

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>VIDERGAUZ MARK</u>  (Last) (First) (Middle) <u>550 MONICA CIRCLE, SUITE 201</u>  (Street) <u>CORONA CA 92880</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>Monster Beverage Corp [ MNST ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>06/07/2012</u>	
<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting 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)	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	06/08/2012		M		1,322	A	(1)	1,322	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	Amount or Number of Shares				
Restricted Stock Units	(1)	06/08/2012		M			1,322	06/07/2012	(2)	Common Stock	1,322 <sup>(3)</sup>	(1)	0 <sup>(3)</sup>	D	
Restricted Stock Units	(4)	06/07/2012		A			1,343	(5)	(2)	Common Stock	1,343	\$0	1,343	D	
Stock Option (right to buy)	\$8.44 <sup>(6)</sup>							(7)	11/11/2015	Common Stock	38,400 <sup>(6)</sup>		19,200 <sup>(6)</sup>	D	
Stock Option (right to buy)	\$19.2 <sup>(8)</sup>							(7)	06/09/2020	Common Stock	4,334 <sup>(8)</sup>		4,334 <sup>(8)</sup>	D	
Stock Option (right to buy)	\$34.06 <sup>(9)</sup>							(7)	05/18/2021	Common Stock	2,590 <sup>(9)</sup>		2,590 <sup>(9)</sup>	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.
- N/A.
- These restricted stock units were previously reported as covering 661 shares of common stock, but were adjusted to reflect the stock split that occurred on February 15, 2012.
- 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 2013 annual shareholder meeting, provided that the reporting person continues as a director of the Company through such date.
- This stock option was previously reported as covering 19,200 shares of common stock at an exercise price of \$16.87 per share, but was adjusted to reflect the stock split that occurred on February 15, 2012.
- The options are currently vested.
- This stock option was previously reported as covering 2,167 shares of common stock at an exercise price of \$38.40 per share, but was adjusted to reflect the stock split that occurred on February 15, 2012.
- This stock option was previously reported as covering 1,295 shares of common stock at an exercise price of \$68.11 per share, but was adjusted to reflect the stock split that occurred on February 15, 2012.

**Remarks:**

Mark Vidergauz 06/08/2012  
 \*\* 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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