

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* <b>SACKS RODNEY C</b>  (Last) (First) (Middle) <b>1 MONSTER WAY</b>  (Street) <b>CORONA CA 92879</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Monster Beverage Corp [ MNST ]</b>	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) <b>Chairman and CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/13/2017</b>	
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	03/13/2017		M		38,100	A	(1)	1,677,942 <sup>(2)</sup>	D	
Common Stock	03/14/2017		A		5,910 <sup>(3)</sup>	A	\$0	1,683,852	D	
Common Stock	03/14/2017		M		39,000	A	(1)	1,722,852	D	
Common Stock								5,645,568 <sup>(4)</sup>	I	By Brandon Limited Partnership No. 1 <sup>(5)</sup>
Common Stock								29,386,944 <sup>(6)</sup>	I	By Brandon Limited Partnership No. 2 <sup>(5)</sup>
Common Stock								104,772 <sup>(7)</sup>	I	By Hilrod Holdings IV, L.P. <sup>(5)</sup>
Common Stock								214,284 <sup>(8)</sup>	I	By Hilrod Holdings V, L.P. <sup>(5)</sup>
Common Stock								323,700 <sup>(9)</sup>	I	By Hilrod Holdings VI, L.P. <sup>(5)</sup>
Common Stock								120,216 <sup>(10)</sup>	I	By Hilrod Holdings VII, L.P. <sup>(5)</sup>
Common Stock								568,584 <sup>(11)</sup>	I	By Hilrod Holdings VIII, L.P. <sup>(5)</sup>
Common Stock								453,444 <sup>(12)</sup>	I	By Hilrod Holdings IX, L.P. <sup>(5)</sup>
Common Stock								249,918 <sup>(13)</sup>	I	By Hilrod Holdings X, L.P. <sup>(5)</sup>
Common Stock								505,242 <sup>(14)</sup>	I	By Hilrod Holdings XI, L.P. <sup>(5)</sup>

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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								399,012 <sup>(15)</sup>	I	By Hilrod Holdings XII, L.P. <sup>(5)</sup>
Common Stock								1,440,954 <sup>(16)</sup>	I	By Hilrod Holdings XIII, L.P. <sup>(5)</sup>
Common Stock								925,878 <sup>(17)</sup>	I	By Hilrod Holdings XIV, L.P. <sup>(5)</sup>
Common Stock								8,832 <sup>(18)</sup>	I	By Hilrod Holdings XV, L.P. <sup>(5)</sup>
Common Stock								2,249,190 <sup>(19)</sup>	I	By Hilrod Holding XVI, L.P. <sup>(5)</sup>
Common Stock								231,363 <sup>(20)</sup>	I	By RCS 2009 GRAT #2 <sup>(5)</sup>
Common Stock								28,722 <sup>(21)</sup>	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					
Employee Stock Option (right to buy)	\$5.29 <sup>(22)</sup>							(23)	06/02/2018	Common Stock	(24)	58,623 <sup>(22)</sup>	D	
Employee Stock Option (right to buy)	\$5.29 <sup>(25)</sup>							(23)	06/02/2018	Common Stock	(24)	186,228 <sup>(25)</sup>	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$5.94 <sup>(26)</sup>							(23)	12/01/2019	Common Stock	(24)	16,830 <sup>(26)</sup>	D	
Employee Stock Option (right to buy)	\$5.94 <sup>(27)</sup>							(23)	12/01/2019	Common Stock	(24)	283,170 <sup>(27)</sup>	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$17.99 <sup>(28)</sup>							(23)	06/03/2023	Common Stock	(24)	11,118 <sup>(28)</sup>	D	

