1. Name and Address of Reporting Person
McJannet David

(City) SAN FRANCISCO
(State) CA
(Pzin) 94105

(C/O HASHICORP, INC. 101 SECOND STREET, SUITE 700)

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

3. Date of Earlyest Transaction (Month/Day/Year)
12/13/2021

4. If Amendment, Date of Original Filed (Month/Day/Year)
12/13/2021

5. Relationship of Reporting Person(s) to Issuer
Director
CEO and Chairman

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
D

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

<table>
<thead>
<tr>
<th>Date Acquired</th>
<th>Title</th>
<th>Amount</th>
<th>Code</th>
<th>Exercisable</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>12/13/2021</td>
<td>Common Stock</td>
<td>561,850</td>
<td>D</td>
<td>285,000</td>
<td>0.5</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Date Acquired</th>
<th>Title</th>
<th>Amount</th>
<th>Code</th>
<th>Exercisable</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>12/13/2021</td>
<td>Common Stock</td>
<td>1,419,236</td>
<td>D</td>
<td>0</td>
<td>0.5</td>
</tr>
</tbody>
</table>

Form filed by One Reporting Person
Form filed by More than One Reporting Person

CEO and Chairman

Director 10% Owner
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th></th>
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<th></th>
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<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>$1.03</td>
<td>12/13/2021</td>
<td>D</td>
<td>530,000</td>
<td>03/27/2028</td>
<td>Common Stock 530,000 (1) 0 D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>$1.03</td>
<td>12/13/2021</td>
<td>D</td>
<td>530,000</td>
<td>03/27/2028</td>
<td>Class B Common Stock 530,000 (1) 530,000 D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>$5.695</td>
<td>12/13/2021</td>
<td>D</td>
<td>266,000</td>
<td>05/13/2039</td>
<td>Common Stock 266,000 (1) 0 D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>$5.695</td>
<td>12/13/2021</td>
<td>D</td>
<td>266,000</td>
<td>05/13/2039</td>
<td>Class B Common Stock 266,000 $0.00 266,000 D</td>
<td></td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. 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.
2. Of the reported shares, 71,617 are represented by shares of Common Stock and the remaining 480,176 are represented by restricted stock units, or RSUs.
3. The shares are represented by RSUs.
4. Pursuant to a reclassification exempt under Rule 16b-7, each share of Common Stock underlying the RSU was automatically reclassified into one share of Class A Common Stock immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock.
5. The shares are held of record by a family trust for which the reporting person serves as a trustee.
6. The shares are held of record by the Emerald GST Non-Exempt Trust.
7. The shares are held of record by the Sapphire GST Non-Exempt Trust.
8. The shares are held of record by an additional family trust.
9. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.
10. Each RSU represents a contingent right to receive one share of Issuer Class B Common Stock.
11. The RSUs vest in nine equal quarterly installments beginning on December 20, 2021.
12. The RSUs vest as to 25% on January 31, 2022 and the remaining shares vest in twelve equal quarterly installments beginning on March 20, 2022.
13. Each RSU represents a contingent right to receive one share of Issuer Class A Common Stock.
14. The RSUs vest as to 50% on December 9, 2023 and the remaining shares vest in eight equal quarterly installments beginning on December 20, 2023.
15. The shares underlying the option are fully vested and immediately exercisable.
16. The shares underlying the option vest in 48 equal monthly installments beginning on March 1, 2019.
17. The shares underlying the option vested as to 25% of the total shares on March 4, 2020 and the remaining shares vest in 36 equal monthly installments beginning on April 1, 2020.

**Remarks:**

> /s/ Paul Warensky, by power of attorney 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).


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.