FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

Name and Address of Reporting Person*  Diag Courses Burger!!				2. Issuer Name <b>and</b> Ticker or Trading Symbol Vital Farms, Inc. [ VITL ]									Relationship of Reporting Person(s) to Issuer     (Check all applicable)						
<u>Diez-Canseco Russell</u>					, , , , , , , , , , , , , , , , , , ,								X Dire		tor 10%		10% Ov	vner	
(Last)	(Fir	est) (M	/liddle)		3. Date of Earliest Transaction (Month/Day/Year) 03/13/2024									X	below	,		Other (s	specify
C/O VITAL FARMS, INC.															PI	RESIDEN	II AN	ND CEO	
3601 SOUTH CONGRESS AVENUE, SUITE C100				4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable ine)					.	
-														X Form filed by One Reporting Person					
(Street) AUSTIN TX 78704														Form filed by More than One Reporting Person				orung	
					Rul	Rule 10b5-1(c) Transaction Indication													
(City)	(Sta	ate) (Z	<u>Z</u> ip)		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.								nded to						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day					Exec if any	Deemed cution Date, y uth/Day/Year)		3. Transaction Code (Instr. 8)  4. Securities Ac Disposed Of (D) 5)				and Securi Benefi Owned		ies ially Following	Form (D) o	n: Direct or Indirect ostr. 4)	7. Nature of Indirect Beneficial Ownership		
l								Code	v	Amount	(A) or (D)	Price	Report Transa (Instr.		action(s) 3 and 4)			(Instr. 4)	
Common Stock 03/			03/13/2	2024			F <sup>(1)</sup>		4,798	D	\$20	.98 314,133		4,133		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)	ive Conversion Date Execution Date, y or Exercise (Month/Day/Year) if any		ion Date,	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 (Ins 3 and 4)		Der Sec	Price of rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	٧	(A)	(D)	Date Exercisable		Expiration Date		Amount or Number of Shares						

## **Explanation of Responses:**

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

/s/ Jason Minio, Attorney-in-

Fact

\*\* Signature of Reporting Person

Date

03/15/2024

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.