Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasiiiigtoii,	D.C. 20049	

OMB APP	ROVAL
OMB Number:	3235-0287
Estimated average	burden

By Hilrod

Holdings

XI, L.P.⁽³⁾ By Hilrod Holdings

XII, L.P.⁽³⁾

I

Ι

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

obligations may cont Instruction 1(b).	inue. See	Filed		uant to Section 16(934	h	ours per response:	0.5			
1. Name and Address o		2. 19	Section 30(h) of the ssuer Name and Ti onster Bevera	cker or T	heck all applicable)	*									
	, , , , , , , , , , , , , , , , , , , ,				saction ((Mont	n/Day/Year)		X Director 10% Owne X Officer (give title below) Other (special below) Vice Chairman and Co-CEO						
(Street)	A 928	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person												
(City) (S	State) (Zip)	Rı	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
	Table I -	Non-Deriva	ative	Securities Ac	quired	l, Di	sposed of,	or Be	neficia	Illy Owned					
1. Title of Security (Ins	str. 3)	2. Transaction Date (Month/Day/		on 2A. Deemed Execution Date,		tion nstr.	4. Securities A Disposed Of (5)	D) (Instr.		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)					
Common Stock		06/12/20)23		J	L	58,481 ⁽¹⁾	A	\$0	1,540,041	D				
Common Stock										11,291,136	I	By Brandon Limited Partnership No. 1 ⁽²⁾			
Common Stock										58,773,888	I	By Brandon Limited Partnership No. 2 ⁽²⁾			
Common Stock										209,544	I	By Hilrod Holdings IV, L.P. ⁽²⁾			
Common Stock										428,568	I	By Hilrod Holdings V, L.P. ⁽²⁾			
Common Stock										647,400	I	By Hilrod Holdings VI, L.P. ⁽²⁾			
Common Stock		06/12/20)23		J ⁽³⁾		240,432	D	\$0	0	I	By Hilrod Holdings VII, L.P. ⁽³⁾			
Common Stock										1,137,168	I	By Hilrod Holdings VIII, L.P. ⁽²⁾			
Common Stock										906,888	I	By Hilrod Holdings IX, L.P. ⁽²⁾			
Common Stock										499,836	I	By Hilrod Holdings			

