

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Redpoint Omega II, LLC</u>	2. Issuer Name and Ticker or Trading Symbol <u>HashiCorp, Inc. [HCP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/13/2021</u>	
(Last) (First) (Middle) <u>C/O REDPOINT VENTURES</u> <u>2969 WOODSIDE ROAD</u>	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(Street) <u>WOODSIDE CA 94062</u>		
(City) (State) (Zip)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/13/2021		C		13,413,642	A	(1)(2)(3)	16,623,670	I	See footnote ⁽⁴⁾
Common Stock	12/13/2021		C		414,850	A	(1)(2)(3)	514,126	I	See footnote ⁽⁵⁾
Common Stock	12/13/2021		C		660,438	A	(6)	660,438	I	See footnote ⁽⁷⁾
Common Stock	12/13/2021		C		31,120	A	(6)	31,120	I	See footnote ⁽⁸⁾
Common Stock	12/13/2021		J ⁽⁹⁾		16,623,670	D	(9)	0	I	See footnote ⁽⁴⁾
Common Stock	12/13/2021		J ⁽⁹⁾		514,126	D	(9)	0	I	See footnote ⁽⁵⁾
Common Stock	12/13/2021		J ⁽⁹⁾		660,438	D	(9)	0	I	See footnote ⁽⁷⁾
Common Stock	12/13/2021		J ⁽⁹⁾		31,120	D	(9)	0	I	See footnote ⁽⁸⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series B Convertible Stock Preferred	(1)	12/13/2021		C			8,350,470	(1)	(1)	Common Stock	8,350,470	(1)	0	I	See footnote ⁽⁴⁾
Series C Convertible Stock Preferred	(2)	12/13/2021		C			4,363,022	(2)	(2)	Common Stock	4,363,022	(2)	0	I	See footnote ⁽⁴⁾
Series D Convertible Stock Preferred	(3)	12/13/2021		C			700,150	(3)	(3)	Common Stock	700,150	(3)	0	I	See footnote ⁽⁴⁾
Series B Convertible Stock Preferred	(1)	12/13/2021		C			258,260	(1)	(1)	Common Stock	258,260	(1)	0	I	See footnote ⁽⁵⁾
Series C Convertible Stock Preferred	(2)	12/13/2021		C			134,936	(2)	(2)	Common Stock	134,936	(2)	0	I	See footnote ⁽⁵⁾
Series D Convertible Stock Preferred	(3)	12/13/2021		C			21,654	(3)	(3)	Common Stock	21,654	(3)	0	I	See footnote ⁽⁵⁾
Series E Convertible Stock Preferred	(6)	12/13/2021		C			660,438	(6)	(6)	Common Stock	660,438	(6)	0	I	See footnote ⁽⁷⁾
Series E Convertible Stock Preferred	(6)	12/13/2021		C			31,120	(6)	(6)	Common Stock	31,120	(6)	0	I	See footnote ⁽⁸⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	(10)	12/13/2021		J ⁽⁹⁾		16,623,670		(10)	(10)	Class A Common Stock	16,623,670	(9)	16,623,670	I	See footnote ⁽⁴⁾
Class B Common Stock	(10)	12/13/2021		J ⁽⁹⁾		514,126		(10)	(10)	Class A Common Stock	514,126	(9)	514,126	I	See footnote ⁽⁵⁾
Class B Common Stock	(10)	12/13/2021		J ⁽⁹⁾		660,438		(10)	(10)	Class A Common Stock	660,438	(9)	660,438	I	See footnote ⁽⁷⁾
Class B Common Stock	(10)	12/13/2021		J ⁽⁹⁾		31,120		(10)	(10)	Class A Common Stock	31,120	(9)	31,120	I	See footnote ⁽⁸⁾

1. Name and Address of Reporting Person*
[Redpoint Omega II, LLC](#)

(Last) (First) (Middle)
C/O REDPOINT VENTURES
2969 WOODSIDE ROAD

(Street)
WOODSIDE CA 94062

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Redpoint Omega II, L.P.](#)

(Last) (First) (Middle)
C/O REDPOINT VENTURES
2969 WOODSIDE ROAD

(Street)
WOODSIDE CA 94062

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Redpoint Omega Associates II, LLC](#)

(Last) (First) (Middle)
C/O REDPOINT VENTURES
2969 WOODSIDE ROAD

(Street)
WOODSIDE CA 94062

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[REDPOINT OMEGA III, LLC](#)

(Last) (First) (Middle)
C/O REDPOINT VENTURES
2969 WOODSIDE ROAD

(Street)
WOODSIDE CA 94062

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[REDPOINT OMEGA III, L.P.](#)

(Last) (First) (Middle)
C/O REDPOINT VENTURES
2969 WOODSIDE ROAD

(Street)
WOODSIDE CA 94062

(City) (State) (Zip)

1. Name and Address of Reporting Person*

REDPOINT OMEGA ASSOCIATES III, LLC

(Last) (First) (Middle)

C/O REDPOINT VENTURES
2969 WOODSIDE ROAD

(Street)
WOODSIDE CA 94062

(City) (State) (Zip)

Explanation of Responses:

1. Each share of Series B Convertible Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and had no expiration date.
2. Each share of Series C Convertible Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and had no expiration date.
3. Each share of Series D Convertible Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and had no expiration date.
4. The shares are held of record by Redpoint Omega II, L.P. (RO II). Redpoint Omega II, LLC (RO II LLC) is the sole general partner of RO II. As such, RO II LLC has sole voting and investment control over the shares owned by RO II and may be deemed to beneficially own the shares held by RO II. Each of the reporting persons disclaims beneficial ownership of the shares reported herein, except to the extent of its respective pecuniary interest therein.
5. The shares are held of record by Redpoint Omega Associates II, LLC (ROA II). ROA II is under common control with RO II LLC. Each of the reporting persons disclaims beneficial ownership of the shares reported herein, except to the extent of its respective pecuniary interest therein.
6. Each share of Series E Convertible Preferred Stock automatically converted into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and had no expiration date.
7. The shares are held of record by Redpoint Omega III, L.P. (RO III). Redpoint Omega III, LLC (RO III LLC) is the sole general partner of RO III. As such, RO III LLC has sole voting and investment control over the shares owned by RO III and may be deemed to beneficially own the shares held by RO II. Each of the reporting persons disclaims beneficial ownership of the shares reported herein, except to the extent of its respective pecuniary interest therein.
8. The shares are held of record by Redpoint Omega Associates III, LLC (ROA III). ROA III is under common control with RO III LLC. Each of the reporting persons disclaims beneficial ownership of the shares reported herein, except to the extent of its respective pecuniary interest therein.
9. Pursuant to a reclassification exempt under Rule 16b-7, each share of Common Stock was automatically reclassified into one share of Class B Common Stock immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock.
10. 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.

Remarks:

[Redpoint Omega II, LLC, by Scott Raney, Managing Director](#) 12/15/2021

[Redpoint Omega II, L.P., by Redpoint Omega II, LLC, its General Partner, by Scott Raney, Managing Director](#) 12/15/2021

[Redpoint Omega Associates II, LLC, by Scott Raney, Managing Director](#) 12/15/2021

[Redpoint Omega III, LLC, by Scott Raney, Managing Director](#) 12/15/2021

[Redpoint Omega III, L.P., by Redpoint Omega III, LLC, its General Partner, by Scott Raney, Managing Director](#) 12/15/2021

[Redpoint Omega Associates III, LLC, by Scott Raney, Managing Director](#) 12/15/2021

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.