

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0001025680  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer VITAL FARMS, INC.  
SEC File Number 001-39411  
Address of Issuer 3601 South Congress Avenue  
Suite C100  
Austin  
TEXAS  
78704  
Phone 877 455 3063  
Name of Person for Whose Account the Securities are To Be Sold MATTHEW OHAYER

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza 8th Floor New York NY 10004	31428	1376298.12	42176860	06/06/2024	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

<b>Title of the Class</b>	<b>Date you Acquired</b>	<b>Nature of Acquisition Transaction</b>	<b>Name of Person from Whom Acquired</b>	<b>Is this a Gift?</b>	<b>Date Donor Acquired</b>	<b>Amount of Securities Acquired</b>	<b>Date of Payment</b>	<b>Nature of Payment *</b>
Common	01/06/2015	Founder Stock	Issuer	<input type="checkbox"/>		31428	01/06/2015	Not Applicable

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

<b>Name and Address of Seller</b>	<b>Title of Securities Sold</b>	<b>Date of Sale</b>	<b>Amount of Securities Sold</b>	<b>Gross Proceeds</b>
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	06/05/2024	10430	464234.09
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	05/30/2024	50000	2086245.00
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	05/20/2024	19994	780024.60
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	05/20/2024	4076	157455.88
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	05/09/2024	4000	132600.00
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	04/19/2024	20000	502400.00
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	04/05/2024	4000	101040.00
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	03/19/2024	16000	367200.00
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	03/15/2024	100000	2161800.00
MATTHEW OHAYER 3601 South Congress Avenue Suite C100 Austin TX 78704	Common	03/14/2024	100000	2137940.00
MATTHEW O'HAYER 3601 South Congress Avenue	Common	03/07/2024	4000	82571.00

# 144: Remarks and Signature

Remarks

Date of Notice 06/06/2024

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Matthew O'Hayer

***ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)***