SEC Form 4	
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(Last)

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number:

OWD NUMBER.	5255-0201
Estimated average burden	0.5
hours per response:	0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person [*] <u>MAYFIELD XIV, A CAYMAN ISLANDS</u> <u>EXEMPTED LIMITED PARTNERSHIP</u>				2. Issuer Name and Ticker or Trading Symbol <u>HashiCorp, Inc.</u> [HCP]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner							
3. Date of					Date of Earliest Transaction (Month/Day/Year) 6/07/2022							Officer below)	(give title		Other (below)		
2484 SA	ND HILL I	ROAD															
(Street) MENLO PARK CA 94025					Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line Form filed by One Reporting Person X Form filed by More than One Reporting Person						
(City)	(\$	State)	(Zip)														
			Table I - No	n-Deriv	/ative	Sec	urities A	cquired, C	Disposed	of, or B	enefici	ally	Owned				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Y				r) E)	A. Deemed accution Dat any onth/Day/Ye	Code (Instr.			or 5. Amount 4 and 5) Securities Beneficially Following		s ally Owned g	Form (D) c	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
								Code	V Amour	nt (A) (D)) or) Pri	ice	Reported Transact (Instr. 3 a	ction(s)			(Instr. 4)
								quired, Di					wned				<u> </u>
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. N	umber of	ts, options	cisable and	7. Title an	nd Amoun	tof	8. Price of	9. Number		10.	11. Nature o
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date if any (Month/Day/Yea	Cod	saction e (Instr.	Sec Acq or D	vative urities uired (A) lisposed of (Instr. 3, 4 5)	Expiration Day (Month/Day/			rities Underlying ative Security . 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	• v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares			Transactio (Instr. 4)	on(s)		
Class B Common Stock	(1)	06/07/2022		J ⁽²⁾			4,325,768	(1)	(1)	Class A Common Stock	4,325,	768	\$0.00	21,891,0	008	I	Mayfield XIV, a Cayman Islands Exempted Limited Partnership ⁽
Class B Common Stock	(1)	06/07/2022		J ⁽³⁾			548,724	(1)	(1)	Class A Common Stock	548,7	'24	\$0.00	2,776,8	78	I	Mayfield Select, a Cayman Islands Exempted Limited Partnership
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	345,7	78		345,77	8	I	MF Leaders H-E, L.P. ⁽⁶⁾
1. Name a MAYF	IELD XI	Reporting Person [*] V, <u>A CAYM</u> MITED PAR					<u> </u>	1	<u> </u>	1				<u> </u>		I	
(Last) 2484 SA	ND HILL I	(First) ROAD	(Middle)													
(Street) MENLO	PARK	СА	94025			-											
(City)		(State)	(Zip)			-											
		f Reporting Person [*] <u>Ianagement (</u>															
(Last) 2484 SA	ND HILL I	(First) ROAD	(Middle)													
(Street) MENLO) PARK	СА	94025														
(City)		(State)	(Zip)														
		FReporting Person [*] Management (

2484 SAND HILL ROAD								
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] <u>MAYFIELD SELECT, A CAYMAN ISLANDS</u> <u>EXEMPTED LIMITED PARTNERSHIP</u>								
(Last) 2484 SAND HILL I	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						
	1. Name and Address of Reporting Person [*] <u>Mayfield Select Management (EGP), L.P.</u>							
(Last) 2484 SAND HILL I	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] Mayfield Select Management (UGP), Ltd.								
(Last) 2484 SAND HILL I	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] MF Leaders H-E, L.P.								
(Last) 2484 SAND HILL I	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] MF Leaders Management, L.L.C.								
(Last) 2484 SAND HILL I	(First) ROAD	(Middle)						
(Street) MENLO PARK	СА	94025						
(City) Explanation of Respons	(State)	(Zip)						

Explanation of Responses:

1. Each share of Class B Common Stock is convertible at any time into Class A Common Stock on a one-to-one basis at the reporting person's election and has no expiration date.

