

VITAL FARMS, INC.
STOCK OWNERSHIP GUIDELINES

Effective Date: September 30, 2022

Amended: August 13, 2025

The Board of Directors (“**Board**”) of Vital Farms, Inc. (the “**Company**”) has adopted these Stock Ownership Guidelines (the “**Guidelines**”) to align the interests of the Covered Individuals (as defined below) with the interests of the Company’s stockholders and to further promote the Company’s commitment to sound corporate governance.

I. Applicability of Policy. The Guidelines shall apply to each Director and Officer (as defined below) (each, a “**Covered Individual**” and collectively, the “**Covered Individuals**”).

- A “**Director**” means a member of the Board who is not an Officer (as defined below).
- An “**Officer**” means the Company’s President and Chief Executive Officer; Chief Financial Officer; Chief Supply Chain Officer; Chief Sales Officer and President, Eggs; Chief Marketing Officer and General Manager, Butter; General Counsel, Corporate Secretary, and Head of Impact; Senior Vice President, Strategy; Chief People Officer; and Executive Chairperson, together with any future members of the Company’s Senior Leadership Team, as designated by the Compensation Committee of the Board (the “**Compensation Committee**”), or any successor position to any of the foregoing.

II. Ownership Guideline. The Guideline for each Covered Individual is determined as a multiple of the Covered Individual’s Base Pay, as reflected in the chart below. “**Base Pay**” is the Covered Individual’s annual base salary rate (for Officers) or annual Board retainer, excluding additional retainers for service on Board committees or for service as committee chairperson or lead independent director (for Directors).

Title	Ownership Guideline Multiple of Base Pay
Chief Executive Officer and Executive Chairperson	5x
All other Officers	2x
Directors	5x

If a Covered Individual holds more than one title indicated above, such Covered Individual is expected to satisfy the highest applicable ownership guideline for all applicable titles. If a Covered Individual is a Director who does not receive any cash compensation from the Company (or who waives such cash compensation), such Director’s Base Pay for purposes of these Guidelines shall be equal to the Board retainer paid to other Directors who are Covered Individuals as of the applicable date.

The number of shares that a Covered Individual must own to satisfy the Guidelines by the end of the Compliance Period (as defined below) shall be determined by dividing (a) the product of the applicable ownership guideline multiple times the Covered Individual’s Base Pay at the time they become subject to these Guidelines by (b) the average closing price of the Company’s common stock over the calendar year preceding the end of the Compliance Period.

For example, if a Director initially becomes subject to the Guidelines in 2025 with a 2025 Base Pay of \$60,000, such Director would be required to own shares of common stock with a value of at least \$300,000. As a result of the Compliance Period described in Section III below, such Director would be required to meet such initial Guideline by December 31, 2030, based on the average closing price of the Company's common stock during 2030.

In each year after the Compliance Period, the number of shares that a Covered Individual must own to satisfy the Guidelines by the last day of such year (the "**Measurement Date**") shall be determined by dividing (a) the product of the applicable ownership guideline multiple times the Covered Individual's Base Pay as of the end of the preceding calendar year by (b) the average closing price of the Company's common stock over the calendar year preceding the Measurement Date.

In the example above, following the Compliance Period, the Guidelines applicable to the Director for 2031 would be calculated based on the Director's Base Pay as of December 31, 2030 and the average closing price of the Company's common stock during 2031. If such Director's Base Pay as of December 31, 2030 is \$60,000, then such Director would be required to own shares of common stock with a value of at least \$300,000 by the Measurement Date of December 31, 2031.

- III. Achievement Period.** The Guidelines must be achieved by each Covered Individual by the end of the calendar year in which occurs the date that is five (5) years after the later of (1) the Effective Date of these Guidelines and (2) the date the individual became a Covered Individual (such period of time, the "**Compliance Period**"); provided, however, that if a Covered Individual becomes subject to a higher multiple under these Guidelines due to a promotion, such higher multiple must be achieved by the end of the calendar in which occurs the date that is five (5) years after the date of such promotion.
- IV. Tracking Compliance with Guidelines.** A Covered Individual's ownership shall be reviewed annually by the Compensation Committee (for Officers) or by the Nominating and Corporate Governance Committee of the Board ("**NCG Committee**") (for Directors) based on the number of such Covered Individual's Eligible Shares (as defined in Section V below) as of the last day of the calendar year to determine if the Covered Individual has met the applicable Guidelines for such year (or, during the Compliance Period, to assess progress towards meeting the Guidelines). If the Guidelines are deemed met for such year, the Covered Individual shall be deemed to comply with the Guidelines for the entire following year.
- V. Eligible Shares.** The following shares of common stock of the Company are "**Eligible Shares**" that shall be included in the calculation of a Covered Individual's stock ownership, whether or not purchased on the open market or obtained through the exercise of stock options or through equity awards granted by the Company to such Covered Individual:
- shares owned outright by the Covered Individual and by members of his or her immediate family (as defined in Rule 16a-1(e) under the Securities Exchange Act of 1934, as amended) ("**Family Member**")
 - shares held in trust for the benefit of the Covered Individual, or for the benefit of a Family Member of such Covered Individual

- vested shares under any deferred compensation plan (excluding, for the avoidance of doubt, vested stock options)
- restricted stock units (“*RSUs*”) (provided, however, that unvested performance-vesting restricted stock units (“*PSUs*”) shall not be deemed to be Eligible Shares)

- VI. Retention Requirement:** Until a Covered Individual has met the applicable share ownership guideline set forth above, such Covered Individual shall be required to retain a certain percentage of Net Awarded Shares as follows: (i) Directors shall be required to retain 100% of any Net Awarded Shares; and (ii) Officers shall be required to retain 50% of any Net Awarded Shares. “*Net Awarded Shares*” shall include shares received upon (i) the vesting of RSUs, PSUs, or similar instruments; and (ii) the exercise of stock options or similar instruments, in each case after deducting the applicable tax withholdings and the payment of any exercise or purchase price (if applicable).
- VII. Failure to Meet Guidelines.** If a Covered Individual fails to satisfy the Guidelines by the applicable date, the Board may take such action as it determines appropriate.
- VIII. Exceptions.** There may be instances where the Guidelines would place a severe hardship on a Covered Individual, or the Board otherwise determines that an exception to the Guidelines is warranted, although it is expected that these instances will be rare. The Board will make the final decision as to developing an alternative stock ownership guideline for a Covered Individual that reflects the intention of these Guidelines and his or her personal circumstances. The requirements of these Guidelines shall be automatically waived if compliance would prevent a Covered Individual from complying with a court order or applicable law.
- IX. Administration.** The Board, the Compensation Committee (with respect to Officers), the NCG Committee (with respect to Directors) or other authorized Board committee shall administer these Guidelines and may delegate to members of management to assist it in carrying out its administrative functions hereunder, such as making calculations and tracking compliance. References to the “Board” in these Guidelines shall include the Compensation Committee, NCG Committee or other authorized Board committee, as applicable.
- X. Modifications to Policy.** These Guidelines are subject to modification, from time to time, as the Board deems appropriate.