



HashiCorp, Inc.

(Nasdaq: HCP)

This presentation regarding HashiCorp, Inc., referred to as “HashiCorp,” the “company,” “we,” “us” or “our,” or in similar terms contains forward-looking statements about us and our industry that involve substantial risks and uncertainties, some of which cannot be predicted or quantified. All statements other than statements of historical fact contained in this presentation, including statements regarding our future results of operations or financial condition, business strategy and plans, market size and growth opportunities, and objectives of management for future operations, are forward-looking statements. In some cases, you can identify forward-looking statements because they contain words such as “anticipate,” “believe,” “contemplate,” “continue,” “could,” “estimate,” “expect,” “hope,” “intend,” “may,” “might,” “objective,” “ongoing,” “plan,” “potential,” “predict,” “project,” “should,” “target,” “will,” or “would” or the negative of these words or other similar terms or expressions.

We have based the forward-looking statements contained in this presentation primarily on our current expectations and projections about future events and trends that we believe may affect our business, financial condition, results of operations, prospects, strategy, and financial needs. The outcome of the events described in these forward-looking statements is subject to risks, uncertainties, assumptions, and other factors, including, among other things, the success in selling our products, our financial results, our ability to protect our intellectual property rights and any costs associated therewith, the future trading prices of shares of our Class A common stock, our ability to compete effectively with existing competitors and new market entrants, the effects of any existing or future claims or litigation, our ability to comply with modified or new laws and regulations applying to our business, and our operations, and the other risks, uncertainties, and assumptions. These risks, uncertainties, assumptions, and other factors are described in greater detail under the heading “Risk Factors” in the registration statement filed with the Securities and Exchange Commission (the “SEC”). These and other important factors may cause actual results, performance, or achievements to differ materially from those expressed or implied by these forward-looking statements. Moreover, we operate in a highly competitive and rapidly changing environment. New risks and uncertainties emerge from time to time, and it is not possible for us to predict all risks and uncertainties that could have an impact on the forward-looking statements contained in this presentation. The results, events, and circumstances reflected in the forward-looking statements may not be achieved or occur, and actual results, events, or circumstances could differ materially from those described in the forward-looking statements.

In addition, statements that “we believe” and similar statements reflect our beliefs and opinions on the relevant subject. These statements are based on information available to us as of the date of this presentation. While we believe that such information provides a reasonable basis for these statements, such information may be limited or incomplete. Our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all relevant information. These statements are inherently uncertain, and investors are cautioned not to unduly rely on these statements.

Except as required by law, we undertake no obligation to update publicly or otherwise any forward-looking statements for any reason after the date hereof. We may not actually achieve the plans, intentions, or expectations disclosed in our forward-looking statements, and you should not place undue reliance on our forward-looking statements.

This presentation also contains estimates and information concerning our industry, including market position, market size, and growth rates of the markets in which we participate that are based on industry publications and reports. This information involves a number of assumptions and limitations, and you are cautioned not to give undue weight to these estimates.

In addition, projections, assumptions, and estimates of our future performance and the future performance of the markets in which we operate are necessarily subject to a high degree of uncertainty and risk. We have not independently verified the accuracy or completeness of the data contained in these industry publications and reports.

This presentation includes certain financial measures that are not presented in accordance with generally accepted accounting principles in the United States (“GAAP”), such as, among other things, non-GAAP remaining performance obligations, non-GAAP gross profit, and non-GAAP gross margin to supplement financial information presented in accordance with GAAP. We are presenting these non-GAAP financial measures because we believe that, when taken collectively, they may be helpful to investors because they provide consistency and comparability with past financial performance by excluding certain items that may not be indicative of our business, results of operations, or outlook. However, non-GAAP financial measures have limitations in their usefulness to investors because they have no standardized meaning prescribed by GAAP and are not prepared under any comprehensive set of accounting rules or principles. Such measures are presented for supplemental informational purposes only and should not be considered in isolation or as a substitute for our consolidated financial statements, and should not be construed as alternatives to financial measures determined in accordance with GAAP. A reconciliation of these measures to the most directly comparable GAAP measures is included in the Appendix to this presentation.

The non-GAAP measures as defined by us may not be comparable to similarly-titled non-GAAP measures presented by other companies, and such companies may use other measures to evaluate their performance, all of which could reduce the usefulness of our non-GAAP financial measures as tools for comparison. Our presentation of such measures, which may include adjustments to exclude unusual or non-recurring items, should not be construed as an inference that our future results will be unaffected by other unusual or non-recurring items.

Company Overview

Enabling the Cloud Operating Model

January 2022



Enabling the Cloud Operating Model

A consistent way to Provision, Secure, Connect and
Run Any Infrastructure for Any Application



HashiCorp | Who are we?



Cloud Infrastructure Automation

Our technology represents an industry standard for infrastructure automation workflows for teams.

Our products are emerging as a system of record for cloud infrastructure, security, and networking.

Our growth is a function of the spend of cloud programs across the Global 2000.



Key Takeaways



Capitalizing on a large market disruption



Opportunity powered by open source & ecosystem adoption flywheel



Durable growth in a vast & growing market



Proven track record of innovation across multiple products



HashiCorp Cloud Platform (HCP) is a long-term driver to the model

HashiCorp | Overview



Practitioner Adoption – Open Source Downloads

~100M

OSS Downloads
during FY2021

~79%

of Fortune 500¹

~11,500

Organizations¹

Enterprise Adoption

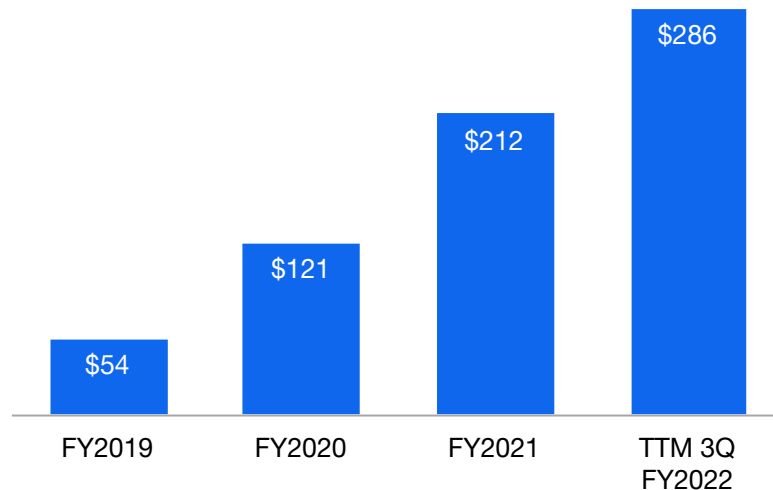
342 of the
Global 2000¹

2,392
Customers¹

127%
Net Dollar
Retention Rate²

Total Revenue

(\$ Millions)