2. Represents a pro-rata distribution in-kind by Mayfield XIV, a Cayman Islands Exempted Limited Partnership, or MF XIV, to its partners for no consideration.

3. Represents a pro-rata distribution in-kind by Mayfield Select, a Cayman Islands Exempted Limited Partnership, or MF Select, to its partners for no consideration.

4. Mayfield XIV Management (UGP), Ltd., a Cayman Islands Exempted Company (MF XIV UGP), is the general partner of Mayfield XIV Management (EGP), L.P., a Cayman Islands Exempted Limited Partnership (MF XIV EGP), which is the general partner of Mayfield XIV, a Cayman Islands Exempted Limited Partnership (MF XIV). Rajeev Batra, Navin Chaddha, and Urshit Parikh, the directors of MF XIV UGP, may be deemed to share beneficial ownership of the shares owned by MF XIV, but each of the individuals disclaims such beneficial ownership.

5. Mayfield Select Management (UGP), Ltd., a Cayman Islands Exempted Company (MF Select UGP), is the general partner of Mayfield Select Management (EGP), L.P., a Cayman Islands Exempted Limited Partnership (MF Select EGP), which is the general partner of Mayfield Select, a Cayman Islands Exempted Limited Partnership (MF Select). Messrs. Batra, Chaddha, and Parikh, the directors of MF Select UGP, may be deemed to share beneficial ownership of the shares owned by MF Select, but each of the individuals disclaims such beneficial ownership.

6. MF Leaders Management, L.L.C. (MF Leaders GP) is the general partner of MF Leaders H-E, L.P. (MF Leaders). Mr. Chaddha, the sole member of MF Leaders GP, may be deemed to share beneficial ownership of the shares owned by MF Leaders, but disclaims such beneficial ownership.

Remarks:

MAYFIELD XIV, a Cayman Islands Exempted Limited



Partnership, By: MAYFIELD XIV MANAGEMENT (EGP), L.P., its General Partner, By: MAYFIELD XIV MANAGEMENT (UGP), LTD, its General Partner, By: /s/ Paul Kohli, Authorized Signatory	
<u>MAYFIELD XIV</u> <u>MANAGEMENT (EGP), L.P.,</u> <u>By: MAYFIELD XIV</u> <u>MANAGEMENT (UGP), LTD.,</u> its General Partner, By: /s/ Paul <u>Kohli, Authorized Signatory</u>	<u>06/09/2022</u>
<u>MAYFIELD XIV</u> <u>MANAGEMENT (UGP), LTD.,</u> <u>By: /s/ Paul Kohli, Authorized</u> <u>Signatory</u>	<u>06/09/2022</u>
MAYFIELD SELECT, a Cayman Islands Exempted Limited Partnership, By: MAYFIELD SELECT MANAGEMENT (EGP), L.P., its General Partner, By: MAYFIELD SELECT MANAGEMENT (UGP), LTD., its General Partner, By: /s/ Paul Kohli, Authorized Signatory MAYFELD SELECT	<u>06/09/2022</u>
MAYFIELD SELECT MANAGEMENT (EGP), L.P., By: MAYFIELD SELECT MANAGEMENT (UGP), LTD, its General Partner, By: /s/ Paul Kohli, Authorized Signatory	<u>06/09/2022</u>
MAYFIELD SELECT MANAGEMENT (UGP), LTD., By: /s/ Paul Kohli, Authorized Signatory	06/09/2022
MF LEADERS H-E, L.P., a Delaware limited partnership, By: MF Leaders Management, L.L.C., its General Partner, By: /s/ Paul Kohli, Authorized Signatory	<u>06/09/2022</u>
MF Leaders Management, L.L.C., By: /s/ Paul Kohli, Authorized Signatory ** Signature of Reporting Person	<u>06/09/2022</u> Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. * If the form is filed by more than one reporting person, see Instruction 4 (b)(v). ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.