

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Jones Jason L.</u> (Last) (First) (Middle) <u>C/O VITAL FARMS, INC.</u> <u>3601 SOUTH CONGRESS AVENUE , SUITE C100</u> (Street) <u>AUSTIN TX 78704</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Vital Farms, Inc. [VITL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/04/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/04/2020		C		121,246	A	(1)	1,966,927	I	See Footnote ⁽²⁾
Common Stock	08/04/2020		S		333,561	D	\$20.46	1,633,366	I	See Footnote ⁽²⁾
Common Stock	08/04/2020		S		333,561	D	\$20.46	0	I	See Footnote ⁽³⁾
Common Stock	08/04/2020		S		123,000	D	\$20.46	640,461	I	See Footnote ⁽⁴⁾
Common Stock	08/04/2020		S		123,000	D	\$20.46	640,461	I	See Footnote ⁽⁵⁾

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. 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	Amount or Number of Shares				
Series B Preferred Stock	(1)	08/04/2020		C			121,246	(1)	(1)	Common Stock	121,246	\$0.00	0	I	See Footnote ⁽²⁾

Explanation of Responses:

- Each share of Series B Preferred Stock converted into shares of Common Stock upon the closing of the Issuer's initial public offering, on a one-for-one basis, and had no expiration date.
- The shares are held by The NANAPA Trust, formed 7/25/2018 ("NANAPA"). The Reporting Person is a trustee of NANAPA.
- The shares are held by The Jones Management Trust, formed 8/31/2018 (the "Trust"). The Reporting Person is a trustee of the Trust.
- The shares are held by The MIPOTH-C Trust formed 8/31/2018 ("MIPOTH-C"). The Reporting Person is a trustee of MIPOTH-C.
- The shares are held by The MIPOTH-J Trust, formed 7/25/2018 ("MIPOTH-J"). The Reporting Person is a trustee of MIPOTH-J.

Remarks:

/s/ Jason Minio, Attorney-in-Fact 08/05/2020

** 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.

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