

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2022 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2022 or fiscal plan year beginning <u>01/01/2022</u> and ending <u>12/31/2022</u>	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B	This return/report is: ☐ the first return/report ☐ an amended return/report ☐ the final return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ special extension (enter description) ☐ automatic extension ☐ the DFVC program
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II Basic Plan Information —enter all requested information		
1a Name of plan <u>THE VITA COCO COMPANY, INC. 401(K) PLAN</u>	1b Three-digit plan number (PN) ▶	<u>001</u>
1c Effective date of plan <u>03/01/2010</u>		
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>THE VITA COCO COMPANY, INC.</u> <u>250 PARK AVE SOUTH</u> <u>7TH FLOOR</u> <u>NEW YORK, NY 10003</u>	2b Employer Identification Number (EIN) <u>11-3713156</u>	2c Plan Sponsor's telephone number <u>212-206-0763</u>
	2d Business code (see instructions) <u>424400</u>	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2023	HANK ROSENBLUM
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

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v. 220413

3a Plan administrator's name and address ☒ Same as Plan Sponsor		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN
5 Total number of participants at the beginning of the plan year		5 273
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).		
a(1) Total number of active participants at the beginning of the plan year		6a(1) 185
a(2) Total number of active participants at the end of the plan year		6a(2) 204
b Retired or separated participants receiving benefits		6b 0
c Other retired or separated participants entitled to future benefits.....		6c 91
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 295
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 0
f Total. Add lines 6d and 6e		6f 295
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....		6g 266
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h 19
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2F 2G 2J 2K 2T 2E 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ 0 A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2022 Form M-1 annual report. If the plan was not required to file the 2022 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2022
		This Form is Open to Public Inspection.

For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan THE VITA COCO COMPANY, INC. 401(K) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE VITA COCO COMPANY, INC.	D Employer Identification Number (EIN) 11-3713156	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL
04-2647786

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

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04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 64 65	RECORDKEEPER	28530	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection
For calendar plan year 2022 or fiscal plan year beginning <u>01/01/2022</u> and ending <u>12/31/2022</u>		
A Name of plan <u>THE VITA COCO COMPANY, INC. 401(K) PLAN</u>		B Three-digit plan number (PN) <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>THE VITA COCO COMPANY, INC.</u>		D Employer Identification Number (EIN) <u>11-3713156</u>

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash.....	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	0	0
(2) Participant contributions.....	1b(2)	0	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	2124	5699
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants).....	1c(7)	0	0
(8) Participant loans.....	1c(8)	143992	180712
(9) Value of interest in common/collective trusts.....	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts.....	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	13646177	11160777
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	0	0
(15) Other	1c(15)	0	0

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	13792293	11347188

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	13792293	11347188
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

a Contributions:			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)	584396	
(B) Participants.....	2a(1)(B)	1513411	
(C) Others (including rollovers).....	2a(1)(C)	503391	
(2) Noncash contributions.....	2a(2)	0	2601198
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	101	
(B) U.S. Government securities.....	2b(1)(B)	0	
(C) Corporate debt instruments.....	2b(1)(C)	0	
(D) Loans (other than to participants).....	2b(1)(D)	0	
(E) Participant loans.....	2b(1)(E)	7375	
(F) Other.....	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		7476
(2) Dividends: (A) Preferred stock.....	2b(2)(A)	0	
(B) Common stock.....	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	302626	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		302626
(3) Rents.....	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds.....	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result.....	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other.....	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-3023685
c Other income	2c		0
d Total income. Add all income amounts in column (b) and enter total	2d		-112385
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2304190	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		2304190
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	28530	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		28530
j Total expenses. Add all expense amounts in column (b) and enter total	2j		2332720
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-2445105
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☒ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☐ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: R. BERGER & COMPANY, INC.

(2) EIN: 46-4769784

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

	Yes	No	Amount
4a		X	

	Yes	No	Amount
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
4b		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		2000000
4e	X		2000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		X	
4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2022 This Form is Open to Public Inspection.
For calendar plan year 2022 or fiscal plan year beginning 01/01/2022 and ending 12/31/2022		
A Name of plan THE VITA COCO COMPANY, INC. 401(K) PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE VITA COCO COMPANY, INC.		D Employer Identification Number (EIN) 11-3713156
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 04-6568107		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....		3
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....		6a
b Enter the amount contributed by the employer to the plan for this plan year.....		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....		☐ Yes ☐ No
11 a Does the ESOP hold any preferred stock?.....		☐ Yes ☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....		☐ Yes ☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?.....		☐ Yes ☐ No
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2022 v. 220413		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:	
a	The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....	14a
b	The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14b
c	The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14c
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:	
a	The corresponding number for the plan year immediately preceding the current plan year.....	15a
b	The corresponding number for the second preceding plan year.....	15b
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:	
a	Enter the number of employers who withdrew during the preceding plan year	16a
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....	16b
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐	

