

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>KELLY THOMAS J</u> (Last) (First) (Middle) <u>HANSEN NATURAL CORP.</u> <u>550 MONICA CIRCLE, SUITE 201</u> (Street) <u>CORONA CA 92880</u> (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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP - Hansen Beverage</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/01/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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								16,000	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					
Employee Stock Option (right to buy)	\$1.4825							(1)	01/15/2014	Common Stock	200,000	15,000	D	
Employee Stock Option (right to buy)	\$16.87							(2)	11/11/2015	Common Stock	8,000	8,000	D	
Employee Stock Option (right to buy)	\$31.72							(3)	06/02/2018	Common Stock	20,000	20,000	D	
Employee Stock Option (right to buy)	\$36.13							(4)	06/01/2019	Common Stock	10,000	10,000	D	
Employee Stock Option (right to buy)	\$35.64	12/01/2009		A		10,000		(5)	12/01/2019	Common Stock	10,000	\$0.00	10,000	D

Explanation of Responses:

- The options are currently vested.
- The options are currently vested with respect to 6,400 shares. The remaining options vest on November 11, 2010.
- The options are currently vested with respect to 4,000 shares. The remaining options vest in four equal installments on June 2, 2010, 2011, 2012 and 2013.
- The options vest in five equal installments on June 1, 2010, 2011, 2012, 2013 and 2014.
- Granted December 1, 2009 pursuant to the Company's 2001 Stock Options Plan (which is a Rule 16b-3(d)(1) plan) and Equity Grant Procedures. The options vest in five equal installments on December 1, 2010, 2011, 2012, 2013 and 2014.

Thomas J. Kelly 12/02/2009
 ** 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.

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