

**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>  (Last) (First) (Middle) 1 MONSTER WAY  (Street) CORONA CA 92879  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Monster Beverage Corp [ MNST ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP Finance Monster Energy Co.</u>
	3. Date of Earliest Transaction (Month/Day/Year) 03/14/2019	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	03/14/2019		M		25,719	A	\$23.35	35,370	D	
Common Stock	03/14/2019		S		25,719	D	\$59.68 <sup>(1)</sup>	9,651	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					
Employee Stock Option (right to buy)	\$15.71							(2)	03/14/2023	Common Stock	(3)	19,089	D	
Employee Stock Option (right to buy)	\$23.35	03/14/2019		M		25,719		(2)	03/14/2024	Common Stock	25,719	\$0	4,281	D
Employee Stock Option (right to buy)	\$37.1							(4)	12/01/2024	Common Stock	(3)	45,000	D	
Employee Stock Option (right to buy)	\$45.16							(5)	03/13/2025	Common Stock	(3)	36,000	D	
Employee Stock Option (right to buy)	\$43.99							(6)	03/14/2026	Common Stock	(3)	37,500	D	
Employee Stock Option (right to buy)	\$43.64							(7)	12/01/2026	Common Stock	(3)	40,000	D	
Employee Stock Option (right to buy)	\$58.73							(8)	03/14/2028	Common Stock	(3)	50,000	D	
Employee Stock Option (right to buy)	\$51.5							(9)	06/01/2028	Common Stock	(3)	5,000	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				
Employee Stock Option (right to buy)	\$59.67	03/14/2019		A		15,000		(10)	03/14/2029	Common Stock	15,000	\$0	15,000	D	
Restricted Stock Units	(11)	03/14/2019		A		5,200		(12)	(13)	Common Stock	5,200	\$0	5,200	D	

**Explanation of Responses:**

- This transaction was executed in multiple trades at prices ranging from \$59.58 to \$59.83. 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.
- The options are fully vested.
- No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- The options are currently vested with respect to 31,500 shares. The remaining options vest on December 1, 2019.
- The options are currently vested with respect to 28,800 shares. The remaining options vest on March 13, 2020.
- The options are currently vested with respect to 16,875 shares. The remaining options vest in two installments as follows: 9,375 shares on March 14, 2020 and 11,250 shares on March 14, 2021.
- The options are currently vested with respect to 10,000 shares. The remaining options vest in three installments as follows: 8,000 shares on December 1, 2019; 10,000 shares on December 1, 2020; 12,000 shares on December 1, 2021.
- The options are currently vested with respect to 5,000 shares. The remaining options vest in four installments as follow: 7,500 shares on March 14, 2020; 10,000 shares on March 14, 2021; 12,500 shares on March 14, 2022; 15,000 shares on March 14, 2023.
- 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.
- The options vest in three equal installments on March 14, 2020, 2021 and 2022.
- 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.
- The restricted stock units vest in three equal installments on March 14, 2020, 2021 and 2022.
- Not applicable.

Paul J. Dechary, attorney-in-fact 03/18/2019

\*\* 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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