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation _____

THE VITA COCO COMPANY, INC.
401(k) PROFIT SHARING PLAN AND TRUST

**FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT**

**AS OF DECEMBER 31, 2022 AND 2021
AND FOR THE YEAR ENDED DECEMBER 31, 2022**

SUPPLEMENTAL SCHEDULE AS OF DECEMBER 31, 2022

**THE VITA COCO COMPANY, INC.
401(k) PROFIT SHARING PLAN AND TRUST
AS OF DECEMBER 31, 2022 AND 2021
AND FOR THE YEAR ENDED DECEMBER 31, 2022**

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Note: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee of
The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements

We have performed an audit of the financial statements of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2022, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audit of the 2021 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2022, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion on the 2022 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section

- the amounts and disclosures in the accompanying 2022 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- the information in the accompanying 2022 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2022 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section of our report. We are required to be independent of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for my ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the 2022 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust's ability to continue as a going concern for a period of one year from the date the financial statements are issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the 2022 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit of the 2022 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2022 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

2022 Supplemental Schedules Required by ERISA

The supplemental schedule of Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- the form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Auditor's Report on the 2021 Financial Statements

The 2021 financial statements of The Vita Coco Company, Inc 401(k) Profit Sharing Plan and Trust were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the predecessor auditor not to perform, and they did not perform, any audited procedures with respect to the information certified by a qualified institution. Their report dated October 7, 2022, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and supplemental schedule, and (b) the form and content of the information included in the financial statements and supplemental schedule other than that derived from certified information, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

October 12, 2023
Armonk, New York

Sain CPA PLLC

THE VITA COCO COMPANY, INC. 401(K) PROFIT SHARING PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
ASSETS		
Investment at fair value	11,166,476	13,648,301
Total investments at fair value	<u>11,166,476</u>	<u>13,648,301</u>
Receivables:		
Notes receivable from participants	180,712	143,992
Total receivables	<u>\$ 180,712</u>	<u>\$ 143,992</u>
Total Assets	<u>11,347,188</u>	<u>13,792,293</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 11,347,188</u></u>	<u><u>\$ 13,792,293</u></u>

See notes to financial statements.

THE VITA COCO COMPANY, INC. 401(k) , PROFIT SHARING PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED
DECEMBER 31, 2022

Additions to net assets attributed to:

Investment Income:

Net appreciation in fair value of investments	\$ (3,023,685)
Dividends & interest income	<u>302,727</u>

Net investment income (2,720,958)

Interest income on notes receivable from participants 7,375

Contributions:

Employee	1,513,411
Employer	<u>584,396</u>
Rollover contributions	<u>503,391</u>
Total contributions	<u>2,601,198</u>

Total additions (112,385)

Deductions from net assets attributable to:

Benefits paid to participants	2,304,190
Administrative expenses	<u>28,530</u>
Total deductions	<u>2,332,720</u>

NET INCREASE (2,445,105)

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year 13,792,293

End of Year \$ 11,347,188

See notes to financial statements.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 - DESCRIPTION OF PLAN

The following brief description of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust (the "Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

A. General

The Plan is a defined contribution profit sharing plan covering all employees of The Vita Coco Company, Inc. Profit Sharing Plan and Trust, formerly known as All Market Profit Sharing Plan & Trust (the "Company") who have attained the age of 21 and completed three consecutive months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust (the "Company") adopted the Plan on March 1, 2010, and subsequently amended and restated the Plan document effective May 20, 2022 for the purpose of providing eligible employees an opportunity to utilize the benefits of a tax-deferred savings plan. The Plan is a defined contribution plan covering all employees of the company except those who are members of a collective bargaining unit or leased employees.

On October 15, 2021, the name of the Plan was changed from All Market 401 (k) Profit Sharing Plan & Trust to The Vita Coco Company, Inc. 401 (k) Profit Sharing Plan and Trust. All other terms of the Plan remained unchanged.

B. Eligibility

The Plan is a defined contribution profit sharing plan covering all employees of the Company who have attained age of 21, completed 3 months of service and are not a member of a collective bargaining unit or leased employee. Eligible participants may participate immediately upon meeting the eligibility requirements. Upon entry to the Plan, participants are eligible to receive an employer matching contribution.