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(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 <sup>(29)</sup>							(23)	06/03/2023	Common Stock	(24)		408,882 <sup>(29)</sup>	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$17.99 <sup>(30)</sup>							(23)	06/03/2023	Common Stock	(24)		210,000 <sup>(30)</sup>	I	By Hilrod Holdings XV, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$23.35 <sup>(31)</sup>							(23)	03/14/2024	Common Stock	(24)		210,000 <sup>(31)</sup>	D	
Employee Stock Option (right to buy)	\$23.35 <sup>(32)</sup>							(23)	03/14/2024	Common Stock	(24)		420,000 <sup>(32)</sup>	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$45.16 <sup>(33)</sup>							(34)	03/13/2025	Common Stock	(24)		158,400 <sup>(33)</sup>	D	
Employee Stock Option (right to buy)	\$45.16 <sup>(35)</sup>							(23)	03/13/2025	Common Stock	(24)		79,200 <sup>(35)</sup>	I	By Hilrod Holdings XVI, L.P. <sup>(5)</sup>
Employee Stock Option (right to buy)	\$43.99 <sup>(36)</sup>							(37)	03/14/2026	Common Stock	(37)		315,000 <sup>(36)</sup>	D	
Employee Stock Option (right to buy)	\$46.27	03/14/2017		A		305,500		(38)	03/14/2027	Common Stock	305,500	\$0	305,500	D	
Restricted Stock Units	(39)	03/13/2017		M		38,100		(40)	(41)	Common Stock	38,100	\$0	38,100 <sup>(42)</sup>	D	
Restricted Stock Units	(39)	03/14/2017		M		39,000		(43)	(41)	Common Stock	39,000	\$0	78,000 <sup>(44)</sup>	D	
Restricted Stock Units	(39)	03/14/2017		A		116,100		(45)	(41)	Common Stock	116,100	\$0	116,100	D	

**Explanation of Responses:**

- 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.
- On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 1,093,228 additional shares of common stock.
- The common stock award was granted under the Monster Beverage Corporation 2011 Omnibus Incentive Plan. The award is immediately vested.
- On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 3,763,712 additional 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., and Hilrod Holdings XVI, L.P. The reporting person is the trustee of each of RCS 2009 GRAT #2 and HHS 2014 GRAT #2.
- On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 19,591,296 additional 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 69,848 additional 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 142,856 additional 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 215,800 additional 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 80,144 additional 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 379,056 additional 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 302,296 additional shares of common stock.

13. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 166,612 additional shares of common stock.
14. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 336,828 additional shares of common stock.
15. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 266,008 additional shares of common stock.
16. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 960,636 additional shares of common stock.
17. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 617,252 additional shares of common stock.
18. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 5,888 additional shares of common stock.
19. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 1,499,460 additional shares of common stock.
20. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 154,242 additional shares of common stock.
21. On November 9, 2016, the common stock of Monster Beverage Corporation split 3-for-1, resulting in the reporting person's ownership of 19,148 additional shares of common stock.
22. This employee stock option was previously reported as covering 19,541 shares of common stock at an exercise price of \$15.86 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
23. The options are currently vested.
24. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
25. This employee stock option was previously reported as covering 62,076 shares of common stock at an exercise price of \$15.86 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
26. This employee stock option was previously reported as covering 5,610 shares of common stock at an exercise price of \$17.82 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
27. This employee stock option was previously reported as covering 94,390 shares of common stock at an exercise price of \$17.82 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
28. This employee stock option was previously reported as covering 3,706 shares of common stock at an exercise price of \$53.96 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
29. This employee stock option was previously reported as covering 136,294 shares of common stock at an exercise price of \$53.96 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
30. This employee stock option was previously reported as covering 70,000 shares of common stock at an exercise price of \$53.96 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
31. This employee stock option was previously reported as covering 70,000 shares of common stock at an exercise price of \$70.06 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
32. This employee stock option was previously reported as covering 140,000 shares of common stock at an exercise price of \$70.06 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
33. This employee stock option was previously reported as covering 52,800 shares of common stock at an exercise price of \$135.48 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
34. The options are currently vested with respect to 79,200 shares. The remaining options vest on March 14, 2018.
35. This employee stock option was previously reported as covering 26,400 shares of common stock at an exercise price of \$135.48 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
36. This employee stock option was previously reported as covering 105,000 shares of common stock at an exercise price of \$131.96 per share, but was adjusted to reflect the stock split that occurred on November 9, 2016.
37. The options are currently vested with respect to 105,000 shares. The remaining options vest in two equal installments on March 14, 2018 and 2019.
38. The options vest in three equal installments on March 14, 2018, 2019 and 2020.
39. The restricted stock units were granted under the Monster Beverage Corporation 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.
40. The remaining restricted stock units vest on March 13, 2018.
41. Not applicable.
42. These restricted stock units were previously reported as covering 25,400 shares of common stock, but were adjusted to reflect the stock split that occurred on November 9, 2016.
43. The remaining restricted stock units vest in two equal installments on March 14, 2018 and 2019.
44. These restricted stock units were previously reported as covering 39,000 shares of common stock, but were adjusted to reflect the stock split that occurred on November 9, 2016.
45. The restricted stock units vest in three equal installments on March 14, 2018, 2019 and 2020.

Paul J. Dechary, attorney-in-  
fact 03/15/2017

\*\* 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.

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