1. As of October 31, 2021.

2. Trailing four quarter average as of October 31, 2021.

TTM - Trailing Twelve Months

HashiCorp Cloud Platform | Long-term driver



Individuals ●

Teams ■■

Organizations ■■■■

 Vagrant

 Packer

 Boundary

 Waypoint

 Nomad

 Consul

 Vault

 Terraform

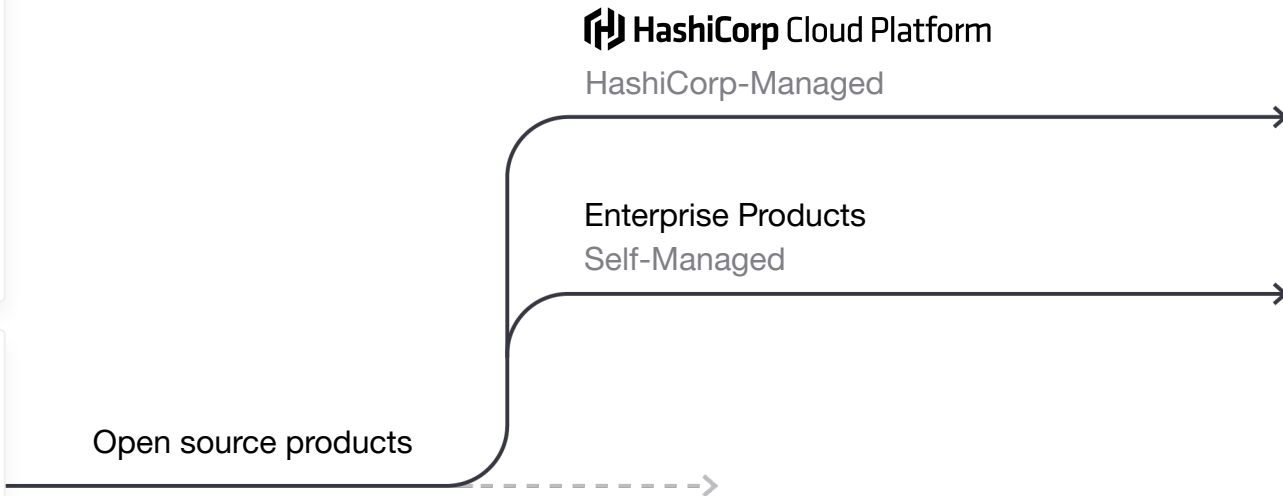
 HashiCorp Cloud Platform

HashiCorp-Managed

Enterprise Products

Self-Managed

Open source products





Enabling the Cloud Operating Model



Vast and growing market

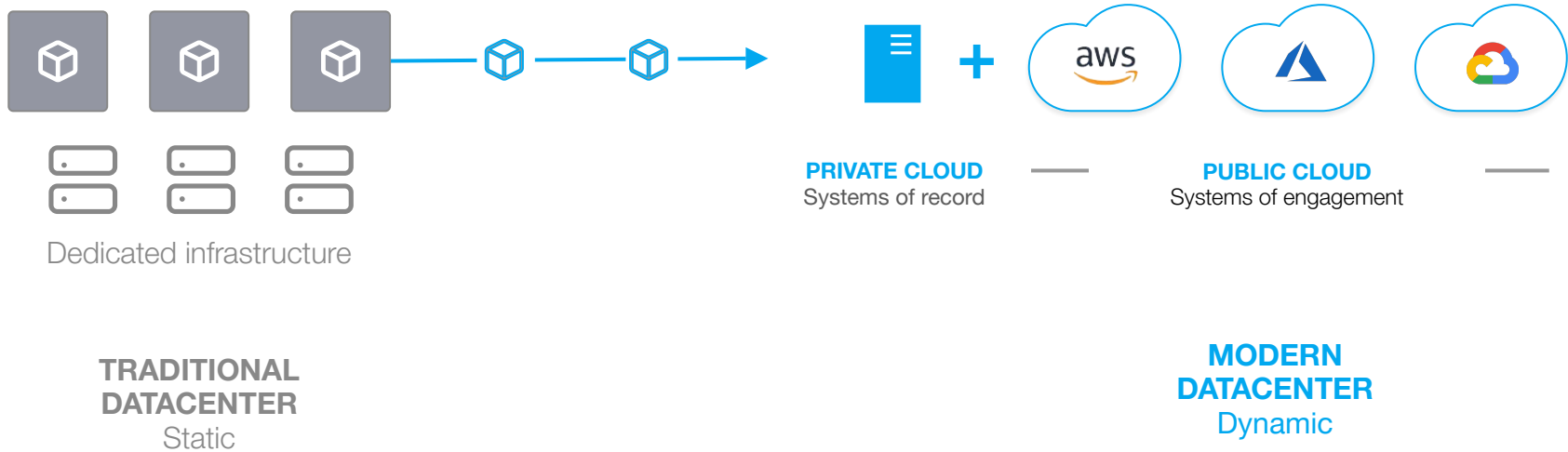


Leveraging a go-to-market powered by open source

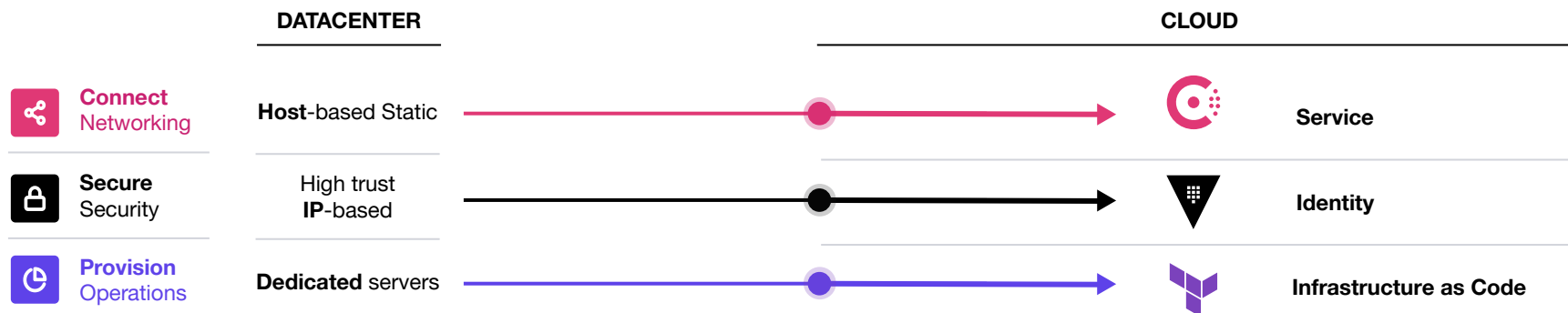
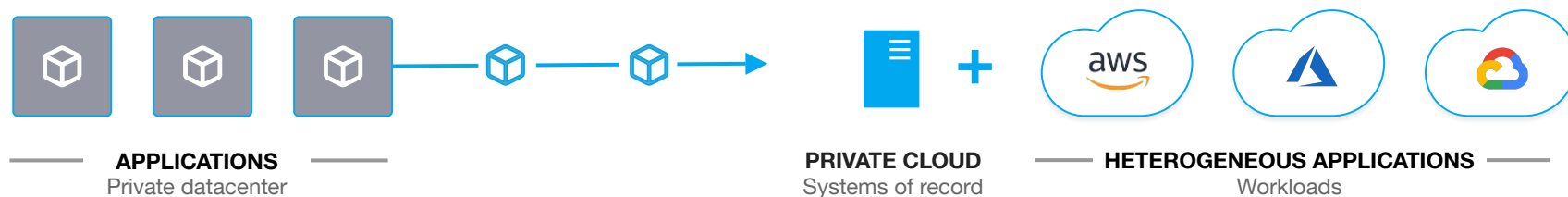