C. Employee Contributions

Eligible participants may elect to contribute up to 100% of their eligible compensation, as defined by the Plan, up to the maximum allowed under the Internal Revenue Code of 1986, as amended ("IRC"). For the year ended December 31, 2022 and 2021 the limit capped by the Internal Revenue Service was \$20,500 and \$19,500, respectively. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. For the 2022 Plan year, the maximum catch-up contribution was \$6,500. Participants may also elect to make Roth and after-tax contributions to the Plan. Participants may also contribute rollover amounts representing distributions from other qualified plans. Participants direct the investment of their contribution in various investment options offered by the Plan.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 - DESCRIPTION OF PLAN (continued)

D. Employer Contributions

The employer may make a discretionary matching contribution to the plan on behalf of each eligible employee. For the year 2022 the employer matching contributions were equal to 100% of the participant's elective deferral amount, not to exceed 3% of the Participant's Compensation, plus 50% of a participant's Elective Deferral of 3% but not in excess of 5% of compensation.

E. Participant Accounts

Individual accounts are maintained for each participant in the Plan. Participants' accounts are credited with the participant's contribution and allocations of (a) the Company's contribution, and (b) Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings (losses) or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

F. Investments

Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan invests in mutual funds and a guaranteed investment contract. The participants instruct the Trustee directly as to the allocation of deposits among funds and transfers among funds.

G. Vesting

Participants are vested immediately in their salary deferral and rollover contributions, plus actual earnings thereon. Vesting in the Employer's contribution portion of their accounts is based on continuous service. A participant becomes 50% vested after one year of credited service and 100% after 2 years in the company's matching contribution, plus earnings thereon.

H. Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum of \$50,000, but no more than 50% of their vested account balance (pre-tax and rollover accounts only). The loans are secured by the balance in the participant's account and bear interest at 1% over the prime rate of interest. Participant may not have more than one loan outstanding at any time. Loans outstanding at December 31, 2022 and 2021 bear interest at the rate of between 4.25% - 7.25% and mature through 2032. Principal and interest are paid ratably through payroll deductions.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 - DESCRIPTION OF PLAN (continued)

I. Payment of Benefits

Participants are entitled to receive a distribution of their vested interest upon the termination of employment, an in-service distribution for elective and matching contributions for participants who have attainment the age of 59 ½, participants who have attained full retirement age of 65, and in the event of death or a disability. Participants may make a hardship distribution as permitted by the Plan. All distributions are made as administratively feasible.

J. Forfeited Nonvested Accounts

Upon a participant's termination of employment before normal retirement, disability or death, the portion of their Company contributions not then vested shall be forfeited, the forfeited portion of a participant's account may be used to reduce future Employer's contributions or to pay Plan expenses. During the year ended December 31, 2022, and 2021 forfeitures used to reduce employer's contributions were -0- and \$16,616, respectively. The forfeitures balance at December 31, 2022 and 2021 was \$47,943 and \$43,203 respectively.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America. ("GAAP")

B. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities and the reported amounts of investment income and deductions during the Plan year. Accordingly, actual results may differ from those estimates.

C. Contributions

Participant and employer contributions are recorded in the period the employer makes the payroll deduction.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

D. Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Quoted market prices are used to value investments. Fair value is the price that would be received to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date.

The Plan presents, in the statement of changes in net assets available for benefits, the net depreciation in the fair value of investments, which includes realized gains and losses and unrealized depreciation on investments held.

Shares of mutual funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of net appreciation in fair market value of investments for such investments.

E. Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. As of December 31, 2022 no allowance for credit losses has been recorded. If a participant does not make the required loan payments in accordance with the note, and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant's note is recorded as a benefit payment in accordance with the Plan document.

F. Benefit Payments

Benefits are recorded upon distribution.

G. Administrative Expenses

Plan administration expenses may be paid by the Plan; however, certain administrative expenses are paid by the Company.

H. Subsequent Events

The Plan has evaluated subsequent events for recognition or disclosure through October 12, 2023, which was the date these financial statements were available to be issued.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 3 - Fair Value Measurements

The Financial Accounting Standards Board ("FASB") established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described as follows:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
- Level 2 Inputs to the valuation methodology include:
- quoted prices for similar assets or liabilities in active markets;
 - quoted prices for identical or similar assets or liabilities in inactive markets;
 - inputs other than quoted prices that are observable for the asset or liability;
 - inputs that are derived principally from or corroborated by observable market data by correlation or other means
- If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.
- Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

Mutual Funds: Valued at the quoted net asset value of shares or units held by the Plan. Valued at the daily closing price as reported by the fund. Mutual funds held by the plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the plan are deemed to be actively traded.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 3 - Fair Value Measurements (continued)

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets accounted for at fair value as of December 31, 2022 and 2021:

December 31, 2022				
Investments at fair value:	Level 1	Level 2	Level 3	Total
Registered investments companies	11,166,476			11,166,476
		-		-
Total assets in the fair value hierarchy	\$ 11,166,476	\$ -		\$ 11,166,476
Investments at fair value				\$ 11,166,476
December 31, 2021				
Investments at fair value:	Level 1	Level 2	Level 3	Total
Registered investments companies	13,648,301			13,648,301
				-
Total assets in the fair value hierarchy	\$ 13,648,301			\$ 13,648,301
Investments at fair value				\$ 13,648,301

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 4 - Unaudited Information Certified by the Trustee

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Accordingly, as permitted under such election, the plan administrator has obtained certifications from Fidelity Management Trust Company, the trustee of the Plan as of December 31, 2022 and 2021 and for the year ended December 31, 2022, that the unaudited information pertaining to the following data included in the accompanying financial statements and supplemental schedule, is complete and accurate.

