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**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number: 3235-0287										
Estimated average burden										
hours per response.	0.5									

	tion 1(b).	iuc. Sec		Filed							ies Exchang mpany Act o		1934		hours	s per re	esponse:	0.5
1. Name and Address of Reporting Person*  McKeon Kathryn				2. Issuer Name <b>and</b> Ticker or Trading Symbol Vital Farms, Inc. [ VITL ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner						
(Last)	ast) (First) (Middle) O VITAL FARMS, INC.					3. Date of Earliest Transaction (Month/Day/Year) 03/22/2023							A belov	Officer (give title below)  Chief Market		Other (spec below) eting Officer		
3601 SOUTH CONGRESS AVENUE, SUITE C100				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							
(Street) AUSTIN	T)	TX 78704												Form filed by More than One Reporting Person				orting
(City)	(St	ate) (Ž	Zip)		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 - Nor	n-Deriva	tive S	Secu	rities	Acc	ηuired,	Dis	posed of	, or B	enefic	ially Own	ed			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					Execu ay/Year) if any		Deemed cution Date, y nth/Day/Year)		3. Transaction Code (Instr. 8)					nd Securi Benefi Owned	Securities Beneficially Owned Following		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount	(A) o	Price	Transa	oorted nsaction(s) etr. 3 and 4)			(Instr. 4)	
Common Stock 03/22/2					2023			F <sup>(1)</sup>		59	D	\$13	.99 2	27,853		D		
		Tal									osed of, convertib				d			
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 (Inst 3 and 4)		8. Price of Derivative Security (Instr. 5)	ve derivative Securities	Ow For Dir or (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercis	able	Expiration Date		Amount or Number of Shares						

## **Explanation of Responses:**

1. Shares withheld by the Issuer to satisfy withholding tax obligation.

## Remarks:

/s/ Jason Minio, Attorney-in-**Fact** 

03/24/2023

\*\* 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.