

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

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* <u>POLK BENJAMIN</u> (Last) (First) (Middle) <u>1 MONSTER WAY</u> (Street) <u>CORONA CA 92879</u> (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 Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/16/2017</u> | |
| | 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 | 06/16/2017 | | M | | 3,237 | A | (1) | 27,045 ⁽²⁾ | 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. 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 |
| Restricted Stock Units | (1) | 06/16/2017 | | M | | | 3,237 | 06/16/2017 | (3) | Common Stock | 3,237 | (1) | 0 | D | |
| Restricted Stock Units | (4) | 06/19/2017 | | A | | 3,244 | | (5) | (3) | Common Stock | 3,244 | \$0 | 3,244 | D | |
| Stock Option (right to buy) | \$6.4 ⁽⁶⁾ | | | | | | | (7) | 06/09/2020 | Common Stock | (8) | | 13,002 ⁽⁶⁾ | D | |
| Stock Option (right to buy) | \$11.35 ⁽⁹⁾ | | | | | | | (7) | 05/18/2021 | Common Stock | (8) | | 7,770 ⁽⁹⁾ | D | |

Explanation of Responses:

- 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. The reporting person settled these restricted stock units in shares of common stock.
- On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 15,872 additional shares of common stock.
- Not applicable.
- 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.
- The restricted stock units vest with respect to 100% of such restricted stock units on the last business day prior to the Company's 2018 annual shareholder meeting, provided that the reporting person continues as a director of the Company through such date.
- This employee stock option was previously reported as covering 4,334 shares of common stock at an exercise price of \$19.20 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
- The options are currently vested.
- No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- This employee stock option was previously reported as covering 2,590 shares of common stock at an exercise price of \$34.06 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.

/s/ Paul J. Dechary, attorney-
in-fact

06/20/2017

** 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.