	December 31,	
	2022	2021
Statement of Net Assets Available for Benefits:		
Investments measured at fair value		
Registered investment companies	\$ 11,166,476	\$ 13,648,301
For the year ended December 31, 2022		
Statement of changes in Net Assets Available for Benefits:		
Investment income:		
Net depreciation in fair value of investments	\$ (3,023,685)	
Dividend income	\$ 302,727	
Total investment income	\$ (2,720,958)	
Participant loan interest	\$ 7,375	

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 5 - Excess Contribution Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS, to satisfy relevant nondiscrimination provisions of the Plan, are recorded as a liability with a corresponding reduction to participant contributions. Excess contributions at December 31, 2022 and 2021 were \$ -0-.

NOTE 6 - Exempt Party-In-Interest Transactions

Certain employees and officers of the Company, who may also be participants in the Plan, perform administrative services to the Plan at no cost to the Plan. In addition, the Plan provides loans to Plan participants that qualify as exempt party-in-interest transactions. Administrative expenses paid by the Plan to Fidelity Investments in 2022, a party-in-interest, amounted to \$28,530.

NOTE 7 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their employer contributions.

NOTE 8 - Federal Income Tax Status

The Plan obtained its opinion letter on a prototype plan approved by the Internal Revenue Service (the "IRS"), effective June 30, 2020. The IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ("Code"). Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States of America, require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more than likely would not be sustained upon examination by applicable authorities. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for the years prior to 2019.

NOTE 9 - Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

SUPPLEMENTAL INFORMATION

THE VITA COCO COMPANY, INC. 401(K) PROFIT SHARING PLAN AND TRUST
SCHEDULE OF ASSETS HELD AT END OF YEAR
DECEMBER 31, 2022

Schedule H - Line 4(l): Schedule of Assets (End of Year)

Attachment Form 5500

Plan EIN: 11-3579964

Plan Num 001

(a)	(b) IDENTITY OF ISSUER, BORROWER, LESSOR, OR SIMILAR PARTY*	(c) MATURITY DATE AND RATE OF INTEREST	(d) COST**	(e) CURRENT VALUE
	* FIDELITY MULTI ASSET IDX	MUTUAL FUND	\$	45,034
	* FIDELITY GOVT MMKT	MUTUAL FUND		2
	* FIDELITY US BOND IDX	MUTUAL FUND		16,706
	* FIDELITY 500 INDEX	MUTUAL FUND		218,327
	* FIDELITY INFL PR BD IDX	MUTUAL FUND		14,739
	* FIDELITY EMERGING MKTS IDX	MUTUAL FUND		32,099
	* FIDELITY FDM IDX 2005 IPR	MUTUAL FUND		1,728
	* FIDELITY FDM IDX 2020 IPR	MUTUAL FUND		2,477
	* FIDELITY FDM IDX 2025 IPR	MUTUAL FUND		132,291
	* FIDELITY FDM IDX 2030 IPR	MUTUAL FUND		486,571
	* FIDELITY FDM IDX 2035 IPR	MUTUAL FUND		271,139
	* FIDELITY FDM IDX 2040 IPR	MUTUAL FUND		1,578,433
	* FIDELITY FDM IDX 2045 IPR	MUTUAL FUND		2,273,286
	* FIDELITY FDM IDX 2050 IPR	MUTUAL FUND		1,634,234
	* FIDELITY FDM IDX 2055 IPR	MUTUAL FUND		1,223,448
	* FIDELITY FDM IDX 2060 IPR	MUTUAL FUND		745,214
	* FIDELITY GOVT MMKT K6	MUTUAL FUND		5,696
	FA HIGH INC ADV Z	MUTUAL FUND		115,670
	* FIDELITY FDM IDX 2065 R6	MUTUAL FUND		49,340
	VRTS NFJ MC VAL R6	MUTUAL FUND		41,352
	PIM INTL BD USSH I	MUTUAL FUND		22,814
	BLKRR MD CP GR EQ K	MUTUAL FUND		143,477
	INVS CORP BOND R6	MUTUAL FUND		11,453
	COL LC ENHCD CORE I3	MUTUAL FUND		411,324
	AF MORTGAGE R6	MUTUAL FUND		81,226
	HTFO BALANCED INC R6	MUTUAL FUND		789
	COL EMRG MKT BOND I3	MUTUAL FUND		12,829
	JPM LARGE CAP BAL R6	MUTUAL FUND		182,663
	COL DIVIDEND INC I3	MUTUAL FUND		66,764
	JPM SM CAP GROWTH R6	MUTUAL FUND		230,266
	AF NEW PERSPECT R6	MUTUAL FUND		289,325
	AF BALANCED R6	MUTUAL FUND		780
	WA CORE PLS BOND IS	MUTUAL FUND		88,263
	PIM STKPLSLG DUR IS	MUTUAL FUND		48,233
	FKLN DYNATECH R6	MUTUAL FUND		348,890
	C&S REAL ESTATE Z	MUTUAL FUND		88,243
	PIM LT CR BOND I	MUTUAL FUND		22,233
	AM CENT EMG MKTS R6	MUTUAL FUND		359
	AS SPL SM CAP BAL R6	MUTUAL FUND		39,127
	PIF MDGP S&P 400 R6	MUTUAL FUND		50,900
	PIF SMCP S&P 600 R6	MUTUAL FUND		38,432
	PIM EXTENDED DUR IS	MUTUAL FUND		10,854
	PIM SP INTL USSH IS	MUTUAL FUND		24,258
	PIM COMPLUS STRAT I	MUTUAL FUND		58,388
			\$	11,166,476
	PROMISSORY NOTES WITH INTEREST RATES RANGING FROM 4.25-7.25% WITH			
	NOTES RECEIVABLE FROM PARTICIPANTS MATURITIES THROUGH 2032			180,712
			\$	11,347,188

