FORM 4

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

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

OMB APPROVAL											
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Estimated average burden											
hours per response	. 05										

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

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*     Dale Jason					2. Issuer Name <b>and</b> Ticker or Trading Symbol Vital Farms, Inc. [ VITL ]									licable) tor	ng Per	10% Ov	vner		
(Last)	(Fir	,	/liddle)		3. Date of Earliest Transaction (Month/Day/Year) 03/13/2024							X	Officer (give title below)		00	Other (specify below)			
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) AUSTIN TX 78704												Form filed by More than One Reporting Person							
	AUSTIN IA /8/04			Rule 10b5-1(c) Transaction Indication															
(City) (State) (Zip)					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 - No	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or E	Benefi	ciall	y Own	ed			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day					ay/Year) Execu		Deemed cution Date, ny nth/Day/Year)		3. Transaction Code (Instr. 8)  4. Securities Acc Disposed Of (D) 5)							ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) (D)	or Pri			ted action(s) 3 and 4)			(Instr. 4)
Common Stock 03/13/2					2024	F <sup>(1)</sup> 2,142 D \$20.98 56,005		5,005		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)	ivative Conversion Date Execution Date, or Exercise (Month/Day/Year) if any			4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) o Dispo of (D (Instr	of Expirat		5. Date Exercisable and Expiration Date Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	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	Title	Amour or Number of Shares	er					

## **Explanation of Responses:**

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

/s/ Jason Minio, Attorney-in-03/15/2024

**Fact** 

\*\* 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.