Proven track record of innovation

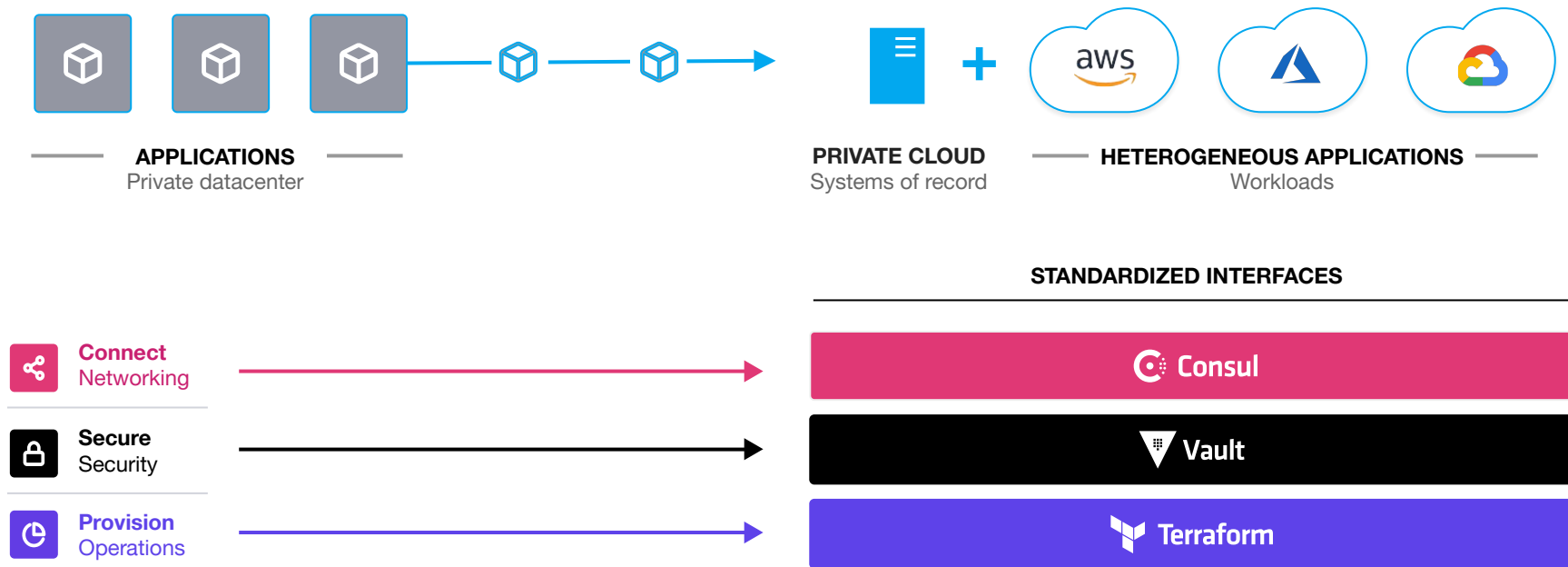
The Shift | From static private data centers to dynamic cloud datacenters caused by digital transformation



The Problem | Private datacenter constructs have limitations in the cloud



The Solution | Dynamic infrastructure needs dynamic provisioning, security, and networking



Our Market | A consistent cloud foundation



- ✓ Cost reduction
- ✓ Risk mitigation
- ✓ Revenue generation

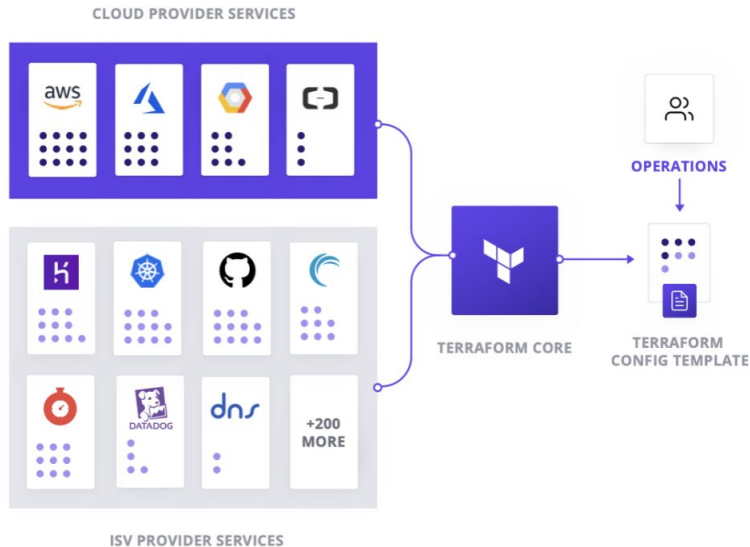


HashiCorp Cloud Platform

Terraform | Infrastructure Automation



Provides the foundation for cloud infrastructure automation using infrastructure as code



Terraform



THE CHALLENGE

- Accelerating infrastructure provisioning across multiple business units and functions
- Standardizing deployment methodologies for greater efficiency, security, and auditability

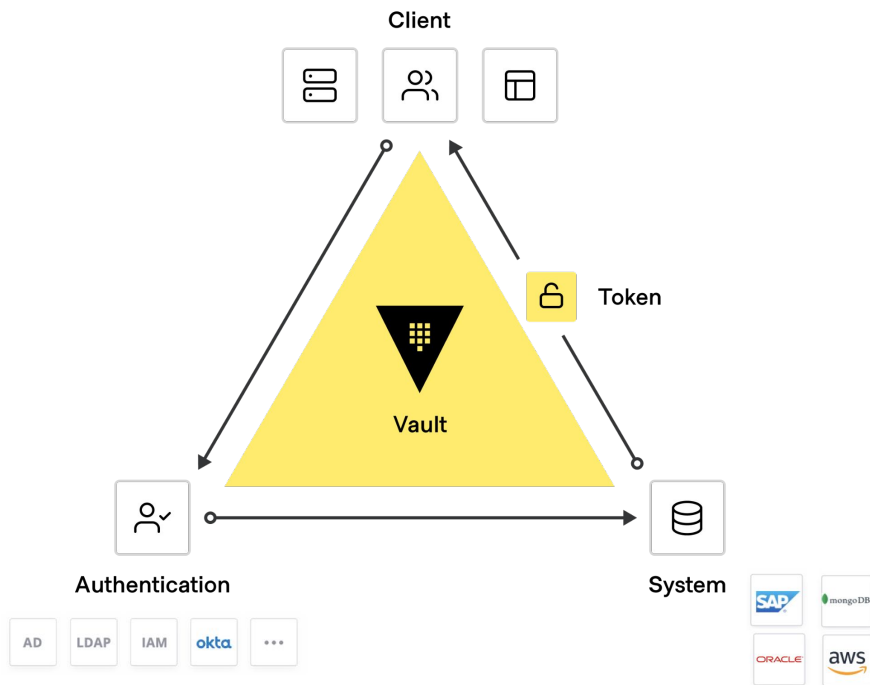
THE SOLUTION

- Unified disparate deployment philosophies into a standardized, automated methodology
- Enabled reusable code templates for use across business units and use cases
- Decreased the time needed to deploy containers from one month to one day

Vault | Security Automation



Identity-based security



Vault



athenahealth

THE CHALLENGE

- Securing large volumes of patient and platform records
- Automating secrets management for greater productivity and efficiency
- Minimizing service interruptions from mismatched or outdated secrets

