FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D	.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number: 3235-028										
Estimated average burden										
hours per response	e: 0.5									

n 1(b).			Filed									1934			- 1	сэропэс.	0.5
Name and Address of Reporting Person* Drever Brent				Issuer Name and Ticker or Trading Symbol Vital Farms, Inc. [VITL]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Diever Bient																	
(Fir	st) (N	∕liddle)		3. Date of Earliest Transaction (Month/Dav/Year)											le		(specify
L FARMS	S, INC.			08/03/2020													
TH CON	GRESS AVENU	E, SU	ITE														
				4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
													,	filed by C	ne Re _l	porting Pe	rson
TX	7	8704													Nore tha	an One Re	porting
(Sta	ate) (Z	Zip)															
	Table	I - No	n-Deriva	tive S	Secu	rities	Acc	uirec	l, Dis	sposed of	, or B	enefic	ially Own	ed			
Date				Execution Date,						Securitie Beneficia Owned F	s ally following	Form: (D) or	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	(A) or (D)	Price	Transact	ion(s)			(III3U. 4)
tock			08/03/20	020				A		7,500(1)	A	(2)	7,5	500		D	
tock													2,81	5,012			See Footnote ⁽³⁾
	Tal	ole II												d			
of Ze. Conversion Date (Month/Day/Year) Price of Derivative Security 3. Transaction Date Execution Date, if any (Month/Day/Year)		tion Date,	Transaction Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amoun or Numbe of		8. Price of Derivative Security (Instr. 5)	derivativ Securitie Beneficia Owned Followin Reported	e es ally g	Form: Direct (D) or Indirec	Beneficial Ownership t (Instr. 4)				
	(Fir. (Fir. (Fir.) FARMS TH CONC	Address of Reporting Person* rent (First) (N. FARMS, INC. TH CONGRESS AVENU TX 7 (State) (Z Table urity (Instr. 3) Ock Ock Onversion Exercise ice of irrivative (Month/Day/Year) ice of irrivative	Address of Reporting Person* rent (First) (Middle) FARMS, INC. TH CONGRESS AVENUE, SU TX 78704 (State) (Zip) Table I - No urity (Instr. 3) Table II Onversion Exercise ice of irrivative (Month/Day/Year) Table II 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person* rent (First) (Middle) FARMS, INC. CH CONGRESS AVENUE, SUITE TX 78704 (State) (Zip) Table I - Non-Derivation (Month/Day/Year) Table II - Derivation (e.g., put) Sala Deemed Execution Date (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person* (First) (Middle) FARMS, INC. H CONGRESS AVENUE, SUITE TX 78704 (State) (Zip) Table I - Non-Derivative Surity (Instr. 3) 2. Transaction Date (Month/Day/Year) Ock Table II - Derivative Service (e.g., puts, calculate (Month/Day/Year) 3. Transaction Date (Month/Day/Year) A Transaction Date (Month/Day/Year) A Transaction Date (Instructive Service) (In	Address of Reporting Person* Tent (First) (Middle) FARMS, INC. TH CONGRESS AVENUE, SUITE Table I - Non-Derivative Security (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls, vonersion Exercise icroe of cirivative ccurity 3. Date of E08/03/2020 4. If Amend 24. Dorversion Exercise icroe of cirivative ccurity 3. Date of E08/03/2020 4. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date if any (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person* (First) (Middle) (First) (Middle) (Farms, INC. (CH CONGRESS AVENUE, SUITE Table I - Non-Derivative Securities (Month/Day/Year) (State) (Zip) Table II - Derivative Securities (Month/Day/Year) (State) (By Calls, warrange) (Month/Day/Year) (Month/Day/Year)	rent (First) (Middle)	rent (First) (Middle) J. FARMS, INC. TH CONGRESS AVENUE, SUITE Table I - Non-Derivative Securities Acquired (Month/Day/Year) (Note of the investment of	or Section 30(h) of the investment Condition of the invest	or Section 30(h) of the investment Company Act of Address of Reporting Person* In Condition (First) (Middle) I. FARMS, INC. TH CONGRESS AVENUE, SUITE TX 78704 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) I. FARMS, INC. Table II - Derivative Securities Acquired, Disposed of (Instr. 8) I. Farms (Month/Day/Year) I. Farm	or Section 30(h) of the investment Company Act of 1940 Address of Reporting Person* (First) (Middle) FARMS, INC. H CONGRESS AVENUE, SUITE TX 78704 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Burity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Bereschie (e.g., puts, calls, warrants, options, convertible securities Acquired, Disposed of, or Bereschie (e.g., puts, calls, warrants, options, convertible securities Acquired, Disposed of, or Bereschie (e.g., puts, calls, warrants, options, convertible securities Acquired, Or (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Bereschie (e.g., puts, calls, warrants, options, convertible securities Acquired, Or (D) (Instr. 3, 4, and 5) Date Expiration Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Expiration Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Date Expiration Date (Month/Day/Year) Date (Month/Day/Year)	or Section 30(h) of the Investment Company Act of 1940 Address of Reporting Person* Tent (First) (Middle) FARMS, INC. H CONGRESS AVENUE, SUITE TX 78704 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) Date (Instr. 3) 2. Issuer Name and Ticker or Trading Symbol Vital Farms, Inc. [VITL] 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Li TX 78704 2. If Amendment, Date of Original Filed (Month/Day/Year) A. If Amendment, Date of Original Filed (Month/Day/Year) Code [Instr. 3] 3. A. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) Code V Amount (A) or Price (e.g., puts, calls, warrants, options, convertible securities (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) A. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) A. Securities Acquired (D) (D) (Instr. 3, 4 and 5) S. Number of Date (Month/Day/Year) A. Transaction Date (Month/Day/Year) (Month/Day/Year) A. Transaction Date (Month/Day/Year) (Month/Day/Year) Amount of Securities (Month/Day/Year) Amount of Securities (Month/Day/Year) Date Exprisation Date (Month/Day/Year) Amount of Securities (Month/Day/Year) Date Exprisation Date (Month/Day/Year) Amount of Security (Instr. 3) Amount of Security (Instr. 3)	Address of Reporting Person (First) (Middle) (Middle) (First) (Middle) (Address of Reporting Person' Tent (First) (Middle) (Firs	Address of Reporting Person' Tent Content Content	Address of Reporting Person' TEINI Vital Farms, Inc. Securities Acquired (A) or S. Acquired (A) or Olivers (Acquired (A) or Olivers (Acquired (A) or Olivers (Acquired (A) or Olivers

Explanation of Responses:

- 1. Represents a restricted stock unit ("RSU") grant. The RSUs vest in three equal installments on the day before each of the first, second and third Annual Meeting of the Issuer's stockholders following the initial public offering, subject to the Reporting Person's continuous service with the Issuer as of the applicable vesting date.
- 2. Each RSU represents a contingent right to receive one share of the Issuer's common stock.
- 3. The shares are held by MTP C001 Holdings, LLC ("MTP LLC"). The Reporting Person is on the investment committee of the ultimate general partner of MTP LLC, as a result, may be deemed to share voting and investment power with respect to the shares held by MTP LLC. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or

Remarks:

/s/ Jason Minio, Attorney-in-

08/05/2020

Fact

** Signature of Reporting Person

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.