

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
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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* <u>SACKS RODNEY C</u>  (Last) (First) (Middle) 1 MONSTER WAY  (Street) CORONA CA 92879  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Monster Beverage Corp [ MNST ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman and Co-CEO
	3. Date of Earliest Transaction (Month/Day/Year) 03/12/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	03/12/2021		A <sup>(1)</sup>		25,632	A	\$0	181,811	D	
Common Stock	03/12/2021		A		11,400 <sup>(2)</sup>	A	\$0	193,211	D	
Common Stock	03/12/2021		F		18,362	D	\$88.94	174,849	D	
Common Stock	03/15/2021		M		93,244 <sup>(3)</sup>	A	<sup>(4)</sup>	268,093	D	
Common Stock	03/15/2021		F		46,232	D	\$89.31	221,861	D	
Common Stock								5,645,568	I	By Brandon Limited Partnership No. 1 <sup>(5)</sup>
Common Stock								29,386,944	I	By Brandon Limited Partnership No. 2 <sup>(5)</sup>
Common Stock								104,772	I	By Hilrod Holdings IV, L.P. <sup>(5)</sup>
Common Stock								214,284	I	By Hilrod Holdings V, L.P. <sup>(5)</sup>
Common Stock								323,700	I	By Hilrod Holdings VI, L.P. <sup>(5)</sup>
Common Stock								120,216	I	By Hilrod Holdings VII, L.P. <sup>(5)</sup>
Common Stock								568,584	I	By Hilrod Holdings VIII, L.P. <sup>(5)</sup>
Common Stock								453,444	I	By Hilrod Holdings IX, L.P. <sup>(5)</sup>
Common Stock								249,918	I	By Hilrod Holdings X, L.P. <sup>(5)</sup>
Common Stock								505,242	I	By Hilrod Holdings XI, L.P. <sup>(5)</sup>
Common Stock								327,186	I	By Hilrod Holdings XII, L.P. <sup>(5)</sup>

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			Code	V	Amount	(A) or (D)	Price			
Common Stock								1,440,954	I	By Hilrod Holdings XIII, L.P. <sup>(5)</sup>
Common Stock								186,790	I	By Hilrod Holdings XIV, L.P. <sup>(5)</sup>
Common Stock								4,176	I	By Hilrod Holdings XV, L.P. <sup>(5)</sup>
Common Stock								1,311,896	I	By Hilrod Holdings XVII, L.P. <sup>(5)</sup>
Common Stock								427,606	I	By Hilrod Holdings XIX, L.P. <sup>(5)</sup>
Common Stock								1,000,000	I	By Hilrod Holdings XX, L.P. <sup>(5)</sup>
Common Stock								1,000,000	I	By Hilrod Holdings XXI, L.P. <sup>(5)</sup>
Common Stock								500,000	I	By Hilrod Holdings XXII, L.P. <sup>(5)</sup>
Common Stock								3,091,215	I	By HHS 2010 GRAT #3 <sup>(5)</sup>
Common Stock								28,722	I	By HHS 2014 GRAT #2 <sup>(5)</sup>

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	\$17.99							(6)	06/03/2023	Common Stock	(7)		11,118	D	
Employee Stock Option (right to buy)	\$17.99							(6)	06/03/2023	Common Stock	(7)		408,882	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$17.99							(6)	06/03/2023	Common Stock	(7)		210,000	I	By Hilrod Holdings XV, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$23.35							(6)	03/14/2024	Common Stock	(7)		55,698	D	
Employee Stock Option (right to buy)	\$23.35							(6)	03/14/2024	Common Stock	(7)		420,000	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$23.35							(6)	03/14/2024	Common Stock	(7)		154,302	I	Hilrod Holdings XVIII, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$45.16							(6)	03/13/2025	Common Stock	(7)		2,214	D	