J⁽³⁾

J⁽³⁾

06/13/2023

06/13/2023

1,010,484

654,372

D

D

\$<mark>0</mark>

\$<mark>0</mark>

0

0

		Tabl	e I - N	1		_				l, Di	sposed o			_						
1. Title of Security (Instr. 3)		2. Transac Date (Month/Da	2A. Deemed Execution Date, if any (Month/Day/Year)			3. Transac Code (II 8)		4. Securitie Disposed C 5)	s Acquire of (D) (Inst	d (A) or r. 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect ing (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)					
									Code	v	Amount	(A) or (D)	Price	Transacti (Instr. 3 a	on(s)			(111341 4)		
Common Stock			06/13/2023				J ⁽³⁾		2,881,90	8 D	\$0	C	0		I By					
Commor	ı Stock			06/12/2	2023				J ⁽³⁾		373,580	D	\$0	C)	I		By Hilrod Holdings XIV, L.P. ⁽³⁾		
Common Stock													361,	356	I		By Hilrod Holdings XV, L.P. ⁽²⁾			
Common Stock			06/12/2	2023				J ⁽³⁾		687,320	D	\$0	C)	I	.	By Hilrod Holdings XVI, L.P.			
Common Stock													673,	544	I	I	By Hilrod Holdings XIX, L.P.			
Commor	ı Stock													729,	272	I		By Hilrod Holdings XX, L.P. ⁽²⁾		
Commor	ı Stock													729,	272	I	.	By Hilrod Holdings XXI, L.P.		
Commor	mon Stock												1,000	1,000,000		I	By Hilrod Holdings XXII, L.P.			
Commor	Common Stock												489,	489,124		Į.	By Hilrod Holdings XXIV, L.P.			
Commor	ı Stock												1,068	3,000	I		By Hilrod Holdings XXV, L.P.			
		Ta	able II								posed of, converti			y Owned	l					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	eemed tion Date, n/Day/Year)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		n Number of Derivative Securities Acquired (A) or Disposed of (D)		Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Exerci on Da Day/Ye	te ear)	7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a	of s ig e Security	Derivative Security (Instr. 5) Benef Owne Follow Report		ive ies cially ing ed ction(s)	10. Owners Form: Direct (I or Indire (I) (Instr	Beneficia Ownersh ect (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares							
Employee Stock Option (right to buy)	\$11.68								(4)		03/14/2024	Common Stock	(5)		8,5	562	D			
Employee Stock Option (right to buy)	\$11.68								(4)		03/14/2024	Common Stock	(5)		840,	,000	I	By Hilror Holdings XVI, L.P		
Employee Stock Option (right to buy)	\$11.68								(4)		03/14/2024	Common Stock	(5)		308,	,604	I	By Hilror Holdings XVIII, L.		
Employee Stock Option (right to buy)	\$11.68								(4)		03/14/2024	Common Stock	(5)		102,	,834	I	By Hilro Holdings XXIII, L		
Employee Stock	\$22.58								(4)		03/13/2025	Common Stock	(5)		4,4	128	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. Transac Code (I 8)				6. Date Exerc Expiration D (Month/Day/	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	of S g e 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				
Option (right to buy)															
Employee Stock Option (right to buy)	\$22.58							(4)	03/13/2025	Common Stock	(5)		158,400	I	By Hilrod Holdings XVI, L.P.
Employee Stock Option (right to buy)	\$22.58							(4)	03/13/2025	Common Stock	(5)		312,372	I	By Hilrod Holdings XVIII, L.P.
Employee Stock Option (right to buy)	\$21.99							(4)	03/14/2026	Common Stock	(5)		4,542	D	
Employee Stock Option (right to buy)	\$21.99							(4)	03/14/2026	Common Stock	(5)		194,514	I	By Hilrod Holdings XVIII, L.P.
Employee Stock Option (right to buy)	\$21.99							(4)	03/14/2026	Common Stock	(5)		430,944	I	By Hilrod Holdings XXVI, L.P.
Employee Stock Option (right to buy)	\$23.14							(4)	03/14/2027	Common Stock	(5)		4,326	D	
Employee Stock Option (right to buy)	\$23.14							(4)	03/14/2027	Common Stock	(5)		49,926	I	By Hilrod Holdings XVIII, L.P.
Employee Stock Option (right to buy)	\$23.14							(4)	03/14/2027	Common Stock	(5)		153,742	I	By Hilrod Holdings XXIII, L.P. (2)
Employee Stock Option (right to buy)	\$23.14							(4)	03/14/2027	Common Stock	(5)		403,006	I	By Hilrod Holdings XXVI, L.P. (2)
Employee Stock Option (right to buy)	\$29.37							(4)	03/14/2028	Common Stock	(5)		3,404	D	
Employee Stock Option (right to buy)	\$29.37							(4)	03/14/2028	Common Stock	(5)		172,596	I	By Hilrod Holdings XXIII, L.P. (2)
Employee Stock Option (right to buy)	\$29.37							(4)	03/14/2028	Common Stock	(5)		352,000	I	By Hilrod Holdings XXVI, L.P.
Employee Stock Option (right to buy)	\$29.84							(4)	03/14/2029	Common Stock	(5)		194,400	D	
Employee Stock Option (right to buy)	\$29.84							(4)	03/14/2029	Common Stock	(5)		194,400	I	By Hilrod Holdings XXIII, L.P. (2)
Employee Stock Option (right to buy)	\$29.84							(4)	03/14/2029	Common Stock	(5)		194,400	I	By Hilrod Holdings XXVI, L.P. (2)

