

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)
December 10, 2001

THE HAIN CELESTIAL GROUP, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-22818
(Commission
File Number)

22-3240619
(I.R.S. Employer
Identification No.)

50 Charles Lindbergh Boulevard
Uniondale, New York

11553

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (516) 237-6200

Item 5. Other Events

On December 10, 2001, The Hain Celestial Group, Inc. (the "Company") announced that it has completed its acquisition of Lima NV, a leading Belgian manufacturer and marketer of natural and organic foods.

A copy of the press release issued by the Company on December 10, 2001 is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The Company previously announced that it had entered into a letter of intent relating to this transaction, as reported on a Form 8-K filed with the Securities and Exchange Commission on November 6, 2001.

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit No.	Description
99.1	Press release dated December 10, 2001

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE HAIN CELESTIAL GROUP, INC.

Dated: December 12, 2001

By: /s/ Ira Lamel

Name: Ira Lamel
Title: Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release dated December 10, 2001