See accompanying independent auditors' report.

* Denotes party-in-interest to the Plan

** Historical cost is not required as all investments are participant-directed.

THE VITA COCO COMPANY, INC.
401(k) PROFIT SHARING PLAN AND TRUST

**FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT**

**AS OF DECEMBER 31, 2022 AND 2021
AND FOR THE YEAR ENDED DECEMBER 31, 2022**

SUPPLEMENTAL SCHEDULE AS OF DECEMBER 31, 2022

**THE VITA COCO COMPANY, INC.
401(k) PROFIT SHARING PLAN AND TRUST
AS OF DECEMBER 31, 2022 AND 2021
AND FOR THE YEAR ENDED DECEMBER 31, 2022**

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Note: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee of
The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust

Scope and Nature of the ERISA Section 103(a)(3)(C) Audit for the 2021 Financial Statements

We have performed an audit of the financial statements of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust (the "Plan"), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statement of net assets available for benefits as of December 31, 2022, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audit of the 2021 financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audit need not extend to any statements or information related to assets held for investment of the plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a state or federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained a certification from a qualified institution as of and for the year ended December 31, 2022, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

Opinion on the 2022 Financial Statements

In our opinion, based on our audit and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section

- the amounts and disclosures in the accompanying 2022 financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- the information in the accompanying 2022 financial statements related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Basis for Opinion on the 2022 Financial Statements

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 2022 Financial Statements section of our report. We are required to be independent of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for my ERISA Section 103(a)(3)(C) audit opinion.

Responsibilities of Management for the 2022 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust's ability to continue as a going concern for a period of one year from the date the financial statements are issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

Auditor's Responsibilities for the Audit of the 2022 Financial Statements

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit of the 2022 Financial Statements section of our report, our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust's internal control. Accordingly, no such opinion is expressed.

- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust, formerly known as All Market 401(k) Profit Sharing Plan & Trust's ability to continue as a going concern for a reasonable period of time.

Our audit did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the 2022 financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

2022 Supplemental Schedules Required by ERISA

The supplemental schedule of Form 5500, Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2022 are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion

- the form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- the information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to, or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

Auditor's Report on the 2021 Financial Statements

The 2021 financial statements of The Vita Coco Company, Inc 401(k) Profit Sharing Plan and Trust were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the plan administrator instructed the predecessor auditor not to perform, and they did not perform, any audited procedures with respect to the information certified by a qualified institution. Their report dated October 7, 2022, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and supplemental schedule, and (b) the form and content of the information included in the financial statements and supplemental schedule other than that derived from certified information, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

October 12, 2023
Armonk, New York

Sain CPA PLLC

THE VITA COCO COMPANY, INC. 401(K) PROFIT SHARING PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
ASSETS		
Investment at fair value	11,166,476	13,648,301
Total investments at fair value	<u>11,166,476</u>	<u>13,648,301</u>
Receivables:		
Notes receivable from participants	180,712	143,992
Total receivables	<u>\$ 180,712</u>	<u>\$ 143,992</u>
Total Assets	<u>11,347,188</u>	<u>13,792,293</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 11,347,188</u></u>	<u><u>\$ 13,792,293</u></u>

See notes to financial statements.

