





**Item 8.01 Other Events**

On March 3, 2006, The Hain Celestial Group, Inc. (“Hain”) announced that it had acquired the business and assets of Para Laboratories, Inc. Hain’s press release regarding consummation of this acquisition is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

**(c) Exhibits.**

**(99.1) Press release dated March 3, 2006.**

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**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.

Date: March 3, 2006

THE HAIN CELESTIAL GROUP, INC.  
(Registrant)

By: /s/ Ira J. Lamel  
Name: Ira J. Lamel  
Title: Executive Vice President and  
Chief Financial Officer