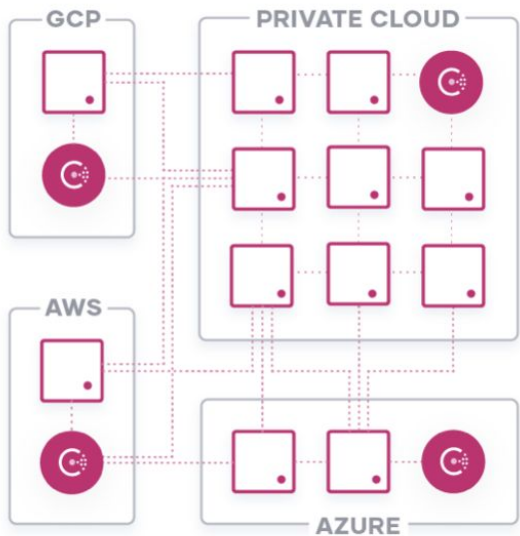
THE SOLUTION

- Can securely process more than 300M requests for secrets a day
- Automated secrets policy application for greater efficiency
- Significantly reduced operational costs

Consul | Network Automation



Service-based networking



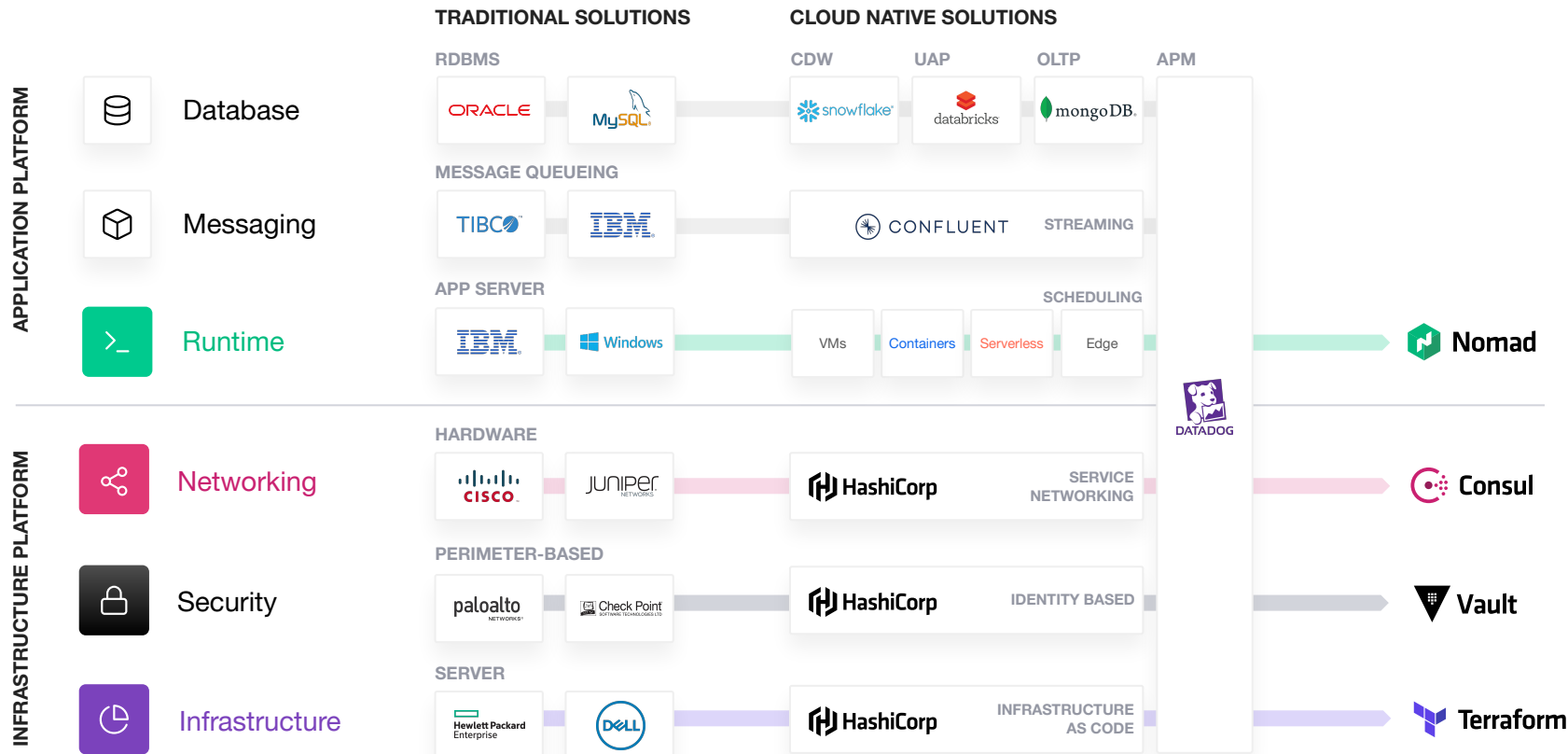
THE CHALLENGE

- Consolidating physical infrastructure
- Reducing operating costs
- Accelerating service discovery and deployment

THE SOLUTION

- Enabled 4,000 mission-critical services on 260,000 different service instances
- Accelerated existing service discovery from 4 hours to minutes
- Cut new service delivery timelines from 3 weeks to as little as 1 minute