THE VITA COCO COMPANY, INC. 401(k) , PROFIT SHARING PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED
DECEMBER 31, 2022

Additions to net assets attributed to:

Investment Income:

Net appreciation in fair value of investments	\$ (3,023,685)
Dividends & interest income	<u>302,727</u>

Net investment income (2,720,958)

Interest income on notes receivable from participants 7,375

Contributions:

Employee	1,513,411
Employer	<u>584,396</u>
Rollover contributions	<u>503,391</u>
Total contributions	<u>2,601,198</u>

Total additions (112,385)

Deductions from net assets attributable to:

Benefits paid to participants	2,304,190
Administrative expenses	<u>28,530</u>
Total deductions	<u>2,332,720</u>

NET INCREASE (2,445,105)

NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year 13,792,293

End of Year \$ 11,347,188

See notes to financial statements.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 - DESCRIPTION OF PLAN

The following brief description of The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust (the "Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

A. General

The Plan is a defined contribution profit sharing plan covering all employees of The Vita Coco Company, Inc. Profit Sharing Plan and Trust, formerly known as All Market Profit Sharing Plan & Trust (the "Company") who have attained the age of 21 and completed three consecutive months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Vita Coco Company, Inc. 401(k) Profit Sharing Plan and Trust (the "Company") adopted the Plan on March 1, 2010, and subsequently amended and restated the Plan document effective May 20, 2022 for the purpose of providing eligible employees an opportunity to utilize the benefits of a tax-deferred savings plan. The Plan is a defined contribution plan covering all employees of the company except those who are members of a collective bargaining unit or leased employees.

On October 15, 2021, the name of the Plan was changed from All Market 401 (k) Profit Sharing Plan & Trust to The Vita Coco Company, Inc. 401 (k) Profit Sharing Plan and Trust. All other terms of the Plan remained unchanged.

B. Eligibility

The Plan is a defined contribution profit sharing plan covering all employees of the Company who have attained age of 21, completed 3 months of service and are not a member of a collective bargaining unit or leased employee. Eligible participants may participate immediately upon meeting the eligibility requirements. Upon entry to the Plan, participants are eligible to receive an employer matching contribution.

C. Employee Contributions

Eligible participants may elect to contribute up to 100% of their eligible compensation, as defined by the Plan, up to the maximum allowed under the Internal Revenue Code of 1986, as amended ("IRC"). For the year ended December 31, 2022 and 2021 the limit capped by the Internal Revenue Service was \$20,500 and \$19,500, respectively. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. For the 2022 Plan year, the maximum catch-up contribution was \$6,500. Participants may also elect to make Roth and after-tax contributions to the Plan. Participants may also contribute rollover amounts representing distributions from other qualified plans. Participants direct the investment of their contribution in various investment options offered by the Plan.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 - DESCRIPTION OF PLAN (continued)

D. Employer Contributions

The employer may make a discretionary matching contribution to the plan on behalf of each eligible employee. For the year 2022 the employer matching contributions were equal to 100% of the participant's elective deferral amount, not to exceed 3% of the Participant's Compensation, plus 50% of a participant's Elective Deferral of 3% but not in excess of 5% of compensation.

E. Participant Accounts

Individual accounts are maintained for each participant in the Plan. Participants' accounts are credited with the participant's contribution and allocations of (a) the Company's contribution, and (b) Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings (losses) or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

F. Investments

Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan invests in mutual funds and a guaranteed investment contract. The participants instruct the Trustee directly as to the allocation of deposits among funds and transfers among funds.

G. Vesting

Participants are vested immediately in their salary deferral and rollover contributions, plus actual earnings thereon. Vesting in the Employer's contribution portion of their accounts is based on continuous service. A participant becomes 50% vested after one year of credited service and 100% after 2 years in the company's matching contribution, plus earnings thereon.

H. Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum of \$50,000, but no more than 50% of their vested account balance (pre-tax and rollover accounts only). The loans are secured by the balance in the participant's account and bear interest at 1% over the prime rate of interest. Participant may not have more than one loan outstanding at any time. Loans outstanding at December 31, 2022 and 2021 bear interest at the rate of between 4.25% - 7.25% and mature through 2032. Principal and interest are paid ratably through payroll deductions.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 1 - DESCRIPTION OF PLAN (continued)

I. Payment of Benefits

Participants are entitled to receive a distribution of their vested interest upon the termination of employment, an in-service distribution for elective and matching contributions for participants who have attainment the age of 59 ½, participants who have attained full retirement age of 65, and in the event of death or a disability. Participants may make a hardship distribution as permitted by the Plan. All distributions are made as administratively feasible.

