

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. \_\_)**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Vital Farms, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than The Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



P.O. BOX 8016, CARY, NC 27512-9903

**Vital Farms, Inc.  
Important Notice Regarding the  
Availability of Proxy Materials  
for the Stockholders Meeting to be held on  
June 9, 2021**

**For Stockholders of record on April 12, 2021**

**This communication presents only an overview of the more complete proxy materials, which contain important information and are available to you on the Internet or by mail. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**To view the proxy materials, including the proxy statement, the annual report to stockholders and a form of proxy, and to obtain directions to attend the virtual meeting, go to: [www.proxydocs.com/VITL](http://www.proxydocs.com/VITL)**

**To vote your proxy while visiting this site, you will need the 12-digit control number in the box below.**

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the Internet.



**For a convenient way to view proxy materials  
and VOTE go to [www.proxydocs.com/VITL](http://www.proxydocs.com/VITL)  
Have the 12-digit control number located in the shaded box above available  
when you access the website and follow the instructions.**

*If you want to receive a paper or e-mail copy of the proxy material for this meeting and all future meetings, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before May 31, 2021.*

**To order paper materials, use one of the following methods.**

  
**INTERNET**  
[www.investorelections.com/VITL](http://www.investorelections.com/VITL)

  
**TELEPHONE**  
**(866) 648-8133**

  
**\* E-MAIL**  
[paper@investorelections.com](mailto:paper@investorelections.com)

When requesting via the Internet or telephone you will need the 12-digit control number located in the shaded box above.

\* If requesting material by e-mail, please send a blank e-mail with the 12-digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

**Vital Farms, Inc.**

**Meeting Type:** Annual Meeting of Stockholders  
**Date:** Wednesday, June 9, 2021  
**Time:** 09:00 AM, Central Time  
**Place:** Annual Meeting to be held live via the Internet - please visit [www.proxydocs.com/VITL](http://www.proxydocs.com/VITL) for more details.

**You must register to attend the meeting by 05:00 P.M., Central Time on June 8, 2021 at [www.proxydocs.com/VITL](http://www.proxydocs.com/VITL)**

**SEE REVERSE FOR FULL AGENDA**

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**Vital Farms, Inc.**  
**Annual Meeting of Stockholders**

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:**  
**FOR ALL NOMINEES FOR DIRECTOR IN PROPOSAL 1 AND FOR PROPOSAL 2**

**PROPOSAL**

1. Election of Directors
  - 1.01 Kofi Amoo-Gottfried
  - 1.02 Brent Drever
  - 1.03 Karl Khoury
  
2. To ratify the selection of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 26, 2021