The Shift | Our opportunity at each layer





Enabling the Cloud Operating Model



Vast and growing market



Leveraging a go-to-market powered by open source



With a proven track record of innovation

Large TAM Consisting of Multiple Products



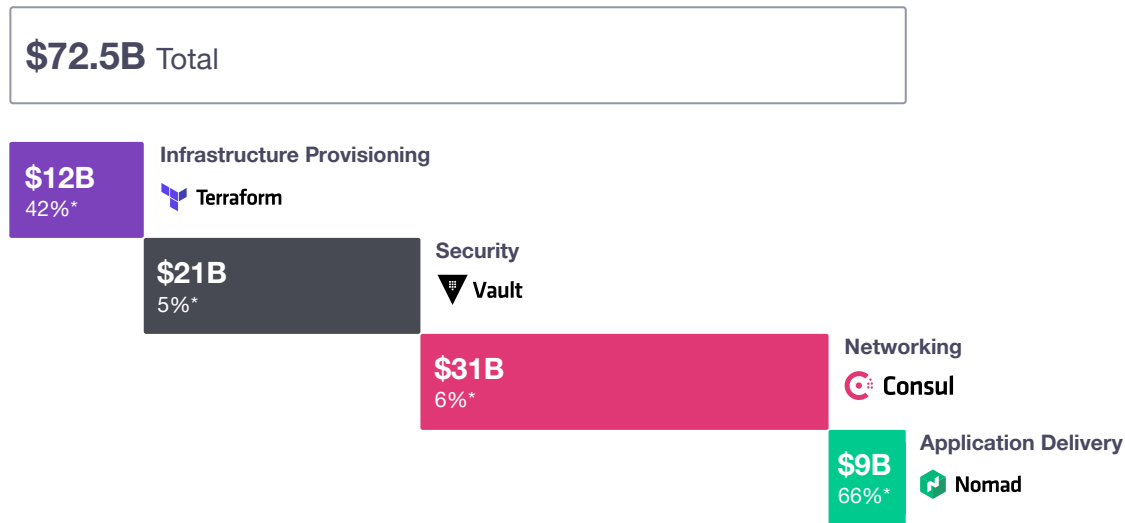
Estimate Global Cloud TAM by 2026

2021-2026 CAGR 15%



Estimate HashiCorp TAM by 2026

2021-2026 CAGR 12%





Enabling the Cloud Operating Model



Vast and growing market

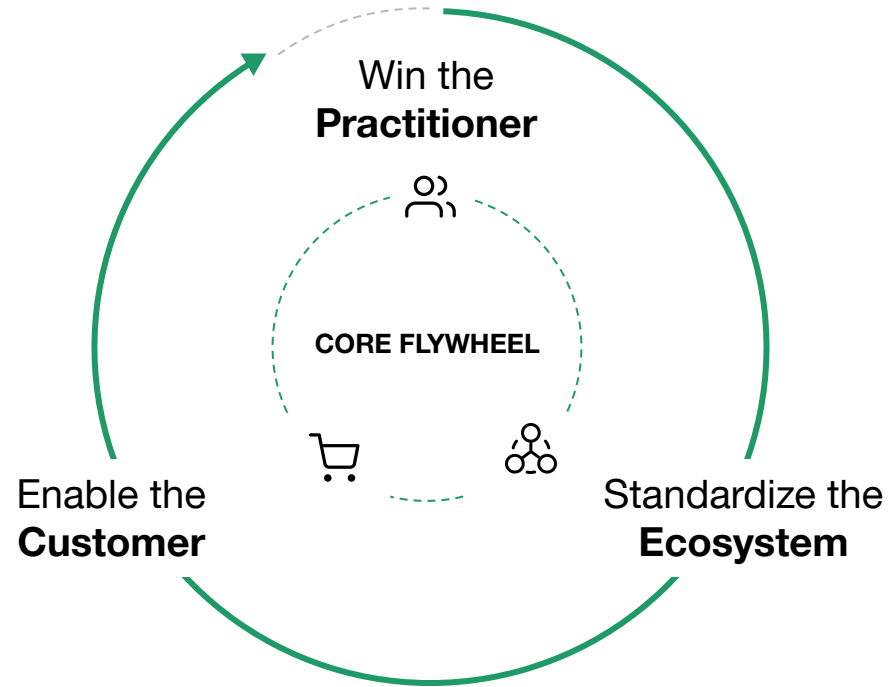


Leveraging a go-to-market powered by open source

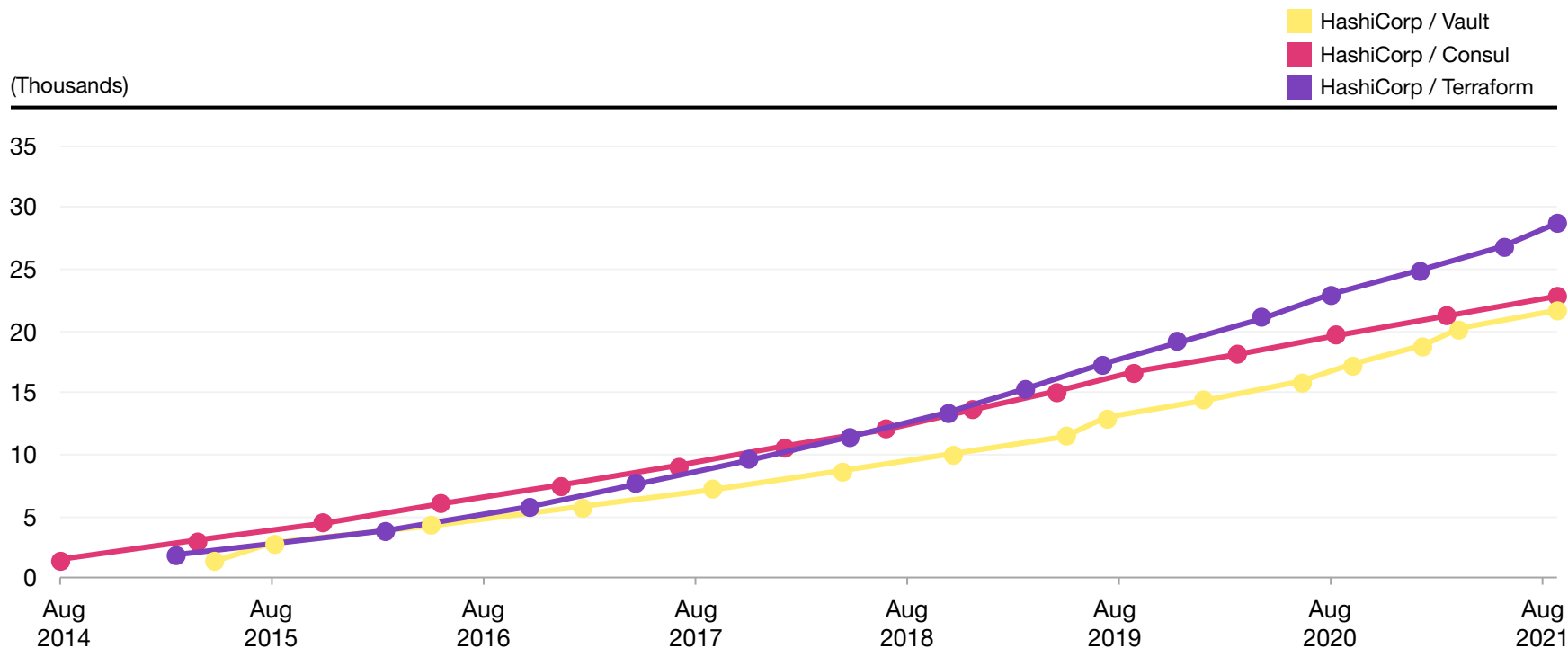


Proven track record of innovation

