FORM 4

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

Washington, D	.C. 20549
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Check this box if no longer subject	
to Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
OMB Number:	3235-0287						
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hours per response: 0							

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Bal Joanne				2. Issuer Name <b>and</b> Ticker or Trading Symbol Vital Farms, Inc. [ VITL ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify						
(Last)	(Fir	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/10/2024									GC, SEC	·				
3601 SOUTH CONGRESS AVENUE, SUITE C100					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person					
(Street)	TX	7	8704		Dul	Form filed by More than One Report Person										orting			
(City)	(Sta	ate) (Z	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.									nded to					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day				y/Year) Execu		Deemed ution Date, y hth/Day/Year)				s Acquired (A) f (D) (Instr. 3, 4			5. Amo Securit Benefic Owned Report	ties cially Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
										v	Amount	(A) (D)	or F	Price	Transa	Transaction(s) (Instr. 3 and 4)			(111501. 4)
Common Stock 03/10/2					2024			F <sup>(1)</sup>		3,402	Г	) !	\$20.5	1 53	53,122		D		
Common Stock 03/11/2				2024				A		19,533 <sup>(2)</sup>	A	\	\$ <mark>0</mark>	72	72,655		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)	erivative Conversion Date Execution Date, ecurity or Exercise (Month/Day/Year) if any			4. Transaction Code (Instr. 8)  5. Num of Derivas Securi Acquir (A) or Dispos of (D) (Instr. and 5)		rative rities rired r osed )	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		estr.	s. Price of Derivative Security Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code V		(A)	(D)	Date Exercisable		Expiration Date	Title	or Num of Shar						

## **Explanation of Responses:**

- 1. Shares withheld by the Issuer to satisfy withholding tax obligation.
- 2. Represents a restricted stock unit ("RSU") award. The RSUs vest in three equal annual installments commencing on March 11, 2025, subject to the Reporting Person's continuous service with the Issuer as of the applicable vesting date.

/s/ Jason Minio, Attorney-in-\*\* Signature of Reporting Person

Fact

03/12/2024

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.