

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

| | | |
|--|--|---|
| 1. Name and Address of Reporting Person <u>Sadowsky Kenneth</u> (Last) (First) (Middle) 250 PARK STREET SOUTH 7TH FLOOR (Street) NEW YORK NY 10003 (City) (State) (Zip) | 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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 05/31/2022 | |
| 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------------------|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 05/31/2022 | | M | | 2,333 | A | \$0 ⁽¹⁾ | 618,383 | 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 |
| Restricted Stock Units | (1) | 05/31/2022 | | M | | | 2,333 | (2) | (2) | Common Stock | 2,333 | \$0 | 0 | D | |
| Deferred Restricted Stock Units | (3) | 06/01/2022 | | A | | | 5,757 | (3) | (3) | Common Stock | 5,757 | \$0 | 5,757 | D | |
| Stock Option (Right to Buy) | \$10.178 | | | | | | | (4) | 01/02/2030 | Common Stock | 27,300 | | 27,300 | D | |

Explanation of Responses:

- Restricted stock units ("RSUs") convert to common stock on a one-for-one basis.
- RSUs were granted on October 21, 2021 with a vesting date of the earlier of (i) the day immediately preceding the first Annual Meeting after the grant date or (ii) on October 21, 2022 provided that the Reporting Person remains in continuous service on the applicable vesting date.
- Each deferred RSU represents the right to receive one share of common stock of the company. The deferred RSUs granted under the company's 2021 Incentive Award Plan vest in full on the earlier of (i) the day immediately preceding the first Annual Meeting after the grant date or (ii) the first anniversary of the grant date provided that the Reporting Person remains in continuous service on the applicable vesting date, and will settle on June 1, 2027.
- The stock option vests in three equal annual installments beginning on January 2, 2021.

Remarks:

/s/ Yolanda Goetsch, Attorney-in-Fact for Kenneth Sadowsky 06/02/2022

** 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.