 2012 and 2013.
- The remaining options vest in four equal installments on December 1, 2011, 2012, 2013 and 2014.
- The options vest in five equal installments on December 1, 2011, 2012, 2013, 2014 and 2015.

**Remarks:**

Mark J. Hall 08/17/2011  
 \*\* 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.

