

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL                                 |           |
|--|-----------|
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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*<br><u>Shah Sanjay C.</u> |           |              | 2. Issuer Name and Ticker or Trading Symbol<br><u>BEYOND MEAT, INC. [ BYND ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____<br><b>Chief Operating Officer</b> |  |  |  |
| (Last)  | (First)   | (Middle)     | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>10/31/2019</u>            |  |  |  |  |  |  |
| C/O BEYOND MEAT, INC.<br>119 STANDARD STREET                      |           |              | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person _____                            |  |  |  |
| (Street)  | (City)    | (State)      | (Zip)  |  |  |  |  |  |  |
| <u>EL SEGUNDO</u>   | <u>CA</u> | <u>90245</u> |  |  |  |  |  |  |  |

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            |   |  |   |
| Restricted Stock Units          | 10/31/2019                           |  | A                              |   | 34,295  |            | A <sup>(1)</sup> | \$0   | 34,295   | 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. 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 |   |  |  |   |  |
| Stock Option (right to buy)                | \$84.45  | 10/31/2019                           |  | A                              |   | 68,590   |     | (2)  | 10/30/2029      | Common Stock  | 68,590                                     | \$0  | 68,590  | D  |

Explanation of Responses:

- Restricted stock units ("RSU") granted under the 2018 Equity Incentive Plan ("Plan") on October 31, 2019; 1/16th of the total number of shares subject to the RSU award vests on December 18, 2021 and 1/16th of the total number of shares subject to the RSU award vests each quarter thereafter (or the last day of the applicable quarter, if there is no such date), until the award is fully vested on September 18, 2025, subject to the acceleration provisions of an Executive Change in Control Severance Agreement by and between the Reporting Person and the Issuer, and continued service by the Reporting Person.
- Stock option granted under the Plan on October 31, 2019; the option vests and becomes exercisable as to 1/24th of the total shares on October 18, 2021, and 1/24th of the total shares vest and become exercisable monthly thereafter such that the option becomes fully vested and exercisable on September 18, 2023 subject to the acceleration provisions of an Executive Change in Control Severance Agreement by and between the Reporting Person and the Issuer and continued service by the Reporting Person.

Remarks:

/s/ Teri L. Witteman, Attorney-In-Fact for Sanjay C. Shah 11/01/2019

\*\* 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.

Power of Attorney-Sanjay Shah

POWER OF ATTORNEY

The undersigned as a Section 16 reporting person of Beyond Meat, Inc. (the "Company"), hereby constitutes and appoints Mark J. Nelson and Teri L. Witteman, and each (1) execute, deliver and file for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4, and 5 in (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of the undersigned. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, and proper to carry out the powers and authority hereinbefore conferred. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 24th day of September, 2019.

/s/ Sanjay C. Shah

Signature

SANJAY C. SHAH

Print Name