SEC Form 4

FORM 4

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol <u>Monster Beverage Corp</u> [MNST]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
VIDERGAUZ MARK				X	Director	10% Owner				
(Last) (First) (Middle) 1 MONSTER WAY		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/13/2020		Officer (give title below)	Other (specify below)				
·			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable					
(Street) CORONA	CA	92879		Line)	Form filed by One Re Form filed by More th					
(City)	(State)	(Zip)	—		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)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/13/2020		S		12,000	D	\$83.47(1)	41,325	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(-3,														
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)			6. Date Exerc Expiration Da (Month/Day/Y	ate	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				
Restricted Stock Units	(2)							(3)	(4)	Common Stock	(5)		2,276	D	
Deferred Stock Units	(6)							(7)	(7)	Common Stock	(5)		3,244	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$83.44 to \$83.51. 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 2021 annual stockholder 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. Each Deferred Stock Unit is economically equivalent to one share of Common Stock.

7. 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-08/26/2020

fact

** 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.

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.