Focused On Durable Growth



Win the Practitioner | GitHub Stars history

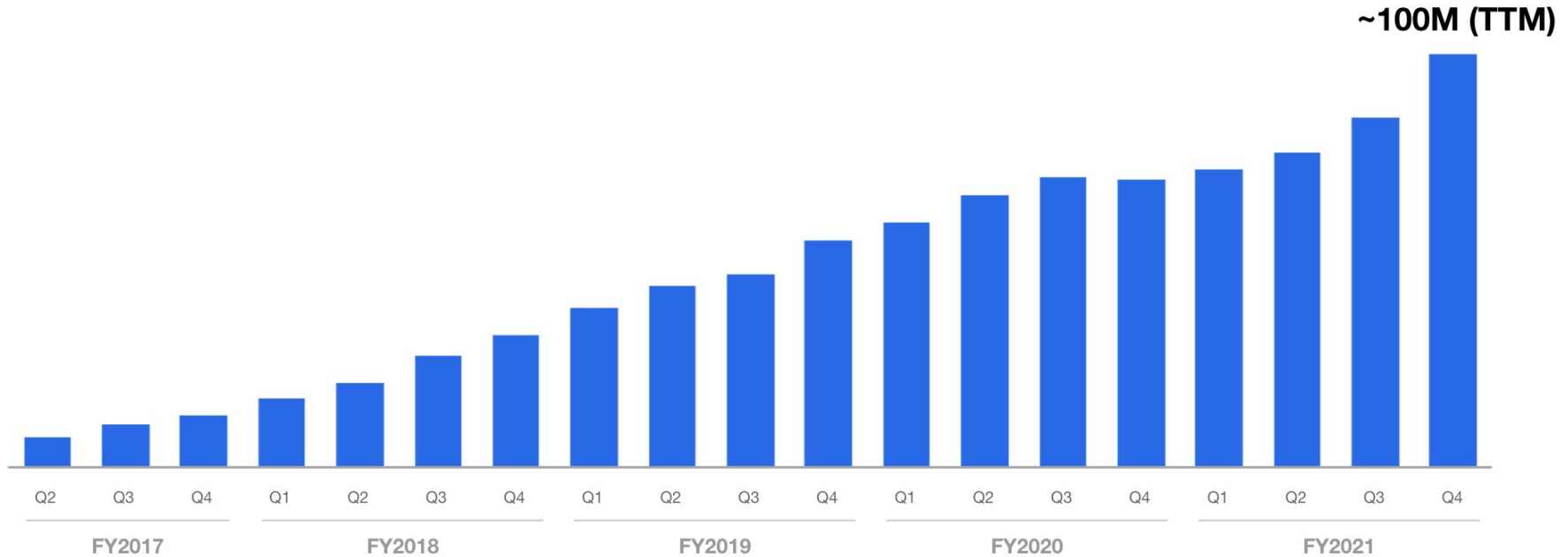


Win the Practitioner



Open Source Downloads – Core to our Go-To-Market Strategy

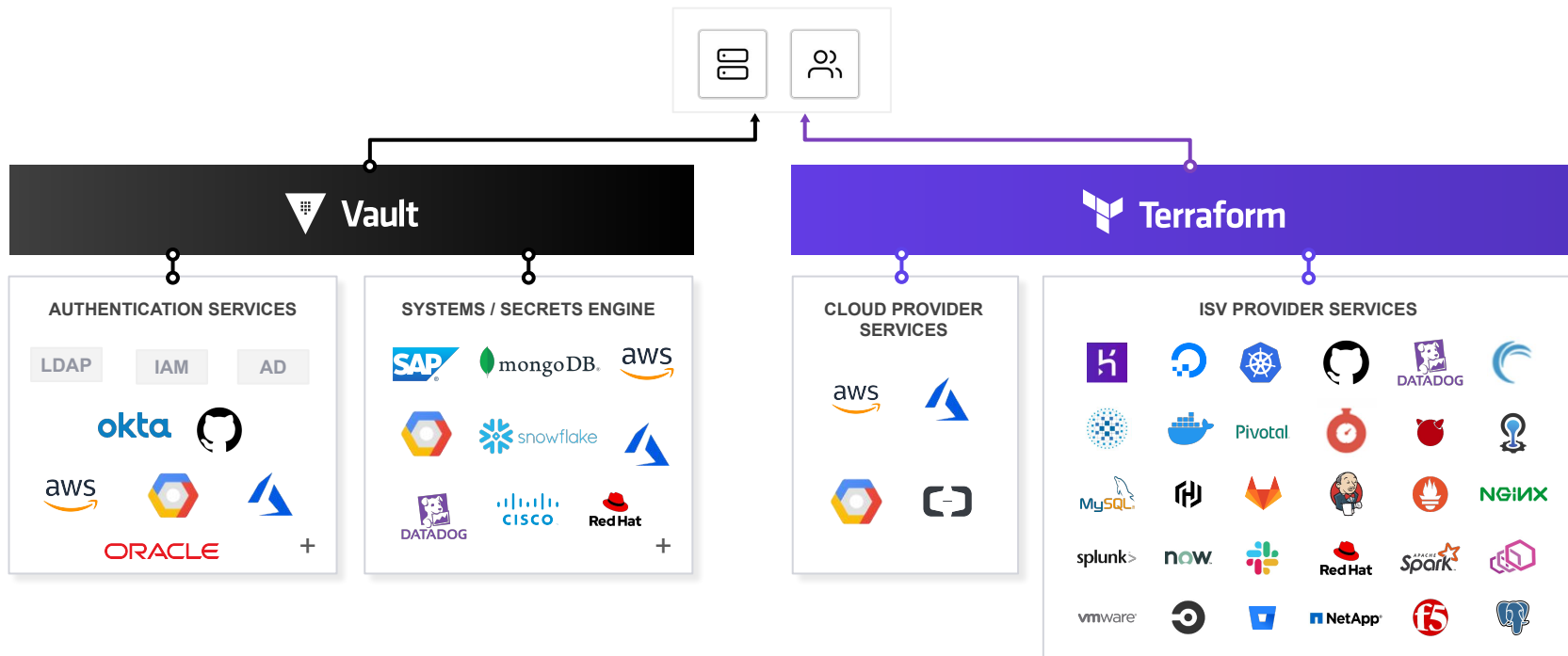
Trailing Twelve Months (TTM)



Standardize the Ecosystem



1,700+ Providers & Integrations¹

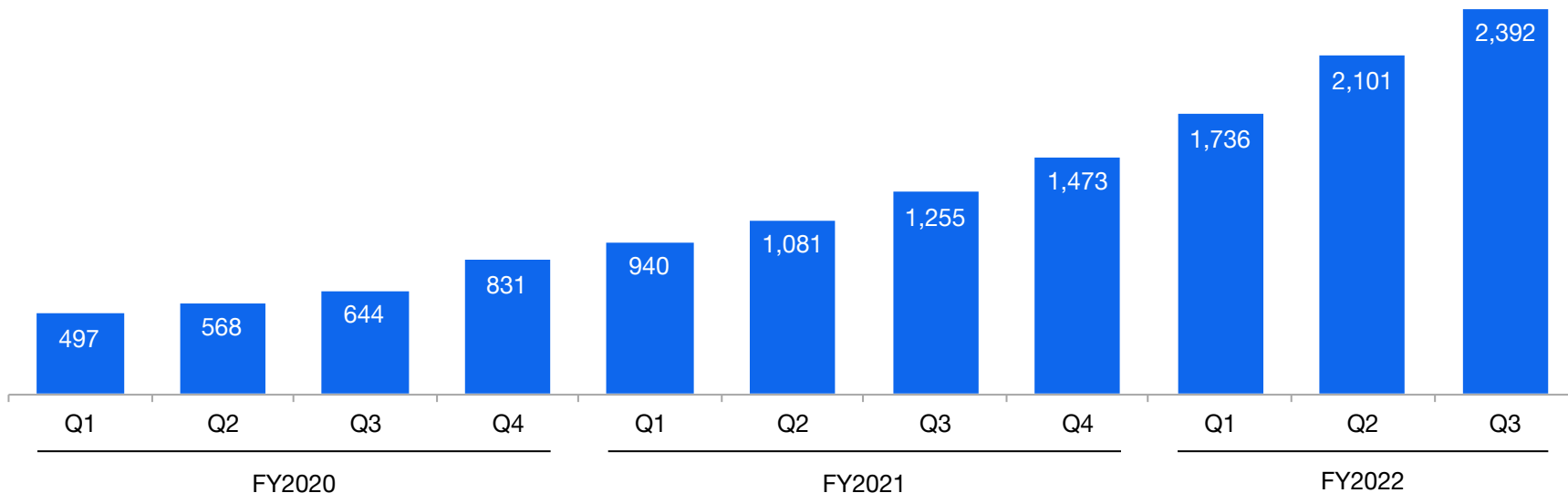


1. As of October 31, 2021.

Enable the Customer



Number of Customers



1. Number of customers is measured at the end of each fiscal quarter and is defined as the number of accounts with a unique account identifier for which we have an active contract in the period.



