

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <b>SACKS RODNEY C</b>  (Last) (First) (Middle) <b>1 MONSTER WAY</b>  (Street) <b>CORONA CA 92879</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Monster Beverage Corp [ MNST ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chairman and CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>09/01/2013</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/01/2013		M		87,000	A	(1)	1,592,858 <sup>(2)</sup>	D	
Common Stock								1,931,856	I	By Brandon Limited Partnership No. 1 <sup>(3)</sup>
Common Stock								9,815,648	I	By Brandon Limited Partnership No. 2 <sup>(3)</sup>
Common Stock								4	I	By HRS Holdings, L.P. <sup>(3)</sup>
Common Stock								4	I	By Hilrod Holdings, L.P. <sup>(3)</sup>
Common Stock								184,924	I	By Hilrod Holdings IV, L.P. <sup>(3)</sup>
Common Stock								71,428	I	By Hilrod Holdings V, L.P. <sup>(3)</sup>
Common Stock								257,900	I	By Hilrod Holdings VI, L.P. <sup>(3)</sup>
Common Stock								40,072	I	By Hilrod Holdings VII, L.P. <sup>(3)</sup>
Common Stock								189,528	I	By Hilrod Holdings VIII, L.P. <sup>(3)</sup>
Common Stock								453,740	I	By Hilrod Holdings IX, L.P. <sup>(3)</sup>
Common Stock								92,332	I	By Hilrod Holdings X, L.P. <sup>(3)</sup>
Common Stock								168,414	I	By Hilrod Holdings XI, L.P. <sup>(3)(4)</sup>

**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								170,356	I	By Hilrod Holdings XII, L.P. <sup>(3)</sup>
Common Stock								77,121	I	By RCS 2009 GRAT #2 <sup>(3)</sup>
Common Stock								45,856	I	By RCS Direct 2010 GRAT <sup>(3)</sup>
Common Stock								6,685	I	By RCS Direct 2010 GRAT #2 <sup>(3)</sup> (5)

**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)	\$3.294							(6)	03/23/2015	Common Stock	2,400,000		1,904,890	D	
Employee Stock Option (right to buy)	\$8.435							(6)	11/11/2015	Common Stock	1,200,000		960,000	D	
Employee Stock Option (right to buy)	\$15.86							(6)	06/02/2018	Common Stock	800,000		326,304	D	
Employee Stock Option (right to buy)	\$17.82							(7)	12/01/2019	Common Stock	500,000		300,000	D	
Employee Stock Option (right to buy)	\$53.96							(8)	06/03/2023	Common Stock	210,000		210,000	D	
Restricted Stock Units	(9)	09/01/2013		M		87,000		(10)	(11)	Common Stock	261,000	(1)	87,000	D	

**Explanation of Responses:**

- 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.
- As a result of the distribution of shares, which were previously reported as indirectly beneficially owned by the reporting person, as the proceeds of in-kind annuity payments from existing grantor retained annuity trusts to the reporting person, the total amount of shares directly owned has increased.
- The reporting person is one of the general partners of each of Brandon Limited Partnership No. 1, Brandon Limited Partnership No. 2, HRS Holdings, L.P., Hilrod Holdings, L.P., Hilrod Holdings IV, L.P., Hilrod Holdings V, L.P., Hilrod Holdings VI, 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., and Hilrod Holdings XII, L.P. The reporting person is the co-trustee of each of RCS 2009 GRAT #2, RCS Direct 2010 GRAT and RCS Direct 2010 GRAT #2.
- Reflects the distribution of shares as the proceeds of an in-kind annuity payment from existing grantor retained annuity trusts. The shares received from the in-kind annuity payments are directly beneficially owned by the reporting person.
- Reflects the distribution of shares as the proceeds of an in-kind annuity payment from such existing grantor retained annuity trust. The shares received from the in-kind annuity payment are directly beneficially owned by the reporting person.
- The options are currently vested.
- The options are currently vested with respect to 100,000 shares. The remaining options vest in two equal installments on December 1, 2013 and 2014.
- The options vest in three equal installments on June 3, 2014, 2015 and 2016.
- 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 remaining restricted stock units vest on September 1, 2014.
- Not applicable.

**Remarks:**

Rodney C. Sacks

09/04/2013

\*\* Signature of Reporting Person

Date

\* 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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