

OMB APPROVAL	
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**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>Prior Jane</u>			2. Issuer Name and Ticker or Trading Symbol <u>Vita Coco Company, Inc. [ COCO ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Chief Marketing Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>06/14/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>250 PARK AVE SOUTH</u> <u>SEVENTH FLOOR</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> 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.				
<u>NEW YORK</u>	<u>NY</u>	<u>10003</u>						

**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	06/14/2024		M		2,935	A	\$10.178	134,769	D	
Common Stock	06/14/2024		S <sup>(1)</sup>		2,935	D	\$30.06 <sup>(2)</sup>	131,834	D	
Common Stock	06/17/2024		M		6,701	A	\$10.178	138,535	D	
Common Stock	06/17/2024		S <sup>(1)</sup>		6,701	D	\$30.04 <sup>(3)</sup>	131,834	D	
Common Stock	06/18/2024		M		364	A	\$10.178	132,198	D	
Common Stock	06/18/2024		S <sup>(1)</sup>		364	D	\$30	131,834	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)	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					
Non-Qualified Stock Option (right to buy)	\$10.178	06/14/2024		M		2,935	(4)	02/10/2030	Common Stock	2,935	\$0.0	110,815	D	
Non-Qualified Stock Option (right to buy)	\$10.178	06/17/2024		M		6,701	(4)	02/10/2030	Common Stock	6,701	\$0.0	104,114	D	
Non-Qualified Stock Option (right to buy)	\$10.178	06/18/2024		M		364	(4)	02/10/2030	Common Stock	364	\$0.0	103,750	D	
Non-Qualified Stock Option (right to buy)	\$10.178						(5)	12/16/2029	Common Stock	3,675		3,675	D	
Non-Qualified Stock Option (right to buy)	\$10.178						(6)	01/11/2031	Common Stock	27,300		27,300	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)	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				
Non-Qualified Stock Option (right to buy)	\$15							(7)	10/21/2031	Common Stock	45,605		45,605	D	
Non-Qualified Stock Option (right to buy)	\$15.36							(8)	08/15/2032	Common Stock	42,980		42,980	D	
Non-Qualified Stock Option (right to buy)	\$16.91							(9)	03/10/2033	Common Stock	14,205		14,205	D	
Non-Qualified Stock Option (right to buy)	\$26.18							(10)	03/04/2034	Common Stock	8,746		8,746	D	

**Explanation of Responses:**

- The sales of shares of common stock reported were effected pursuant to a Rule 10b5-1 trading plan.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.00 to \$30.42, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.00 to \$30.24, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The stock option is fully vested and currently exercisable.
- The stock option is fully vested and currently exercisable.
- The stock option vests in two equal installments on January 11, 2023 and January 11, 2025.
- The stock option vests in four equal annual installments beginning on November 27, 2022.
- The stock option vests in three equal annual installments beginning on August 15, 2025.
- The stock option vests in four equal annual installments beginning on March 10, 2024.
- The stock option vests in four equal annual installments beginning on March 4, 2025.

By: Yolanda Goettsch,  
Attorney-in-Fact For: Jane      06/18/2024  
Prior

\*\* 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.**