SEC Form 4
FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if no longer subject to
Check this box if no longer subje
Section 16. Form 4 or Form 5
Section 16. Form 4 or Form 5
obligations may continue. See
obligations may
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 1. Name and Address of Reporting Person* SCHLOSBERG HILTON H |  |  | 2. Issuer Name and Ticker or Trading Symbol Monster Beverage Corp [ MNST ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | X | Director | 10\% Owner |
| (Last) | (First) | (Middle) |  | 3. Date of Earliest Transaction (Month/Day/Year) 06/07/2022 |  | below) | below) |
| 1 MONSTER WAY |  |  | Vice Chairman and Co-CEO |  |  |
| (Street) |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |  |
| CORONA | CA | 92879 |  |  | Form filed by On | ing Person |
| (City) | (State) | (Zip) |  |  | Form filed by Mo Person | ne Reporting |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. TransactionDate(Month/Day/Year) | 2A. Deemed Execution Date if any <br> (Month/Day/Year) | 3. <br> Transaction <br> Code$\begin{array}{l}\text { Tran } \\ \text { Cod } \\ \text { 8) }\end{array}$ 8) |  | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |  |  | 5. Amount of Securities Beneficially Owned Following (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | Code | v | Amount | $\begin{aligned} & \text { (A) or } \\ & \text { (D) } \end{aligned}$ | Price |  |  |  |
| Common Stock |  |  |  |  |  |  |  | 535,508 | D |  |
| Common Stock |  |  |  |  |  |  |  | 5,645,568 | I | By <br> Brandon <br> Limited <br> Partnership <br> No. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 29,386,944 | 1 | By <br> Brandon <br> Limited <br> Partnership <br> No. $2^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 104,772 | I | By Hilrod Holdings IV, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 214,284 | I | By Hilrod Holdings V, L.P. |
| Common Stock |  |  |  |  |  |  |  | 323,700 | I | By Hilrod Holdings VI, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 120,216 | I | By Hilrod Holdings VII, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 568,584 | I | By Hilrod Holdings VIII, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 453,444 | I | By Hilrod Holdings IX, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 249,918 | I | By Hilrod Holdings X, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 505,242 | I | By Hilrod Holdings XI, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 327,186 | 1 | By Hilrod Holdings XII, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 1,440,954 | I | By Hilrod Holdings XIII, L.P. ${ }^{(1)}$ |


| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 1. Title of Security (Instr. 3) | $\begin{aligned} & \text { 2. Transaction } \\ & \text { Date } \\ & \text { (Month/Day/Year) } \end{aligned}$ | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. <br> 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 <br> (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|  |  |  | Code | v | Amount | (A) or (D) | Price |  |  |  |
| Common Stock |  |  |  |  |  |  |  | 186,790 | I | By Hilrod Holdings XIV, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 4,176 | I | By Hilrod Holdings XV, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 336,772 | I | By Hilrod Holdings XIX, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 364,636 | I | By Hilrod Holdings XX, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 364,636 | I | By Hilrod Holdings XXI, L.P. ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 500,000 | I | By Hilrod Holdings XXII, L.P. <br> (1) |
| Common Stock | 06/07/2022 |  | S |  | 50,000 | D | \$91 | 310,244 | I | By Hilrod Holdings XXIV, L.P. (1) |
| Common Stock | 06/08/2022 |  | S |  | 65,682 | D | \$90.25 ${ }^{(2)}$ | 244,562 | I | By Hilrod Holdings XXIV, L.P. (1) |
| Common Stock |  |  |  |  |  |  |  | 900,000 | I | By Hilrod Holdings XXV, L.P. <br> (1) |
| Common Stock |  |  |  |  |  |  |  | 105,486 | I | By RCS <br> Direct $2010$ <br> GRAT ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 4,836 | I | By RCS <br> Direct 2010 <br> GRAT \#2 ${ }^{(1)}$ |
| Common Stock |  |  |  |  |  |  |  | 1,639,842 | I | $\begin{aligned} & \text { By RCS } \\ & 2010 \\ & \text { GRAT \#3 }{ }^{(1)} \end{aligned}$ |
| Common Stock |  |  |  |  |  |  |  | 80,598 | I | By RCS <br> Direct <br> 2011 <br> GRAT $^{(1)}$ |

