FORM 4

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

Washington,	D.C.	20549
vacinington,	D.O.	_00.0

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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

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*  Diez-Canseco Russell					2. Issuer Name <b>and</b> Ticker or Trading Symbol Vital Farms, Inc. [VITL]									Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Diez-Canseco Russen														X	Direc	tor 10%		10% O	vner	
(Last)	(Fir	st) (M	/liddle)		3. Date of Earliest Transaction (Month/Day/Year) 03/22/2023							X	Office below	,		Other (: below)	specify			
C/O VITAL FARMS, INC.					05/2	03/22/2023									President and CEO					
3601 SOUTH CONGRESS AVENUE, SUITE C100					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	,						
														X	X Form filed by One Reporting Person					
(Street) AUSTIN TX 78704														Form filed by More than One Reporting Person						
					Rul	Rule 10b5-1(c) Transaction Indication														
(City)	(Sta	ate) (Ž	<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			
		lable	I - NO	n-Deriva	itive S	ecui	rities	Acq	uirea,	, DIS	posed of	, or B	enei	iciali	y Own	ea	1			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day					Exec ay/Year) if any		Deemed cution Date, ly nth/Day/Year)		3. Transaction Code (Instr. 3, 8)  4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			4 and Secu Bene Own		ially Following	Form (D) o	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) or (D) Pri		ice	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 03/22/2						2023			F <sup>(1)</sup>		591	D \$		13.99	201,655			D		
		Tal	ole II -	Derivati	ive Se	curit	ties A	Acqu	ired, [	Disp	osed of,	or Be	nefic	ially	Owne	d				
				(e.g., pu	ıts, ca	alls, v	warra	ants,	optio	ns, c	onvertib	le sec	curiti	ies)						
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any			4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable an Expiration Date (Month/Day/Year)		te	7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (In	Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Owners Form: Direct or India (I) (Inst	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code V (A) (D)			(D)	Date Exercis	able	Expiration Date	Title	Amou or Numb of Share	er						

## **Explanation of Responses:**

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

## Remarks:

/s/ Jason Minio, Attorney-in-

03/24/2023

Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.