Enabling the Cloud Operating Model



Vast and growing market

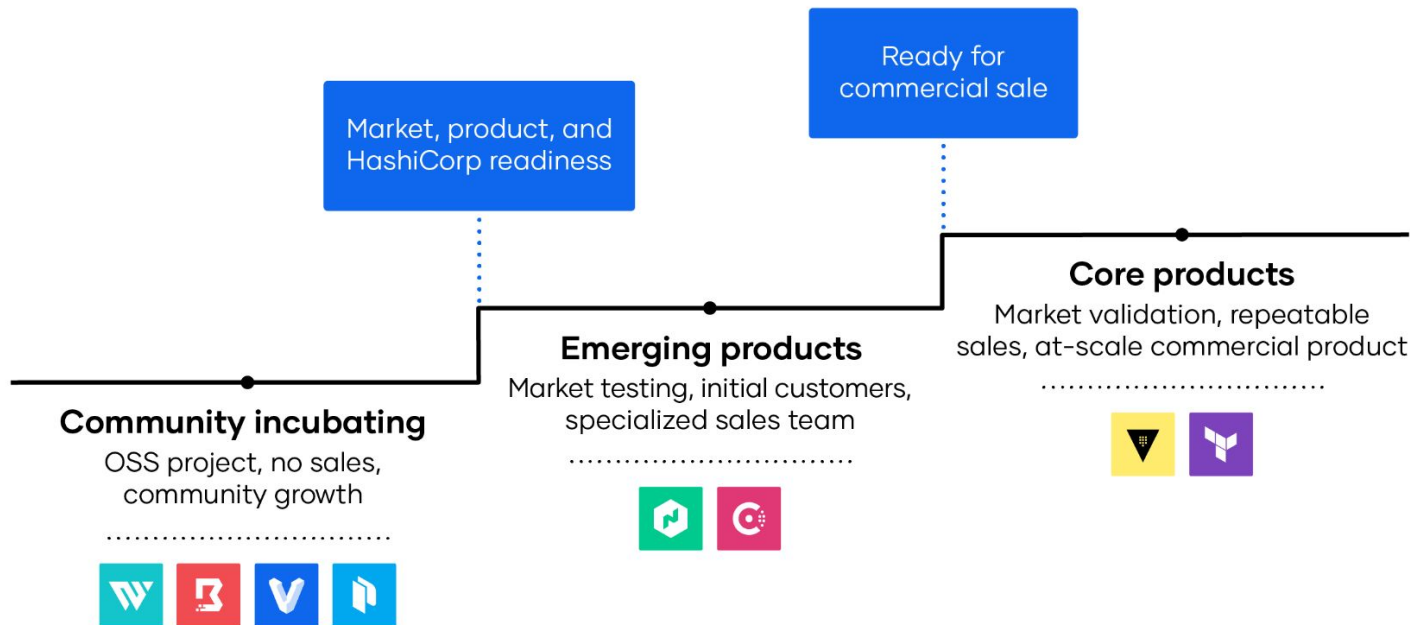


Leveraging a go-to-market powered by open source



Proven track record of innovation

Practitioner, Ecosystem, and Customer Trust Enables Us to Launch and Commercialize More Multi-Cloud Offerings



HashiCorp Cloud Platform

A fully managed platform for multi-cloud



- ✓ Faster deployments
- ✓ Fully managed infrastructure
- ✓ Standardized workflow

People



Armon Dadgar
Co-founder & CTO

UNIVERSITY of
WASHINGTON



Mitchell Hashimoto
Co-founder

UNIVERSITY of
WASHINGTON



Dave McJannet
CEO

vmware®



James Bayer
EVP R&D
Secure Products

Pivotal vmware®



Jeff Harper
Chief People Officer



Marc Holmes
Chief Marketing Officer



Preeti Somal
EVP R&D Platform &
Shared Services

yahoo! vmware®



Brandon Sweeney
Chief Revenue Officer

vmware® DELL



Paul Warenski
Chief Legal Officer



Navam Welihinda
Chief Financial Officer



Board

Armon Dadgar
Co-founder & CTO

HashiCorp

Dave McJannet
CEO

HashiCorp

Todd Ford
Chief Financial Officer

Coupa

Susan St. Ledger
President,
Worldwide Field Operations
Okta

Glenn Solomon
Managing Partner

GGV Capital

Sigal Zarmi
Senior Advisor

Morgan Stanley

Financial Overview

Key Financial Takeaways



**TTM 3Q
Revenue**

\$286M



**Non-GAAP
RPO¹**

\$368M



**Net Dollar
Retention Rate²**

127%



**Non-GAAP
Gross Margin³**

84%



**HCP % of
Sub. Revenue⁴**

~7%

1. As of October 31, 2021. Remaining performance obligations, or RPOs, represent the amount of contracted future revenue that has not yet been recognized, including both deferred revenue and non-cancelable contracted amounts that will be invoiced and recognized as revenue in future periods. RPOs exclude customer deposits, which are refundable prepaid amounts that are expected to be recognized as revenue in future periods. Non-GAAP RPO is calculated on a Non-GAAP basis. See appendix for reconciliation of Non-GAAP RPO to the most comparable GAAP measures.

2. Trailing four quarter average as of October 31, 2021.

3. Nine months ended October 31, 2021. Non-GAAP gross margin is calculated on a Non-GAAP basis. See appendix for reconciliation of Non-GAAP gross margin to the most comparable GAAP financial measures..

4. As of October 31, 2021.



Durable Growth Pillars



Market surface area unlocked by open source



Pace of new customer additions



Pricing model that drives *Expansion*, and Multi-Product *Extensions*



HCP accelerating adoption

TAM | Large Market Area to Drive Growth



~11,500 Organizations Open Source Software (OSS) Downloads (All Time)¹
HCP, Inside & Partner Sales



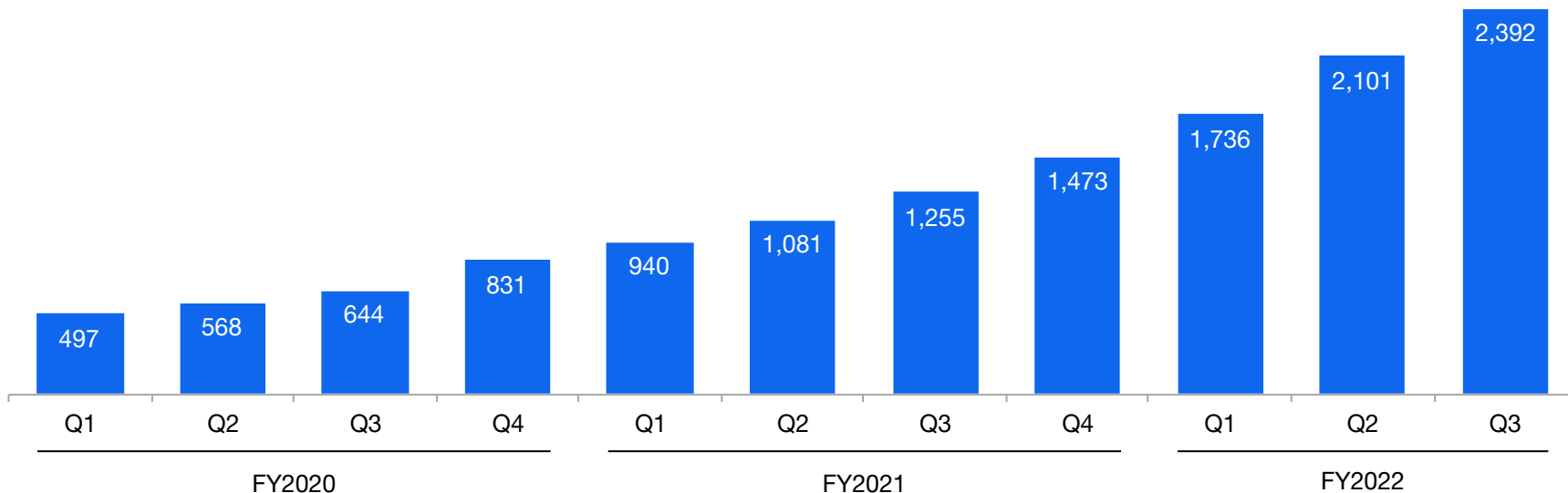
Global 2000 & Large Enterprises
Enterprise Sales Teams