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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> 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. <br> Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Employee <br> Stock <br> Option <br> (right to buy) | \$17.99 |  |  |  |  |  |  | (3) | 06/03/2023 | Common Stock | (4) |  | 11,118 | D |  |

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

| 1. Title of <br> Derivative <br> Security (Instr. 3) | 2. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any <br> (Month/Day/Year) | 4. <br> Trans <br> Code <br> 8) <br> Code | ction nstr. | 5. N <br> of <br> Deri <br> Secu <br> Acqu <br> (A) o <br> Disp <br> of (D) <br> (Inst <br> and <br> (A) | mber <br> ative ities red <br> sed <br> 3,4 $\qquad$ <br> (D) | 6. Date Exer Expiration D (Month/Day/ <br> Date <br> Exercisable | isable and te <br> ear) | 7. Title and Amount o Securities Underlyin Derivative (Instr. 3 and <br> Title | Security <br> d 4) <br> Amount <br> or <br> Number <br> of <br> Shares | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative <br> Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$17.99 |  |  |  |  |  |  | (3) | 06/03/2023 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 408,882 | I | By Hilrod Holdings XVI, L.P. |
| Employee Stock Option (right to buy) | \$17.99 |  |  |  |  |  |  | (3) | 06/03/2023 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 210,000 | I | By Hilrod Holdings XV, L.P. ${ }^{(1)}$ |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$23.35 |  |  |  |  |  |  | (3) | 03/14/2024 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 4,281 | D |  |
| Employee Stock Option (right to buy) | \$23.35 |  |  |  |  |  |  | (3) | 03/14/2024 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 420,000 | I | By Hilrod Holdings XVI, L.P. <br> (1) |
| Employee Stock Option (right to buy) | \$23.35 |  |  |  |  |  |  | (3) | 03/14/2024 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 154,302 | I | By Hildrod Holdings XVIII, L.P. <br> (1) |
| Employee Stock Option (right to buy) | \$23.35 |  |  |  |  |  |  | (3) | 03/14/2024 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 51,417 | I | By Hilrod Holdings XXIII, L.P. <br> (1) |
| Employee Stock Option (right to buy) | \$45.16 |  |  |  |  |  |  | (3) | 03/13/2025 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 2,214 | D |  |
| Employee Stock Option (right to buy) | \$45.16 |  |  |  |  |  |  | (3) | 03/13/2025 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 79,200 | I | By Hilrod Holdings XVI, L.P. <br> (1) |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$45.16 |  |  |  |  |  |  | (3) | 03/13/2025 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 156,186 | I | By Hilrod Holdings XVIII, L.P. <br> (1) |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$43.99 |  |  |  |  |  |  | (3) | 03/14/2026 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 2,271 | D |  |
| Employee Stock Option (right to buy) | \$43.99 |  |  |  |  |  |  | (3) | 03/14/2026 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 97,257 | I | By Hilrod Holdings XVIII, L.P. <br> (1) |
| Employee Stock Option (right to buy) | \$43.99 |  |  |  |  |  |  | (3) | 03/14/2026 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 215,472 | I | By Hilrod Holdings XXVI, L.P. <br> (1) |
| Employee Stock Option (right to buy) | \$46.27 |  |  |  |  |  |  | (3) | 03/14/2027 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 2,163 | D |  |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$46.27 |  |  |  |  |  |  | (3) | 03/14/2027 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 24,963 | I | By Hilrod Holdings XVIII, L.P. <br> (1) |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$46.27 |  |  |  |  |  |  | (3) | 03/14/2027 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 76,871 | I | By Hilrod Holdings XXIII, L.P. <br> (1) |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$46.27 |  |  |  |  |  |  | (3) | 03/14/2027 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 201,503 | I | By Hilrod Holdings XXVI, L.P. <br> (1) |

