

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K/A  
(Amendment No. 1)**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): August 6, 2024**

**HashiCorp, Inc.**

(Exact name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-41121**  
(Commission  
File Number)

**32-0410665**  
(IRS Employer  
Identification No.)

**101 Second Street  
Suite 700  
San Francisco, California**  
(Address of Principal Executive Offices)

**94105**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (415) 301-3250**

**Not Applicable**  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock, par value \$0.000015 per share	HCP	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## EXPLANATORY NOTE

This Current Report on Form 8-K/A (this “Amendment”) is being filed by HashiCorp, Inc. (the “Company”) to amend the Current Report on Form 8-K filed by the Company on August 8, 2024 (the “Original Form 8-K”) to confirm that the Company’s Board of Directors (the “Board”) has appointed Werner Schwock as the Company’s Interim Chief Financial Officer. This Amendment does not amend, modify or supplement the Original Form 8-K in any other respect.

### **Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

As previously disclosed and effective September 24, 2024, the Board has appointed Werner Schwock to serve as the Company’s Interim Chief Financial Officer and function as the principal financial and accounting officer for the Company.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**HASHICORP, INC.**

Date: September 24, 2024

By: /s/ Paul Warenski  
Name: Paul Warenski  
Title: Chief Legal Officer