

## Aviso de Derechos para emisoras del

FECHA: 10/05/2024



### BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

<b>FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO</b>	232530
<b>FOLIO DE REFERENCIA INDEVAL</b>	718709C003
<b>TIPO DE MENSAJE</b>	Replace
<b>COMPLETO / INCOMPLETO</b>	COMPLETE
<b>CONFIRMADO / NO CONFIRMADO</b>	CONFIRMED

<b>CLAVE DE COTIZACIÓN</b>	MNST
<b>RAZÓN SOCIAL</b>	MONSTER BEVERAGE CORPORATION
<b>SERIE</b>	*
<b>ISIN</b>	US61174X1090
<b>MERCADO PRINCIPAL</b>	NASDAQ

<b>TIPO DE EVENTO</b>	DUTCH AUCTION
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<b>MANDATORIO / OPCIONAL / VOLUNTARIO</b>	Voluntary
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<b>OPCIÓN</b>	999
<b>TIPO</b>	NoAction
<b>DEFAULT</b>	true

<b>NOTA</b>	
TAKE NO ACTION	

<b>OPCIÓN</b>	1
<b>TIPO</b>	Cash
<b>DEFAULT</b>	false

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<b>TRANSACCIÓN</b>	Cash Movement
<b>CREDIT / DEBIT</b>	Credit

<b>TRANSACCIÓN</b>	Securities Movement
<b>CREDIT / DEBIT</b>	Debit

<b>VALORES A RECIBIR</b>	
	US61174X1090

<b>NOTA</b>
Holders may surrender shares and state a price, not less than USD 53.00 and not more than USD 60.00 and in increments of USD 0.50 per share, at which they are willing to tender. Subject to proration.

<b>OPCIÓN</b>	2
<b>TIPO</b>	Cash
<b>DEFAULT</b>	false

<b>TRANSACCIÓN</b>	Cash Movement
<b>CREDIT / DEBIT</b>	Credit

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<b>TRANSACCIÓN</b>	Securities Movement
<b>CREDIT / DEBIT</b>	Debit

<b>VALORES A RECIBIR</b>	US61174X1090

### NOTA

Holders may surrender their shares without specifying a price and accept the price determined by the company. Subject to proration.

### NOTAS DEL EVENTO CORPORATIVO

#### NOTA

(10/05/2024)

US SEC CA 0058 SCHEDULE TO MONSTER BEVERAGE CORPORATION Offer to Purchase for Cash Shares of Its Common Stock for an Aggregate Purchase Price of Up To USD 3.0 Billion at a Purchase Price Not Less Than USD 53.00 Per Share Nor Greater Than USD 60.00 Per Share THE OFFER, PRORATION PERIOD AND WITHDRAWAL RIGHTS WILL EXPIRE AT 11.59 P.M., NEW YORK CITY TIME, ON JUNE 5, 2024, UNLESS THE OFFER IS EXTENDED OR TERMINATED (SUCH TIME, AS IT MAY BE EXTENDED, THE EXPIRATION TIME).

Monster Beverage Corporation, a Delaware corporation (the Company, Monster, we, our or us), is offering to purchase for cash shares of its common stock, par value USD 0.005 per share, pursuant to

(1) auction tenders at prices specified by the tendering shareholders of not less than USD 53.00 nor greater than USD 60.00 per share (Auction Tenders) or

(2) purchase price tenders (Purchase Price Tenders), in either case upon the terms and subject to the conditions described in this Offer to Purchase, dated May 8, 2024 (the Offer to Purchase), and in the related Letter of Transmittal (the Letter of Transmittal and, together with this Offer to Purchase, as they may be amended or supplemented from time to time, the Offer).

We are offering to purchase shares having an aggregate purchase price of up to USD 3.0 billion (the Maximum Offer Amount) using a combination of

- (1) USD 2.0 billion of cash on hand,
- (2) USD 750.0 million in borrowings under a new term loan facility, and
- (3) USD 250.0 million in borrowing under a new revolving credit facility.

