HAIN CELESTIAL GROUP INC

Form 3

March 13, 2017

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Tickle Gary

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/06/2017

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

HAIN CELESTIAL GROUP INC [HAIN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O THE HAIN CELESTIAL GROUP, INC., 1111 MARCUS **AVENUE**

(Street)

Director _X__ Officer

10% Owner

Other 6. Individual or Joint/Group (give title below) (specify below) CEO Hain Celestial N. America

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

LAKE SUCCESS. NYÂ 11042

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership Form: (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

5. 4 Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Expiration Title Date Exercisable Date

Amount or Number of

Derivative Price of Derivative Security: Security Direct (D)

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Shares

or Indirect (I)

(Instr. 5)

Reporting Owners

LAKE SUCCESS, NYÂ 11042

Relationships Reporting Owner Name / Address

Â

Director 10% Owner Officer

Other

Tickle Gary

C/O THE HAIN CELESTIAL GROUP, INC. 1111 MARCUS AVENUE

CEO Hain Celestial N. America

Signatures

/s/ Gary Tickle

03/13/2017

**Signature of Reporting Person Date

Explanation of Responses:

No securities are beneficially owned

- If the form is filed by more than one reporting person, see Instruction 5(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. 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.

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