FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
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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* POLK BENJAMIN					2. Issuer Name and Ticker or Trading Symbol Monster Beverage Corp [MNST]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) 1 MONS	t) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 03/03/2020								Officer below)	(give title		Other (s below)	specify		
(Street)	•				4. 1	f Ame	ndme	nt, Date o	of Origina	al Filed	d (Month/Da		Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(S	itate)	(Zip)										Person						
		Tak	ole I - No	n-Deri	vativ	e Se	curit	ties Ac	quired	, Dis	sposed o	of, or Be	neficia	ly Owned	l				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ur) Ex	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		I (A) or . 3, 4 and	Benefic Owned	es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	ction(s)			(Instr. 4)	
Common Stock				03/03	3/2020				M		13,002	A	\$6.4	47	47,993		D		
Common Stock 03/03				3/2020	2020		S		13,002	D	\$64.65	5(1) 34	l,991		D				
			Table II -								osed of,			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year) (Month/Day/Year)		ed	4. Transa Code (8)	ction	5. Number of		6. Date Exercis Expiration Dat (Month/Day/Ye		sable and	7. Title and of Securiti Underlying Derivative (Instr. 3 and	d Amount ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owners Form: Direct (I or Indire	Ownership	Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares						
Restricted Stock Units	(2)								(3)		(4)	Common Stock	(5)		2,585	5	D		
Stock Option (right to buy)	\$6.4	03/03/2020			M			13,002	(6)		06/09/2020	Common Stock	13,002	\$0	0		D		
Stock Option (right to buy)	\$11.35								(6)		05/18/2021	Common Stock	(5)		7,770)	D		
Deferred Stock	(7)								(8)	T	(8)	Common	(5)		1,298	3	D		

Explanation of Responses:

- 1. This transaction was executed in multiple trades at prices ranging from \$64.24 to \$64.75. 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. Each restricted stock unit represents either (i) a contingent right to receive one share of the Company's common stock or (ii) a cash amount equal to the number of shares received as of the vesting date.
- 3. The restricted stock units vest with respect to 100% of such restricted stock units on the last business day prior to the Company's 2020 annual shareholder meeting, provided that the reporting person continues as a director of the Company through such date.
- 4. Not applicable.
- 5. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- 6. The options are currently vested.
- 7. Deferred Stock Units credited to the reporting person under the Monster Beverage Corporation Deferred Compensation Plan for Non-Employee Directors (the "Deferral Plan"), a sub-plan of the Monster Beverage Corporation 2017 Compensation Plan for Non-Employee Directors, effective May 1, 2017, which may include voluntary deferred compensation. Each Deferred Stock Unit is economically equivalent to one share of Common Stock.
- 8. The Deferred Stock Units credited under the Deferral Plan are settled (other than fractional units) in stock and are generally payable in the form elected or provided under the Deferral Plan on the earliest of: (i) a specified date or event designated by the reporting person, (ii) in the calendar year following the year in which the reporting person's service with the Board separates, or (iii) upon death, disability or change in control as defined under the Deferral Plan.

/s/ Paul J. Dechary, attorney-in-03/05/2020 <u>fact</u>

Date

** Signature of Reporting Person

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.