

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <u>Welling Glenn W.</u> <hr/> (Last) (First) (Middle) 610 NEWPORT CENTER DRIVE SUITE 250 <hr/> (Street) NEWPORT BEACH CA 92660 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HAIN CELESTIAL GROUP INC [ HAIN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/02/2022</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	03/02/2022		S		301,998	D	\$36.0327	1,417,647	I	By: Engaged Capital Flagship Master Fund, LP <sup>(1)(3)</sup>
Common Stock	03/02/2022		S		48,002	D	\$36.0327	99,447	I	By: Managed Account of Engaged Capital, LLC <sup>(2)(3)</sup>
Common Stock	03/03/2022		S		256,853	D	\$35.539	1,160,794	I	By: Engaged Capital Flagship Master Fund, LP <sup>(1)(3)</sup>
Common Stock	03/03/2022		S		18,147	D	\$35.539	81,300	I	By: Managed Account of Engaged Capital, LLC <sup>(2)(3)</sup>
Common Stock	03/04/2022		S		7,800	D	\$34.9789	1,152,994	I	By: Engaged Capital Flagship Master Fund, LP <sup>(1)(3)</sup>
Common Stock	03/04/2022		S		3,033	D	\$34.9789	78,267	I	By: Managed Account of Engaged Capital, LLC <sup>(2)(3)</sup>
Common Stock								39,108	D	