	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. Transac Code (li 8)	ction nstr.	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)	\$31.2							(4)	03/13/2030	Common Stock	(5)		212,668	D	
Employee Stock Option (right to buy)	\$31.2							(4)	03/13/2030	Common Stock	(5)		170,132	I	By Hilrod Holdings XXIII, L.P.
Employee Stock Option (right to buy)	\$44.47							(6)	03/12/2031	Common Stock	(5)		259,800	D	
Employee Stock Option (right to buy)	\$36.62							(7)	03/14/2032	Common Stock	(5)		291,400	D	
Employee Stock Option (right to buy)	\$50.82							(8)	03/14/2033	Common Stock	(5)		183,000	D	
Restricted Stock Units	(9)							(10)	(11)	Common Stock	(5)		25,268	D	
Restricted Stock Units	(9)							(12)	(11)	Common Stock	(5)		61,468	D	
Restricted Stock Units	(9)							(13)	(11)	Common Stock	(5)		67,600	D	

Explanation of Responses:

- 1. Reflects the sum of 2,404 shares distributed by Hilrod Holdings VII, L.P., 10,105 shares distributed by Hilrod Holdings XI, L.P., 6,544 shares distributed by Hilrod Holdings XII, L.P., 28,819 shares distributed by Hilrod Holdings XIII, L.P., 3,736 shares distributed by Hilrod Holdings XIV, L.P., and 6,873 shares distributed by Hilrod Holdings XVI, L.P. to the reporting person. These shares were previously reported as indirectly beneficially owned by the reporting person due to his general partnership interest in the aforementioned entities.
- 2. Reporting person (i) is one of the general partners of each of Brandon Limited Partnership No. 1, Brandon Limited Partnership No. 2, Hilrod Holdings IV, L.P., Hilrod Holdings V, L.P., Hilrod Holdings VII, L.P., Hilrod Holdings VIII, L.P., Hilrod Holdings XV, L.P., Hilrod Holdings XV, L.P., Hilrod Holdings XVI, L.P., Hilrod Holdings XVIII, L.P., Hilrod Holdings XXIII, L.P., Hilrod Holdings XXIII, L.P., Hilrod Holdings XXIII, L.P., Hilrod Holdings XXIII, L.P., Hilrod Holdings XXVI, L.P., Hilrod Holdings XXVI, L.P., Hilrod Holdings XXVI, L.P., and Hilrod Holdings XXVI, L.P. and (ii) disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- 3. On June 12, 2023 and June 13, 2023, Hilrod Holdings VII, L.P., Hilrod Holdings XI, L.P., Hilrod Holdings XII, L.P., Hilrod Holdings XII, L.P., Hilrod Holdings XII, L.P., Hilrod Holdings XIV, L.P., and Hilrod Holdings XVI, L.P., distributed all of the shares to their general and limited partners based upon their partnership percentages. The reporting person as the general partner received his pro rata share of the shares distributed and such shares are now reflected as directly held by the reporting person. The limited partners' shares are held by trusts for the benefit of certain family members of the reporting person and Mr. Sacks respectively. The reporting person no longer has voting or dispositive power over, and therefore is not deemed to beneficially own, any of the shares held by these trusts.
- 4. The options are currently vested.
- $5. \ No$ transaction is being reported at this time. This line is only reporting holdings as of the date hereof.
- $6. \ The \ options \ are \ currently \ vested \ with \ respect \ to \ 173,200 \ shares. \ The \ remaining \ options \ vest \ on \ March \ 12, \ 2024.$
- $7.\ The options are currently vested with respect to 97,132 shares. The remaining options vest in two equal installments on March 14, 2024 and March 14, 2025.$
- 8. The options vest in three equal installments on March 14, 2024, 2025 and 2026.
- 9. The restricted stock units were granted under the Monster Beverage Corporation 2020 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.
- 10. The remaining restricted stock units vest on March 12, 2024.
- 11. Not applicable.
- 12. The remaining restricted stock units vest in two installments as follows: 30,734 units on March 14, 2024 and 30,734 units on March 14, 2025.
- 13. The restricted stock units vest in three installments as follows: 22,532 units on March 14, 2024, 22,534 units on March 14, 2025 and 22,534 units on March 14, 2026.

Paul J. Dechary, attorney-infact 06/14/2023

** 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.