SEC Form 4	
------------	--

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no lo	onger subject to
Section 16. Form 4 or	r Form 5
obligations may conti	nue. See
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPRO	JVAL
OMB Number:	3235-0287
Estimated average bure	den
hours per response:	0.5

1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol <u>Monster Beverage Corp</u> [MNST]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
POLK BENJAMIN							- 1	X	Directo	or		10% Ov	wner						
(Last) 1 MONS	(F STER WAY	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 07/08/2019								Officer below)	(give title		Other (s below)	specify		
						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	A C	Δ	92879									X	Form f	iled by One	e Repo	orting Perso	n		
			52075		-								Form f Persor		e than	One Repo	rting		
(City)	(S	tate)	(Zip)																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
			2. Tran: Date (Month	saction /Day/Year)	2A. Deemed Execution Date if any (Month/Day/Yea	Code	Transaction Code (Instr.		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			Securiti Benefici Owned I	5. Amount of Securities Beneficially Owned Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
							Code	v	Amount	(A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
Common Stock													27,	045 ⁽¹⁾		D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
Derivative Conversion Date Execution Date, T					4. Transactior Code (Instr		Expiration	. Date Exercisable and Expiration Date Amount of Month/Dav/Year) Securities					8. Price of Derivative Security	9. Number derivative Securities		10. Ownership Form:	11. Nature of Indirect Beneficial		

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. Transa Code (8)		5. Num of Derivat Securit Acquir (A) or Dispos of (D) (Instr. 3 and 5)	tive ties ed	6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	f g Security	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	(2)							(3)	(4)	Common Stock	(1)		2,585	D	
Stock Option (right to buy)	\$6.4							(5)	06/09/2020	Common Stock	(1)		13,002 ⁽¹⁾	D	
Stock Option (right to buy)	\$11.35							(5)	05/18/2021	Common Stock	(1)		7,770 ⁽¹⁾	D	
Deferred Stock Units	(6)	07/08/2019		A		257 ⁽⁷⁾		(8)	(8)	Common Stock	257	\$66	8,487	D	

Explanation of Responses:

1. No transaction is being reported at this time. This line is only reporting holdings as of the date hereof.

2. 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. 3. The restricted stock units vest with respect to 100% of such restricted stock units on the last business day prior to the Company's 2020 annual shareholder meeting, provided that the reporting person continues as a director of the Company through such date.

4. Not applicable.

5. The options are currently vested.

6. Each Deferred Stock Unit is economically equivalent to one share of Common Stock.

7. Deferred Stock Units credited to the reporting person under the Monster Beverage Corporation Deferred Compensation Plan for Non-Employee Directors (the "Deferral Plan"), a sub-plan of the Monster Beverage Corporation 2017 Compensation Plan for Non-Employee Directors, effective May 1, 2017, which may include voluntary deferred compensation.

8. The Deferred Stock Units credited under the Deferral Plan are settled (other than fractional units) in stock and are generally payable in the form elected or provided under the Deferral Plan on the earliest of: (i) a specified date or event designated by the reporting person, (ii) in the calendar year following the year in which the reporting person's service with the Board separates, or (iii) upon death, disability or change in control as defined under the Deferral Plan.

/s/ Paul J. Dechary, attorney-in-07/10/2019

<u>fact</u>

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.