FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## 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 Addres			uer Name <b>and</b> Tick nster Beverag				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner										
(Last) (First) (Middle) 1 MONSTER WAY					te of Earliest Trans 2/2019	action (I	Month	n/Day/Year)	<b>y</b>	below)	e Othe belo an and CEO	er (specify w)					
(Street) CORONA (City)	CA 92879  (State) (Zip)			4. If <i>A</i>	Amendment, Date o	f Origin	al File	d (Month/Day <i>i</i>	Individual or Joint/Group Filing (Check Applicable Line)      X Form filed by One Reporting Person     Form filed by More than One Reporting Person								
. ,,			on-Deriva	ative Securities Acquired, Disposed of, or Beneficially Owned													
1. Title of Security (	2. Transaction Date (Month/Day/	on	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)	ction	4. Securities Acquired (A) or				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
							v	Amount	(A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
Common Stock			01/22/20	)19		G	V	3,605	D	\$	0	36,551	D				
Common Stock			02/14/20	)19		M		16,830	A	\$5.	.94	53,381	D				
Common Stock												5,645,568	I	By Brandon Limited Partnership No. 1 <sup>(1)</sup>			
Common Stock												29,386,944	I	By Brandon Limited Partnership No. 2 <sup>(1)</sup>			
Common Stock												104,772	I	By Hilrod Holdings IV, L.P. <sup>(1)</sup>			
Common Stock												214,284	I	By Hilrod Holdings V, L.P. <sup>(1)</sup>			
Common Stock												323,700	I	By Hilrod Holdings VI, L.P. <sup>(1)</sup>			
Common Stock												120,216	I	By Hilrod Holdings VII, L.P. <sup>(1)</sup>			
Common Stock												568,584	I	By Hilrod Holdings VIII, L.P. <sup>(1)</sup>			
Common Stock												453,444	I	By Hilrod Holdings IX, L.P. <sup>(1)</sup>			
Common Stock												249,918	I	By Hilrod Holdings X, L.P. <sup>(1)</sup>			
Common Stock												505,242	I	By Hilrod Holdings XI, L.P. <sup>(1)</sup>			
Common Stock												327,186	I	By Hilrod Holdings XII, L.P. <sup>(1)</sup>			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities / Disposed Of (	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code V		Amount (A) or Pric		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								1,440,954	I	By Hilrod Holdings XIII, L.P. <sup>(1</sup>
Common Stock								186,790	I	By Hilrod Holdings XIV, L.P. <sup>(1)</sup>
Common Stock								4,176	I	By Hilrod Holdings XV, L.P. <sup>(1)</sup>
Common Stock	02/14/2019		М		566,340	A	\$5.94	2,279,410	I	By Hilrod Holdings XVI, L.P. <sup>(1</sup>
Common Stock	02/14/2019		F		247,224	D	\$58.63	2,032,186	I	By Hilrod Holdings XVI, L.P. <sup>(1</sup>
Common Stock								2,000,000	I	By Hilrod Holdings XVII, L.P.
Common Stock								600,000	I	By Hilrod Holdings XIX, L.P. <sup>(1</sup>
Common Stock								3,091,215	I	By HHS 2010 GRAT #3 <sup>(1</sup>
Common Stock								28,722	I	By HHS 2014 GRAT #2 <sup>(1</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)	Transaction Code (Instr. 8) Sect Acquor Di of (D 3, 4 a		Deri Sec Acq or D of (I	umber of vative urities uired (A) isposed o) (Instr. 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)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)			
Employee Stock Option (right to buy)	\$5.94	02/14/2019		M			16,830	(2)	12/01/2019	Common Stock	16,830	\$0	0	D	
Employee Stock Option (right to buy)	\$5.94	02/14/2019		М			283,170	(2)	12/01/2019	Common Stock	283,170	\$0	0	I	By Hilrod Holdings XVI, L.P.
Employee Stock Option (right to buy)	\$17.99							(2)	06/03/2023	Common Stock	(3)		11,118	D	
Employee Stock Option (right to buy)	\$17.99							(2)	06/03/2023	Common Stock	(3)		408,882	I	By Hilrod Holdings XVI, L.P.
Employee Stock Option (right to buy)	\$17.99							(2)	06/03/2023	Common Stock	(3)		210,000	I	By Hilrod Holdings XV, L.P. <sup>(1)</sup>
Employee Stock Option (right to buy)	\$23.35							(2)	03/14/2024	Common Stock	(3)		4,281	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)		ransaction Derivative ode (Instr. Securities			6. Date Exerc Expiration Da (Month/Day/\	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	Code V (A) (D)		(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Employee Stock Option (right to buy)	\$23.35							(2)	03/14/2024	Common Stock	(3)		420,000	I	By Hilrod Holdings XVI, L.P.
Employee Stock Option (right to buy)	\$23.35							(2)	03/14/2024	Common Stock	(3)		205,719	I	Hilrod Holdings XVIII, L.P,
Employee Stock Option (right to buy)	\$45.16							(2)	03/13/2025	Common Stock	(3)		2,214	D	
Employee Stock Option (right to buy)	\$45.16							(2)	03/13/2025	Common Stock	(3)		79,200	I	By Hilrod Holdings XVI, L.P.
Employee Stock Option (right to buy)	\$45.16							(2)	03/13/2025	Common Stock	(3)		156,186	I	By Hilrod Holdings XVIII, L.P.
Employee Stock Option (right to buy)	\$43.99							(4)	03/14/2026	Common Stock	(3)		105,000	D	
Employee Stock Option (right to buy)	\$43.99							(2)	03/14/2026	Common Stock	(3)		210,000	I	By Hilrod Holdings XVIII, L.P.
Employee Stock Option (right to buy)	\$46.27							(5)	03/14/2027	Common Stock	(3)		203,666	D	
Employee Stock Option (right to buy)	\$46.27							(2)	03/14/2027	Common Stock	(3)		101,834	I	By Hilrod Holdings XVIII, L.P.
Employee Stock Option (right to buy)	\$58.73							(6)	03/14/2028	Common Stock	(3)		264,000	D	
Restricted Stock Units	(7)							(8)	(9)	Common Stock	(3)		39,000	D	
Restricted Stock Units	(7)							(10)	(9)	Common Stock	(3)		77,400	D	
Restricted Stock Units	(7)							(11)	(9)	Common Stock	(3)		102,200	D	

