STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person
   Holmes Marc
   C/O HASHICORP, INC.
   101 SECOND STREET, SUITE 700
   SAN FRANCISCO, CA 94105

2. Issuer Name and Ticker or Trading Symbol
   HashiCorp, Inc. [HCP]

3. Date of Earliest Transaction (Month/Day/Year)
   12/08/2021

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
   X Director
   X Officer (give title below)
   Other (specify below)
   Chief Marketing Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/08/2021</td>
<td>A</td>
<td>A</td>
<td>138,400</td>
<td>138,400</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/08/2021</td>
<td>A</td>
<td>A</td>
<td>95,000</td>
<td>233,400</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>M</td>
<td>A</td>
<td>12,990</td>
<td>5,315</td>
<td>246,390</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>S</td>
<td>D</td>
<td>5,631</td>
<td>83,122</td>
<td>240,759</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>S</td>
<td>D</td>
<td>5,200</td>
<td>84,038</td>
<td>235,559</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>S</td>
<td>D</td>
<td>1,559</td>
<td>84,800</td>
<td>234,000</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>S</td>
<td>D</td>
<td>300</td>
<td>85.9</td>
<td>233,700</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>S</td>
<td>D</td>
<td>100</td>
<td>86.7</td>
<td>233,600</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/09/2021</td>
<td>S</td>
<td>D</td>
<td>200</td>
<td>88.15</td>
<td>233,400</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>$5.315</td>
<td>12/09/2021</td>
<td>M</td>
<td>12,990</td>
<td>(8)</td>
<td>02/28/2029</td>
<td>Common Stock</td>
<td>12,990</td>
<td>$0.00</td>
<td>301,010</td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock, each share of Common Stock shall be reclassified into one share of Class B Common Stock.
2. The reported person is represented by restricted stock units, or RSUs, which vest as to 25% on January 31, 2022 and the remaining shares vest in twelve equal quarterly installments beginning on March 20, 2022. Immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock, each share underlying these RSUs shall be reclassified into one share of Class B Common Stock.
3. The reported person is represented by RSUs which vest as to 25% on January 31, 2022 and the remaining shares vest in twelve equal quarterly installments beginning on March 20, 2022. Immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock, each share underlying these RSUs shall be reclassified into one share of Class B Common Stock.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $82.55 to $83.45, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (4) through (8) to this Form 4.
5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $83.55 to $84.51, inclusive.
6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $84.52 to $85.00, inclusive.
7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $85.60 to $86.15, inclusive.
8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $87.95 to $88.35, inclusive.
9. The shares underlying the option vested as to 25% of the total shares on February 19, 2020 and the remaining shares vest in 36 equal monthly installments thereafter.

Remarks:

/s/ Paul Warenski, by power of attorney
12/10/2021

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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