At least five business days prior to the Expiration Time, the Company and certain of its subsidiaries expect to enter into a new credit agreement with J.P. Morgan Chase Bank, N.A., as administrative agent, and the other lenders party thereto (the Credit Agreement), providing for a new USD 750 million three-year unsecured delayed draw term loan facility (the Term Loan) and a new USD 750.0 million five-year unsecured revolving credit facility (the RCF). It is a condition to the consummation of the Offer that the Credit Agreement is entered into and at least USD 1.0 billion is funded under the Term Loan and the RCF at least five business days prior to the Expiration Time (the Financing Condition).

Shareholders who wish to tender shares without specifying a price at which such shares may be purchased by the Company should make a Purchase Price Tender. Under a Purchase Price Tender, shares will be purchased, upon the terms and subject to the conditions of the Offer, at the Purchase Price, determined as provided herein, and references in this Offer to Purchase to shares being tendered at or below the Purchase Price (as defined below) include Purchase Price Tenders. Shareholders who validly tender shares without specifying whether they are making an Auction Tender or a Purchase Price Tender will be deemed to have made a Purchase Price Tender.

If you wish to maximize the chance that your shares will be purchased by us in the Offer, you should validly tender your shares pursuant to a Purchase Price Tender.

Shares tendered pursuant to Purchase Price Tenders will initially be deemed to have been tendered at a price of USD 53.00 per share (which is the minimum price per share under the Offer) for purposes of determining the Purchase Price and, after determination of the Purchase Price, all Purchase Price Tenders will be deemed to have been made at the Purchase Price. However, you should understand that Purchase Price Tenders could result in the Purchase Price being lower and could result in your shares being purchased at the minimum price in the Offer of USD 53.00, a price that is below the reported closing price of our common stock on the NASDAQ on May 7, 2024, which is the last full trading day before announcement and commencement of the Offer. See Section 3. After the Expiration Time, we will, upon the terms and subject to the conditions of the Offer, determine a single price per share (the

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Purchase Price), which will be not less than USD 53.00 and not more than USD 60.00 per share, that we will pay for shares of our common stock validly tendered in the Offer and not validly withdrawn.

The Purchase Price will be the lowest price per share of not less than USD 53.00 and not more than USD 60.00 per share that will enable the Company to purchase the maximum number of shares validly tendered in the Offer and not validly withdrawn having an aggregate purchase price of up to the Maximum Offer

(09/05/2024)

USNW A Monster Beverage Corporation Commences Modified Dutch Auction Tender Offer to Purchase Up to USD3.0 Billion of Its Outstanding Common Stock 2024.05.08 08.00 ET . News Release CORONA, Calif., May 08, 2024 (GLOBE NEWSWIRE) Monster Beverage Corporation (NASDAQ: MNST) today announced that it has commenced a modified Dutch auction tender offer to purchase shares of its common stock for cash at a price per share of not less than USD 53.00 and not greater than USD 60.00, for a maximum aggregate purchase price of up to USD 3.0 billion.

The tender offer begins today, May 8, 2024, and will expire at 11.59 p.m., New York City time, on June 5, 2024, unless extended or earlier terminated by Monster. The tender offer will be funded using a combination of (1) USD 2.0 billion of cash on hand, (2) USD 750.0 million in borrowings under a new term loan, and (3) USD 250.0 million in borrowings under a new revolving credit facility. Monster and certain of its subsidiaries expect to enter into a new credit agreement providing for a new USD750 million three-year delayed draw senior term loan A facility (the Term Loan) and a new USD750.0 million five-year senior revolving credit facility (the RCF) at least five business days prior to the expiration of the tender offer. It is a condition to the consummation of the tender offer that the credit agreement is entered into and at least USD1.0 billion is funded under the Term Loan and the RCF at least five business days prior to the expiration of the tender offer (the Financing Condition).