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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction <br> Date <br> (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Trans <br> Code <br> 8) <br> Code | ction | 5. N <br> of <br> Deri <br> Secu <br> Acq <br> (A) or <br> Disp <br> of (D) <br> (Inst <br> and | mber <br> ative rities ired sed <br> 3,4 <br> ) <br> (D) | 6. Date Exer Expiration D (Month/Day/ <br> Date <br> Exercisable | isable and te ear) | 7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a <br> Title | Security <br> d) <br> Amount <br> or <br> Number <br> of <br> Shares | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative <br> Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 4) | 10. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Employee <br> Stock <br> Option (right to buy) | \$58.73 |  |  |  |  |  |  | (3) | 03/14/2028 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 1,702 | D |  |
| Employee <br> Stock <br> Option <br> (right to <br> buy) | \$58.73 |  |  |  |  |  |  | (3) | 03/14/2028 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 86,298 | I | By Hilrod Holdings XXIII, L.P. (1) |
| Employee <br> Stock <br> Option <br> (right to buy) | \$58.73 |  |  |  |  |  |  | (3) | 03/14/2028 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 176,000 | I | By Hilrod Holdings XXVI, L.P. (1) |
| Employee <br> Stock <br> Option <br> (right to buy) | \$59.67 |  |  |  |  |  |  | (3) | 03/14/2029 | Common Stock | (4) |  | 97,200 | D |  |
| Employee <br> Stock <br> Option <br> (right to buy) | \$59.67 |  |  |  |  |  |  | (3) | 03/14/2029 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 97,200 | I | By Hilrod Holdings XXIII, L.P. <br> (1) |
| Employee <br> Stock <br> Option <br> (right to buy) | \$59.67 |  |  |  |  |  |  | (3) | 03/14/2029 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 97,200 | I | By Hilrod Holdings XXVI, L.P. <br> (1) |
| Employee <br> Stock <br> Option <br> (right to buy) | \$62.39 |  |  |  |  |  |  | (5) | 03/13/2030 | Common Stock | (4) |  | 106,334 | D |  |
| Employee Stock Option (right to buy) | \$63.29 |  |  |  |  |  |  | (3) | 03/13/2030 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 85,066 | I | By Hilrod Holdings XXIII, L.P. (1) |
| Employee <br> Stock <br> Option <br> (right to buy) | \$88.94 |  |  |  |  |  |  | (6) | 03/12/2031 | Common Stock | (4) |  | 129,900 | D |  |
| Employee <br> Stock <br> Option <br> (right to buy) | \$73.23 |  |  |  |  |  |  | (7) | 03/14/2032 | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 145,700 | D |  |
| Restricted <br> Stock <br> Units | (8) |  |  |  |  |  |  | (9) | (10) | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 16,028 | D |  |
| Restricted <br> Stock <br> Units | (11) |  |  |  |  |  |  | (12) | (10) | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 25,267 | D |  |
| Restricted <br> Stock <br> Units | (11) |  |  |  |  |  |  | (13) | (10) | $\begin{aligned} & \text { Common } \\ & \text { Stock } \end{aligned}$ | (4) |  | 46,100 | D |  |

## Explanation of Responses:

1. Reporting person (i) 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 V1, 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 XVIII, L.P., Hilrod Holdings XIX, L.P., Hilrod Holdings XX, L.P., Hilrod Holdings XXI, L.P., Hilrod Holdings XXII, L.P., Hilrod Holdings XXIII, L.P., Hilrod Holdings XXIV, L.P., Hilrod Holdings XXV, L.P. and Hilrod Holdings XXVI, L.P., (ii) is the trustee of RCS Direct 2010 GRAT, RCS Direct 2010 RCS Direct 2011 GRAT and (iii) disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein
2. This transaction was executed in multiple trades at prices ranging from $\$ 90.09$ to $\$ 90.44$. 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.
3. The options are currently vested
. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof
4. The options are currently vested with respect to 53,167 shares. The remaining options vest on March 13, 2023.
5. The options are currently vested with respect to 43,300 shares. The remaining options vest in two equal installments on March 12, 2023 and March 12, 2024
6. The options vest in three installments as follows: 48,566 shares on March 14, 2023; 48,567 shares on March 14, 2024 and 48,567 shares on March 14, 2025 .
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 13, 2023.
9. Not applicable.
10. 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.
11. The restricted stock units vest in two installments as follows: 12,633 units on March 12, 2023 and 12,634 units on March 12, 2024