J. Forfeited Nonvested Accounts

Upon a participant's termination of employment before normal retirement, disability or death, the portion of their Company contributions not then vested shall be forfeited, the forfeited portion of a participant's account may be used to reduce future Employer's contributions or to pay Plan expenses. During the year ended December 31, 2022, and 2021 forfeitures used to reduce employer's contributions were -0- and \$16,616, respectively. The forfeitures balance at December 31, 2022 and 2021 was \$47,943 and \$43,203 respectively.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America. ("GAAP")

B. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities and the reported amounts of investment income and deductions during the Plan year. Accordingly, actual results may differ from those estimates.

C. Contributions

Participant and employer contributions are recorded in the period the employer makes the payroll deduction.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

D. Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Quoted market prices are used to value investments. Fair value is the price that would be received to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date.

The Plan presents, in the statement of changes in net assets available for benefits, the net depreciation in the fair value of investments, which includes realized gains and losses and unrealized depreciation on investments held.

Shares of mutual funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Management fees and operating expenses charged to the Plan for investments in the mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of net appreciation in fair market value of investments for such investments.

E. Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. As of December 31, 2022 no allowance for credit losses has been recorded. If a participant does not make the required loan payments in accordance with the note, and the plan administrator considers the participant loan to be in default, the loan balance is reduced, and the delinquent participant's note is recorded as a benefit payment in accordance with the Plan document.

F. Benefit Payments

Benefits are recorded upon distribution.

G. Administrative Expenses

Plan administration expenses may be paid by the Plan; however, certain administrative expenses are paid by the Company.

H. Subsequent Events

The Plan has evaluated subsequent events for recognition or disclosure through October 12, 2023, which was the date these financial statements were available to be issued.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 3 - Fair Value Measurements

The Financial Accounting Standards Board ("FASB") established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described as follows:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
- Level 2 Inputs to the valuation methodology include:
- quoted prices for similar assets or liabilities in active markets;
 - quoted prices for identical or similar assets or liabilities in inactive markets;
 - inputs other than quoted prices that are observable for the asset or liability;
 - inputs that are derived principally from or corroborated by observable market data by correlation or other means
- If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.
- Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2021 and 2020.

Mutual Funds: Valued at the quoted net asset value of shares or units held by the Plan. Valued at the daily closing price as reported by the fund. Mutual funds held by the plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the plan are deemed to be actively traded.

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 3 - Fair Value Measurements (continued)

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets accounted for at fair value as of December 31, 2022 and 2021:

December 31, 2022				
Investments at fair value:	Level 1	Level 2	Level 3	Total
Registered investments companies	11,166,476			11,166,476
		-		-
Total assets in the fair value hierarchy	\$ 11,166,476	\$ -		\$ 11,166,476
Investments at fair value				\$ 11,166,476
December 31, 2021				
Investments at fair value:	Level 1	Level 2	Level 3	Total
Registered investments companies	13,648,301			13,648,301
				-
Total assets in the fair value hierarchy	\$ 13,648,301			\$ 13,648,301
Investments at fair value				\$ 13,648,301

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 4 - Unaudited Information Certified by the Trustee

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Accordingly, as permitted under such election, the plan administrator has obtained certifications from Fidelity Management Trust Company, the trustee of the Plan as of December 31, 2022 and 2021 and for the year ended December 31, 2022, that the unaudited information pertaining to the following data included in the accompanying financial statements and supplemental schedule, is complete and accurate.

	December 31,	
	2022	2021
Statement of Net Assets Available for Benefits:		
Investments measured at fair value		
Registered investment companies	\$ 11,166,476	\$ 13,648,301
For the year ended December 31, 2022		
Statement of changes in Net Assets Available for Benefits:		
Investment income:		
Net depreciation in fair value of investments	\$ (3,023,685)	
Dividend income	\$ 302,727	
Total investment income	\$ (2,720,958)	
Participant loan interest	\$ 7,375	

THE VITA COCO COMPANY, INC. 401(k) PROFIT SHARING PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2022 AND 2021

NOTE 5 - Excess Contribution Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS, to satisfy relevant nondiscrimination provisions of the Plan, are recorded as a liability with a corresponding reduction to participant contributions. Excess contributions at December 31, 2022 and 2021 were \$ -0-.

NOTE 6 - Exempt Party-In-Interest Transactions

Certain employees and officers of the Company, who may also be participants in the Plan, perform administrative services to the Plan at no cost to the Plan. In addition, the Plan provides loans to Plan participants that qualify as exempt party-in-interest transactions. Administrative expenses paid by the Plan to Fidelity Investments in 2022, a party-in-interest, amounted to \$28,530.

NOTE 7 - Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their employer contributions.