If the Financing Condition is not satisfied and Monster does not waive the Financing Condition, Monster may amend, terminate or extend the tender offer. Monster shareholders may tender all or a portion of their shares at a price specified by the tendering shareholder of not less than USD 53.00 nor greater than USD 60.00 per share in increments of USD 0.50. Alternatively, Monster shareholders may tender shares without specifying a purchase price, in which case their shares will be purchased at the purchase price determined in accordance with the tender offer. When the tender offer expires, Monster will determine the lowest price per share within the range specified above that will enable it to purchase the maximum number of shares of its common stock having an aggregate purchase price up to USD 3.0 billion. All shares accepted in the tender offer will be purchased at the same price, which may be higher or lower than the market price immediately prior to or during the tender offer. If the tender offer is fully subscribed, then shares of common stock having an aggregate purchase price of up to USD 3.0 billion will be purchased, which would represent approximately between 4.8PCT to 5.4PCT of Monster's issued and outstanding shares as of April 22, 2024, depending on the purchase price payable in the tender offer. In addition, if shares valued at more than the maximum aggregate purchase price of up to USD 3.0 billion are tendered in the tender offer at or below the purchase price, Monster may accept for purchase at the purchase price pursuant to the tender offer up to an additional 2PCT of its outstanding shares without extending the expiration time of the tender offer. The tender offer is being made outside of Monster's existing stock repurchase programs. The tender offer provides all Monster shareholders, including Rodney Sacks and Hilton Schlosberg, Monster's Co. CEOs, with the opportunity to obtain liquidity for all or a portion of their shares with less potential disruption than open-market sales or other transactions.

Mr. Sacks and Mr. Schlosberg have communicated their intent to tender up to 610,000 and 610,000 shares, respectively, for investment diversification and estate planning purposes. In addition, Sterling Trustees LLC, which controls trusts and entities for the benefit of certain family members of Mr. Sacks and Mr. Schlosberg, has advised Monster that it intends to tender up to an aggregate of 20,500,000 shares on behalf of such trusts and entities. Mark S. Vidergauz and Mark J. Hall, who are members of the Board, and Thomas J. Kelly and Emelie C. Tirre, who are executive officers, have advised us that they intend to tender up to 20,000, 500,000, 80,000 and 45,000 shares, respectively, that they beneficially own in the Offer.

No other directors or executive officers intend to tender any of their shares in the tender offer. The tender of shares by Mr. Sacks, in particular, may provide him some flexibility to consider his own potential options, which may also help Monster continue succession planning for its next phase of leadership. In this regard, after consultation with the Board, Mr. Sacks is considering reducing his day-to-day management responsibilities starting in 2025, while continuing to manage certain areas of Monster's business for which he has always been responsible.

At that time, Mr. Sacks intends to remain Chairman of the Board, and Mr. Schlosberg would segue from Co.CEO to CEO. Evercore Group L.L.C. and J.P. Morgan Securities LLC are acting as dealer managers for the tender offer. D.F. King and Co., Inc. is serving as the information agent, and Equiniti Trust Company, LLC is acting as the depository. The Offer to Purchase, the related Letter of Transmittal and the other tender offer materials will be sent to Monster shareholders shortly after commencement of the tender offer. Each of these documents is also being filed with the SEC, and shareholders may obtain free copies of these documents from the SEC's website at [www.sec.gov](http://www.sec.gov). Shareholders should read these materials carefully when they become available because they will contain important information, including the terms and conditions of the tender offer. Requests for documents may also be directed to D.F. King and Co., Inc. at (888) 605.1958 or [MNST.dfking.com](http://MNST.dfking.com).

Questions regarding the tender offer may be directed to Evercore Group L.L.C. at (888) 474.0200 or J.P. Morgan Securities LLC at (877) 371.5947. Although Monster has authorized the tender offer, none of the Board, Monster, the dealer managers, the information agent or the depository or any of their affiliates has made, and they are not making, any recommendation to shareholders as to whether shareholders should tender or refrain from tendering their shares or as to the price or prices at which shareholders may choose to tender their shares. Monster has not authorized any person to make any such recommendation. Shareholders must make their own decision as to whether to tender their shares and, if so, how many shares to tender and the price or prices at which they will tender the shares. In doing so, shareholders should read carefully the information in, or incorporated by reference in, the Offer to

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Purchase and in the Letter of Transmittal, including the purpose and effects of the tender offer. Shareholders are urged to discuss their decision with their own tax advisors, financial advisors and or brokers. This press release is for informational purposes only and does not constitute an offer to sell, or a solicitation of an offer to buy, any security.

No offer, solicitation or sale will be made in any jurisdiction in which such an offer, solicitation or sale would be unlawful, save as in compliance with the requirements of Rule 13e.4(f)(8) promulgated under the Securities Exchange Act of 1934, as amended. The tender offer is only being made pursuant to the terms of the Offer to Purchase.