## **Explanation of Responses:**

- 1. 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 VI, L.P., Hilrod Holdings VI, L.P., Hilrod Holdings VII, L.P., Hilrod Holdings VIII, L.P., Hilrod Holdings XIII, L.P., Hilrod Holdings XIII, L.P., Hilrod Holdings XIII, L.P., Hilrod Holdings XIII, L.P., Hilrod Holdings XVII, L.P., Hilrod Holdings XVII, L.P., Hilrod Holdings XVII, L.P., Hilrod Holdings XVII, L.P., Hilrod Holdings XVIII, L.P., Hilrod Holdings HHS 2014 GRAT #2.
- 2. The options are currently vested.
- 3. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- 4. The remaining options vest on March 14, 2019.
- 5. The remaining options vest in two equal installments on March 14, 2019 and 2020.
- 6. The options vest in three equal installments on March 14, 2019, 2020 and 2021.
- 7. 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.
- 8. The remaining restricted stock units vest on March 14, 2019.
- 9. Not applicable.
- 10. The restricted stock units vest in two equal installments on March 14, 2019 and 2020.
- $11.\ The\ restricted\ stock\ units\ vest\ in\ three\ equal\ installments\ on\ March\ 14,\ 2019,\ 2020\ and\ 2021.$

Paul J. Dechary, attorney-in-fact 02/19/2019

\*\* 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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