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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$45.16							(6)	03/13/2025	Common Stock	(7)		79,200	I	By Hilrod Holdings XVI, L.P. (5)
Employee Stock Option (right to buy)	\$45.16							(6)	03/13/2025	Common Stock	(7)		156,186	I	By Hilrod Holdings XVIII, L.P. (5)
Employee Stock Option (right to buy)	\$43.99							(6)	03/14/2026	Common Stock	(7)		2,271	D	
Employee Stock Option (right to buy)	\$43.99							(6)	03/14/2026	Common Stock	(7)		97,257	I	By Hilrod Holdings XVIII, L.P. (5)
Employee Stock Option (right to buy)	\$43.99							(6)	03/14/2026	Common stock	(7)		107,736	I	By Hilrod Holdings XX, L.P.(5)
Employee Stock Option (right to buy)	\$43.99							(6)	03/14/2026	Common Stock	(7)		107,736	I	By Hilrod Holdings XXI, L.P. (5)
Employee Stock Option (right to buy)	\$46.27							(6)	03/14/2027	Common Stock	(7)		79,034	D	
Employee Stock Option (right to buy)	\$46.27							(6)	03/14/2027	Common Stock	(7)		24,963	I	By Hilrod Holdings XVIII, L.P. (5)
Employee Stock Option (right to buy)	\$46.27							(6)	03/14/2027	Common Stock	(7)		100,752	I	By Hilrod Holdings XX, L.P.(5)
Employee Stock Option (right to buy)	\$46.27							(6)	03/14/2027	Common Stock	(7)		100,751	I	By Hilrod Holdings XXI, L.P. (5)
Employee Stock Option (right to buy)	\$58.73							(6)	03/14/2028	Common Stock	(7)		88,000	D	
Employee Stock Option (right to buy)	\$58.73							(6)	03/14/2028	Common Stock	(7)		88,000	I	By Hilrod Holdings XX, L.P.(5)
Employee Stock Option (right to buy)	\$58.73							(6)	03/14/2028	Common Stock	(7)		88,000	I	By Hilrod Holdings XXI, L.P. (5)
Employee Stock Option (right to buy)	\$59.67							(8)	03/14/2029	Common Stock	(7)		194,400	D	
Employee Stock Option (right to buy)	\$59.67							(6)	03/14/2029	Common Stock	(7)		48,600	I	By Hilrod Holdings XX, L.P.(5)
Employee Stock Option (right to buy)	\$59.67							(6)	03/14/2029	Common Stock	(7)		48,600	I	By Hilrod Holdings XXI, L.P. (5)
Employee Stock Option (right to buy)	\$62.39							(9)	03/13/2030	Common Stock	(7)		191,400	D	

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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$88.94	03/12/2021		A		129,900		(10)	03/12/2031	Common Stock	129,900	\$0	129,900	D	
Restricted Stock Units	(11)	03/15/2021		M			34,067	(12)	(13)	Common Stock	34,067	\$0	0	D	
Restricted Stock Units	(11)	03/15/2021		M		33,533		(14)	(13)	Common Stock	33,533	\$0	33,534	D	
Restricted Stock Units	(11)	03/15/2021		M		25,644		(15)	(13)	Common Stock	25,644	\$0	32,056	D	
Restricted Stock Units	(16)	03/12/2021		A		37,900		(17)	(13)	Common Stock	37,900	\$0	37,900	D	

**Explanation of Responses:**

- Received upon the achievement of the vesting criteria applicable to the first of three tranches of performance share units granted under the Monster Beverage Corporation 2011 Omnibus Incentive Plan (the "2011 Omnibus Incentive Plan"), achievement of which was certified by the Compensation Committee of the Company's Board of Directors (the "Compensation Committee"). Each performance share unit represents a contingent right to receive one share of the Company's common stock as of the applicable vesting date.
- Share amount reflects that portion of the reporting person's annual incentive award for the 2020 fiscal year granted under the 2011 Omnibus Incentive Plan paid upon the achievement of performance-based vesting criteria applicable to such portion of the award that is payable in shares of the Company's common stock, achievement of which was certified by the Compensation Committee. The shares underlying the award are immediately vested.
- Sum of all restricted stock units vested on March 15, 2021.
- Each restricted stock unit represents a contingent right to receive one share of the Company's common stock as of the vesting date. Accordingly, these restricted stock units were settled in shares of common stock.
- The reporting person is one of the general partners of each of Brandon Limited Partnership No. 1, Brandon Limited Partnership No. 2, Hilrod Holdings IV, L.P., Hilrod Holdings V, L.P., Hilrod Holdings VI, L.P., Hilrod Holdings VII, L.P., Hilrod Holdings VIII, L.P., Hilrod Holdings IX, L.P., Hilrod Holdings X, L.P., Hilrod Holdings XI, L.P., Hilrod Holdings XII, L.P., Hilrod Holdings XIII, L.P., Hilrod Holdings XIV, L.P., Hilrod Holdings XV, L.P., Hilrod Holdings XVI, L.P., Hilrod Holdings XVII, L.P., Hilrod Holdings XVIII, L.P., Hilrod Holdings XIX, L.P., Hilrod Holdings XX, L.P., Hilrod Holdings XXI, L.P. and Hilrod Holdings XXII, L.P. The reporting person is the trustee of each of HHS 2010 GRAT #3 and HHS 2014 GRAT #2. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- The options are currently vested.
- No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- The options are currently vested with respect to 97,200 shares. The remaining options vest on March 14, 2022.
- The options are currently vested with respect to 85,066 shares. The remaining options vest in two installments as follows: 53,167 shares on March 13, 2022 and 53,167 shares on March 13, 2023.
- The options vest in three equal installments on March 12, 2022, 2023 and 2024.
- The restricted stock units were granted under the 2011 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.
- The restricted stock units are fully vested.
- Not applicable.
- The remaining restricted stock units vest on March 14, 2022.
- The remaining restricted stock units vest in two installments as follows: 16,028 units on March 13, 2022 and 16,028 units on March 13, 2023.
- 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.
- The restricted stock units vest in three installments as follows: 12,633 units on March 12, 2022; 12,633 units on March 12, 2023 and 12,634 units on March 12, 2024.

Paul J. Dechary, attorney-in-fact 03/15/2021

\*\* Signature of Reporting Person      Date

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.

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