

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>Brown Ethan</u>			2. Issuer Name and Ticker or Trading Symbol <u>BEYOND MEAT, INC. [ BYND ]</u>			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) <u>President, Chief Exec. Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/01/2024</u>			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		
C/O BEYOND MEAT, INC. 888 N. DOUGLAS STREET, SUITE 100			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>03/05/2024</u>					
(Street)	(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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-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			

**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				
Performance Stock Unit	(1)	03/01/2024		A		111,194		(1)(2)(3)	03/31/2025 <sup>(3)</sup>	Common Stock	111,194	\$0	111,194	D	
Performance Stock Unit	(1)	03/01/2024		A		103,450		(1)(3)(4)	03/31/2026 <sup>(3)</sup>	Common Stock	103,450	\$0	103,450	D	
Performance Stock Unit	(1)	03/01/2024		A		98,232		(1)(3)(5)	03/31/2027 <sup>(3)</sup>	Common Stock	98,232	\$0	98,232	D	

**Explanation of Responses:**

- Each performance stock unit ("PSU") represents a contingent right to receive one share of Common Stock issued under the 2018 Equity Incentive Plan. This PSU award will vest at the end of the applicable performance period based on the Company's total shareholder return ("TSR") for the performance period as compared to a peer group, with vesting at target equal to 50% of the total units subject to the PSU award, subject to the Reporting Person's continued service through the end of the applicable performance period and provided that vesting shall be subject to the acceleration provisions of an Executive Change in Control Severance Agreement by and between the Reporting Person and the Issuer.
- This PSU award will vest based on a one-year performance period.
- The original Form 4 filed on March 5, 2024 is being amended solely to clarify the vesting terms, and to reflect the correct expiration date, applicable to each PSU award. Except as described in this footnote, there were no other changes to the original Form 4 as amended by the Form 4 filed on March 8, 2024.
- This PSU award will vest based on a two-year performance period.
- This PSU award will vest based on a three-year performance period.

**Remarks:**

/s/ Teri L. Witteman, as  
Attorney-In-Fact for Ethan 05/22/2024  
Brown

\*\* 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.