Edgar Filing: Anthes Mary Celeste - Form 4

Anthes Mary	Celeste											
Form 4												
November 22	2, 2010											
FORM Check thi	UNITED	STATES SECONTIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 20(b) of the Investment Company Act of 1040									9PROVAL 3235-0287	
if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er STATEN 6. • Filed pu ¹⁵ Section 17									Expires: January 31 200 Estimated average burden hours per response 0.		
(Print or Type R	lesponses)											
Anthes Mary Celeste Symb HAI			Symbol	AIN CELESTIAL GROUP INC					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) (CELESTIAL G SERVICE RD.	Middle) ROUP,	3. Date of (Month/Da 11/18/20	ay/Year)	`rar	nsaction			Director X Officer (give below) SVP - (6 Owner er (specify ions	
	(Street)		4. If Amer Filed(Mont			original			6. Individual or Jo Applicable Line) _X_ Form filed by	One Reporting Po	erson	
MELVILLE	, NY 11747								Person	More than One Ro	eporung	
(City)	(State)	(Zip)	Table	e I - Non-l	De	rivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Executi any		3. Transact Code (Instr. 8) Code	tior)	4. Securit Acquired Disposed (Instr. 3, Amount	l (A) o l of (D)	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)	
Common Stock (1)	11/18/2010			А		2,396	А	\$0	16,702	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative2.Derivative SecurityConversion or Exercise(Instr. 3)Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. of Number of Derivative Securities Acquired (A) or Disposed of (D) (note 2	umber Expiration Date (Month/Day/Year) erivative scurities cquired .) or isposed		7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Edgar Filing: Anthes Mary Celeste - Form 4

Reporting Owners

Reporting Owner Name / Address		Relationships							
	reporting of the Puller Pulless			Officer	Other				
Anthes Mary Celeste THE HAIN CELESTIAL GROUP, INC. 58 S. SERVICE RD. MELVILLE, NY 11747				SVP - Corporate Relations					
Signatures									
s/ Mary Celeste Anthes	11/22/2010								
<u>**</u> Signature of	Date								

<u>**</u>Signature of Reporting Person

Explanation of Responses:

- * 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).
- (1) Represents a grant of restricted shares of the Issuer's common stock, 1,198 of which will vest on November 18, 2012, and 1,198 of which will vest on November 18, 2012, provided the Issuer achieves certain performance measures.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.