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 Address of Reporting Person* <u>KELLY THOMAS J</u>						2. Issuer Name and Ticker or Trading Symbol Monster Beverage Corp [MNST]								Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last)	(F STER WAY	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/13/2020							x	Officer (give title below) EVP Finance Monster Energy Co.						
(Street)	A C	A	92879		4.	4. If Amendment, Date of Original Filed (Month/Day/Year)					/Year)	6. Inc Line)	Form filed by One Reporting Person							
(City)	(S	itate)	(Zip)		-									Form filed by More than One Reporting Person				ing		
		Ta	ble I - Nor	n-Deri	vativ	/e Se	ecuritie	s Acq	uired,	Dis	posed of	, or Ben	eficially	Owned						
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr. 8)		ties Acquired (A) or I Of (D) (Instr. 3, 4 and 5)		Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of ndirect Beneficial Ownership Instr. 4)				
			02/4	03/16/2020				Code	V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)							
Common Common					16/20				M F		1,733	A (1) D \$57.		28,977 4 28,117		D D				
	Diock		Table II -]			urities	Acqu		ispe	<u> </u>		<u> </u>		117		<u> </u>			
		1		(e.g.,	puts	, cal	ls, war	rants,	option	s, c	onvertib	le secur	ities)							
Derivative Conversion I	Date Exect (Month/Day/Year) if any	3A. Deemed Execution Difficulties if any (Month/Day/	ate, 1	4. Transaction Code (Instr. 8)				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		Ownership of Form: B Direct (D) O	11. Nature of Indirect Beneficial Ownership (Instr. 4)	f Indirect Beneficial Ownership			
				Co	Code	v	(A)	(D)	Date Exercisal	ble	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)					
Employee Stock Option (right to buy)	\$45.16								(2)		03/13/2025	Common Stock	(3)		7,200		D			
Employee Stock Option (right to buy)	\$43.99								(4)		03/14/2026	Common Stock	(3)		20,625		D			
Employee Stock Option (right to buy)	\$43.64								(5)		12/01/2026	Common Stock	(3)		22,000		D			
Employee Stock Option (right to buy)	\$58.73								(6)		03/14/2028	Common Stock	(3)		50,000		D			
Employee Stock Option (right to buy)	\$51.5								(7)		06/01/2028	Common Stock	(3)		5,000		D			
Employee Stock Option (right to buy)	\$59.67								(8)		03/14/2029	Common Stock	(3)		15,00	0	D			
Employee Stock Option (right to buy)	\$62.39	03/13/2020			A		12,000		(9)		03/13/2030	Common Stock	12,000	\$0	12,00	0	D			
Restricted Stock Units	(10)	03/16/2020			М			1,733	(11)		(12)	Common Stock	1,733	\$0	3,467	7	D			
Restricted Stock	(10)	03/13/2020			A		4,000		(13)		(12)	Common Stock	4,000	\$0	4,000		D			

Explanation of Responses:

- 1. 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.
- 2. The options are fully vested.
- 3. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.

- $4. \ The \ options \ are \ currently \ vested \ with \ respect \ to \ 9,375 \ shares. \ The \ remaining \ options \ vest \ on \ March \ 14, \ 2021.$
- 5. The remaining options vest in two installments as follows: 10,000 shares on December 1, 2020 and 12,000 shares on December 1, 2021.
- 6. The options are currently vested with respect to 12,500 shares. The remaining options vest in three installments as follow: 10,000 shares on March 14, 2021; 12,500 shares on March 14, 2022; 15,000 shares on March 14, 2023.
- 7. The options vest in three installments as follows: 1,667 shares on June 1, 2021; 1,667 shares on June 1, 2022; 1,666 shares on June 1, 2023.
- 8. The options are currently vested with respect to 5,000 shares. The remaining options vest in two equal installments on March 14, 2020 and March 14, 2021.
- 9. The options vest in three equal installments on March 13, 2021, 2022 and 2023.
- 10. 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.
- 11. The remaining restricted stock units vest in two installments as follows: 1,733 units on March 14, 2021 and 1,734 units on March 14, 2022.
- 12. Not applicable.
- 13. The restricted stock units vest in three equal installments on March 13, 2021, 2022 and 2023.

Paul J. Dechary, attorney-in-fact 03/17/2020

** 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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