FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, I | D.C. | 20549 |
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|---------------|------|-------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|---------------|-----------------------|--------|--|--|--|--|--|--|--|--|
| ОМІ | OMB Number: 3235-0287 | | | | | | | | | |
| Esti | mated average | burden | | | | | | | | |
| _{ba} | | . 0.5 | | | | | | | | |

10% Owner

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

KELLY THOMAS J

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol

Monster Beverage Corp [MNST]

| (Last) | • | irst) | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/22/2023 | | | | | | | | | Officer (give title Other (specify below) Chief Financial Officer | | | | |
|---|----------|--|--|------------|---|---|--------|--|------------------|--|--------------------|---|--|--|--|--|------------|--|--|
| 1 MONS | STER WAY | | | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Application) | | | | | | |
| (Street) CORON | A C | A | 92879 | | _ | | | | | | | | | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (S | state) | (Zip) | | R | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | |
| | | | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | | | | | | | |
| | | Tak | ole I - No | n-Deri | vativ | e Se | curit | ties Ac | quired | , Dis | sposed o | f, or Be | neficial | ly Owned | | | | | |
| 1. Title of Security (Instr. 3) | | 2. Transacti Date (Month/Day | | ar) E | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (| Transaction Code (Instr. | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 | | Benefici | es ally Following | Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | | Code | v | Amount | (A) or (D) | Price | Transac | Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | | |
| Common | | | | | 11/22/2023 | | | | M | | 10,000 | + | \$25.7 | | 70,056 | |) | | |
| Common | | | | 11/22/2023 | | - | | | M | | 20,000 | + | \$29.8 \$55.19 | | 90,056 | |) | | |
| Common | Stock | | <u> </u> | | | uritia | e Aca | S uired | Dier | 30,000 osed of, | | 1 ' ' ' | | , | | | | | |
| | | | Table II | | | | | | | | convertil | | | Owned | | | | | |
| 1. Title of Derivative Security 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date (Month/Day/Year) | | 3A. Deem Execution if any (Month/Da | on Date, Transa Code (| | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | y C F D o (I | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | ıble | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Employee Stock Option (right to buy) | \$22.58 | | | | | | | | (2) | | 03/13/2025 | Common Stock | (3) | | 4,428 | | D | | |
| Employee Stock Option (right to buy) | \$21.99 | | | | | | | | (2) | | 03/14/2026 | Common Stock | (3) | | 4,542 | | D | | |
| Employee Stock Option (right to buy) | \$21.82 | | | | | | | | (2) | | 12/01/2026 | Common Stock | (3) | | 4 | | D | | |
| Employee Stock Option (right to buy) | \$29.37 | | | | | | | | (2) | | 03/14/2028 | Common Stock | (3) | | 6,808 | | D | | |
| Employee Stock Option (right to buy) | \$25.75 | 11/22/2023 | | | M | | | 10,000 | (2) | | 06/01/2028 | Common Stock | 10,000 | \$0 | 0 | | D | | |
| Employee Stock Option (right to buy) | \$29.84 | 11/22/2023 | | | M | | | 20,000 | (2) | | 03/14/2029 | Common Stock | 20,000 | \$0 | 10,000 | | D | | |
| | \$31.2 | | | | | | | | (2) | | 03/13/2030 | Common Stock | (3) | | 24,000 | | D | | |
| Option (right to buy) | \$31.2 | | | | | | | | (2) | | 03/13/2030 | | (3) | | 24,000 | | D | | |

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | |
|--|---|--|---|------------------------------|--------------|-----|--|---------------------|---|-----------------|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | 5. Number of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (right to buy) | \$44.47 | | | | | | | (4) | 03/12/2031 | Common Stock | (3) | | 10,000 | D | |
| Employee Stock Option (right to buy) | \$36.62 | | | | | | | (5) | 03/14/2032 | Common Stock | (3) | | 20,000 | D | |
| Employee Stock Option (right to buy) | \$50.82 | | | | | | | (6) | 03/14/2033 | Common Stock | (3) | | 10,000 | D | |
| Employee Stock Option (right to buy) | \$50.82 | | | | | | | (6) | 03/14/2033 | Common Stock | (3) | | 10,000 | D | |
| Restricted Stock Units | (7) | | | | | | | (8) | (9) | Common Stock | (3) | | 934 | D | |
| Restricted Stock Units | (7) | | | | | | | (10) | (9) | Common Stock | (3) | | 4,000 | D | |
| Restricted Stock Units | (7) | | | | | | | (11) | (9) | Common Stock | (3) | | 3,400 | D | |

Explanation of Responses:

- 1. This transaction was executed in multiple trades at prices ranging from \$55.19 to \$55.21. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- 2. The options are fully vested.
- 3. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- 4. The options are currently vested with respect to 6,666 shares. The remaining options vest on March 12, 2024.
- 5. The options are currently vested with respect to 6,666 shares. The remaining options vest in two installments as follows: 6,666 shares on March 14, 2024 and 6,668 shares on March 14, 2025.
- 6. The options vest in three installments as follows: 3,332 shares on March 14, 2024; 3,334 shares on March 14, 2025 and 3,334 on March 14, 2026.
- 7. The restricted stock units were granted under the Monster Beverage Corporation 2020 Omnibus Incentive Plan. Each restricted stock unit represents a contingent right to receive one share of the Company's common stock as of the vesting date.
- 8. The remaining restricted stock units vest on March 12, 2024.
- 9. Not applicable.
- 10. The remaining restricted stock units vest in two equal installments on March 14, 2024 and March 14, 2025.
- 11. The restricted stock units vest in three installments as follows: 1,132 units on March 14, 2024; 1,134 units on March 14, 2025 and 1,134 units on March 14, 2026.

Paul J. Dechary, attorney-infact

** Signature of Reporting Person Date

11/27/2023

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.