NOTE 8 - Federal Income Tax Status

The Plan obtained its opinion letter on a prototype plan approved by the Internal Revenue Service (the "IRS"), effective June 30, 2020. The IRS stated that the prototype plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code ("Code"). Although the Plan has been amended since receiving the opinion letter, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States of America, require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more than likely would not be sustained upon examination by applicable authorities. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for the years prior to 2019.

NOTE 9 - Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

SUPPLEMENTAL INFORMATION

THE VITA COCO COMPANY, INC. 401(K) PROFIT SHARING PLAN AND TRUST
SCHEDULE OF ASSETS HELD AT END OF YEAR
DECEMBER 31, 2022

Schedule H - Line 4(l): Schedule of Assets (End of Year)

Attachment Form 5500

Plan EIN: 11-3579964

Plan Num 001

(a)	(b) IDENTITY OF ISSUER, BORROWER, LESSOR, OR SIMILAR PARTY*	(c) MATURITY DATE AND RATE OF INTEREST	(d) COST**	(e) CURRENT VALUE
	* FIDELITY MULTI ASSET IDX	MUTUAL FUND	\$	45,034
	* FIDELITY GOVT MMKT	MUTUAL FUND		2
	* FIDELITY US BOND IDX	MUTUAL FUND		16,706
	* FIDELITY 500 INDEX	MUTUAL FUND		218,327
	* FIDELITY INFL PR BD IDX	MUTUAL FUND		14,739
	* FIDELITY EMERGING MKTS IDX	MUTUAL FUND		32,099
	* FIDELITY FDM IDX 2005 IPR	MUTUAL FUND		1,728
	* FIDELITY FDM IDX 2020 IPR	MUTUAL FUND		2,477
	* FIDELITY FDM IDX 2025 IPR	MUTUAL FUND		132,291
	* FIDELITY FDM IDX 2030 IPR	MUTUAL FUND		486,571
	* FIDELITY FDM IDX 2035 IPR	MUTUAL FUND		271,139
	* FIDELITY FDM IDX 2040 IPR	MUTUAL FUND		1,578,433
	* FIDELITY FDM IDX 2045 IPR	MUTUAL FUND		2,273,286
	* FIDELITY FDM IDX 2050 IPR	MUTUAL FUND		1,634,234
	* FIDELITY FDM IDX 2055 IPR	MUTUAL FUND		1,223,448
	* FIDELITY FDM IDX 2060 IPR	MUTUAL FUND		745,214
	* FIDELITY GOVT MMKT K6	MUTUAL FUND		5,696
	FA HIGH INC ADV Z	MUTUAL FUND		115,670
	* FIDELITY FDM IDX 2065 R6	MUTUAL FUND		49,340
	VRTS NFJ MC VAL R6	MUTUAL FUND		41,352
	PIM INTL BD USSH I	MUTUAL FUND		22,814
	BLKRK MD CP GR EQ K	MUTUAL FUND		143,477
	INVS CORP BOND R6	MUTUAL FUND		11,453
	COL LC ENHCD CORE I3	MUTUAL FUND		411,324
	AF MORTGAGE R6	MUTUAL FUND		81,226
	HTFD BALANCED INC R6	MUTUAL FUND		789
	COL EMRG MKT BOND I3	MUTUAL FUND		12,829
	JPM LARGE CAP BAL R6	MUTUAL FUND		182,663
	COL DIVIDEND INC I3	MUTUAL FUND		66,764
	JPM SM CAP GROWTH R6	MUTUAL FUND		230,266
	AF NEW PERSPECT R6	MUTUAL FUND		289,325
	AF BALANCED R6	MUTUAL FUND		780
	WA CORE PLS BOND I5	MUTUAL FUND		88,263
	PIM STKPLSLG DUR I5	MUTUAL FUND		48,233
	FKLN DYNATECH R6	MUTUAL FUND		348,890
	C&S REAL ESTATE Z	MUTUAL FUND		88,243
	PIM LT CR BOND I	MUTUAL FUND		22,233
	AM CENT EMG MKTS R6	MUTUAL FUND		359
	AS SPL SM CAP BAL R6	MUTUAL FUND		38,127
	PIF MDGP S&P 400 R6	MUTUAL FUND		50,900
	PIF SMCP S&P 600 R6	MUTUAL FUND		38,432
	PIM EXTENDED DUR I5	MUTUAL FUND		10,854
	PIM SP INTL USSH I5	MUTUAL FUND		24,258
	PIM COMPLUS STRAT I	MUTUAL FUND		58,388
			\$	11,166,476
	PROMISSORY NOTES WITH INTEREST RATES RANGING FROM 4.25-7.25% WITH			
	NOTES RECEIVABLE FROM PARTICIPANTS MATURITIES THROUGH 2032			180,712
			\$	11,347,188

See accompanying independent auditors' report.

* Denotes party-in-interest to the Plan

** Historical cost is not required as all investments are participant-directed.