Land | High Pace of Customer Acquisition

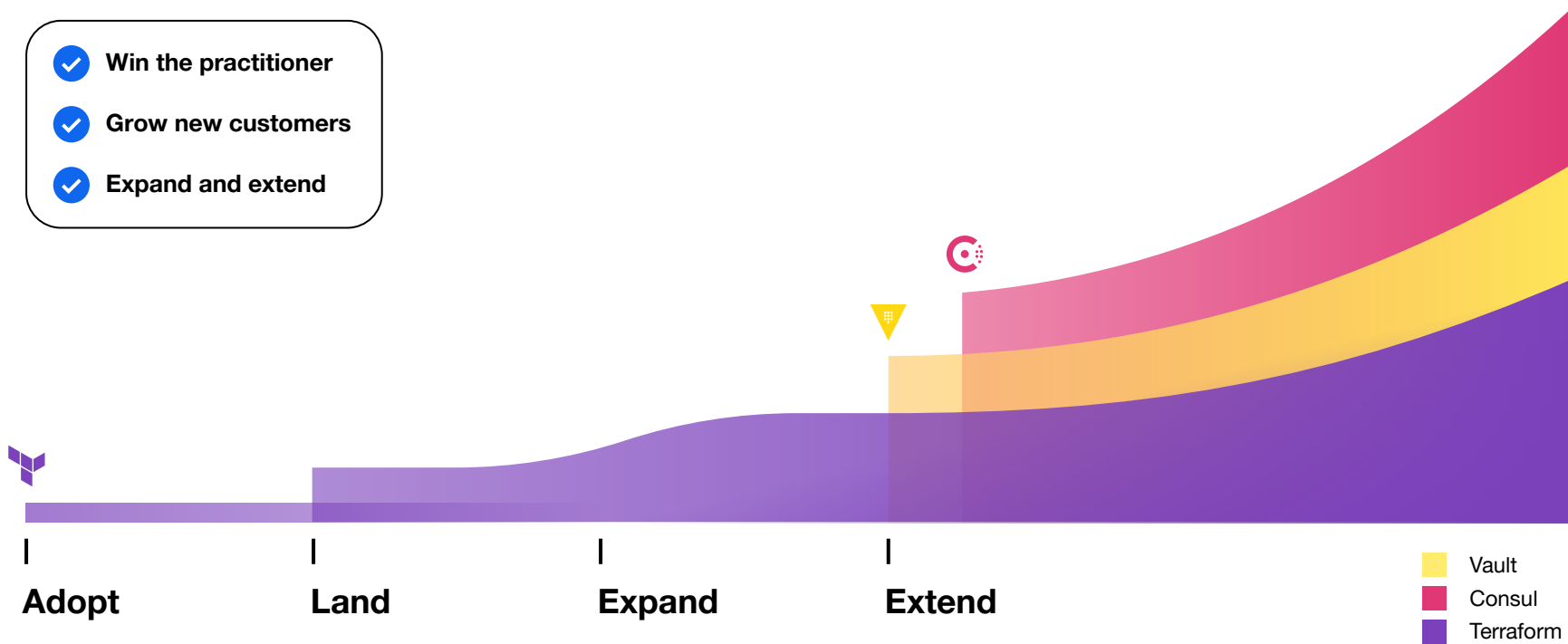


Number of Customers



1. Number of customers is measured at the end of each fiscal quarter and is defined as the number of accounts with a unique account identifier for which we have an active contract in the period.

Expand + Extend | Projected Growth Driver



Our Model | Open source to commercial scale

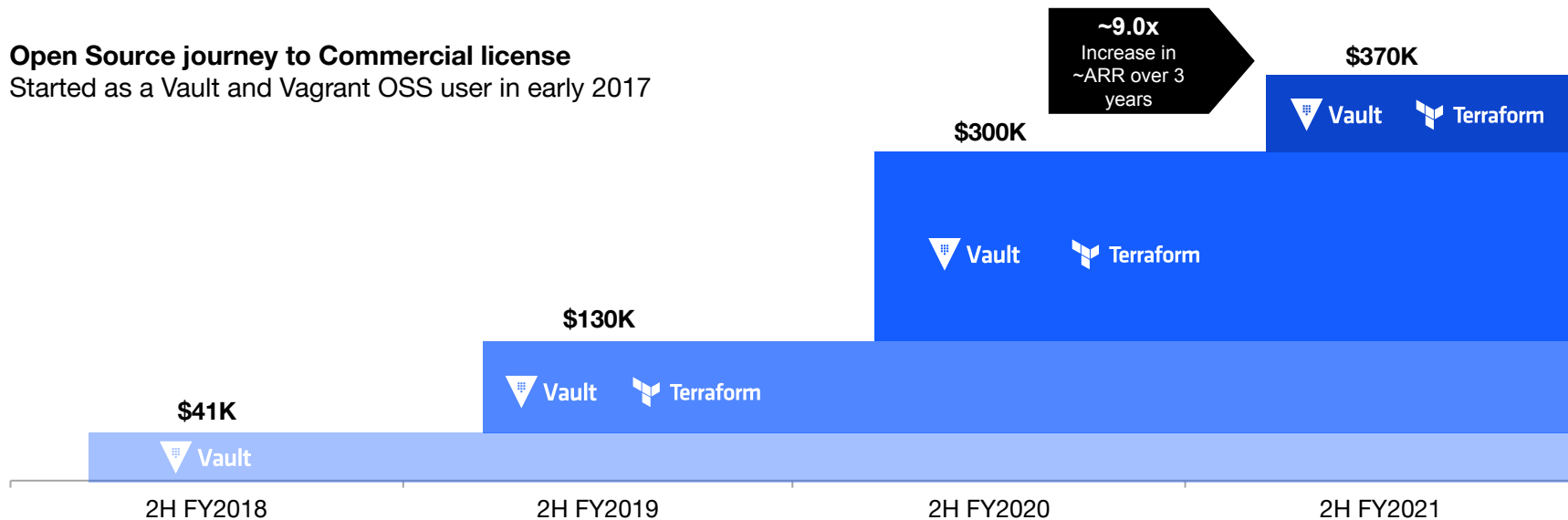


Approximate annual recurring revenue¹

Global Automotive Manufacturer

Open Source journey to Commercial license

Started as a Vault and Vagrant OSS user in early 2017



1. Our approximation of annual recurring revenue is calculated by a simple average of annual contract values from the indicated 2H FY and the prior 2HFY.

Our Model | Open source to commercial scale



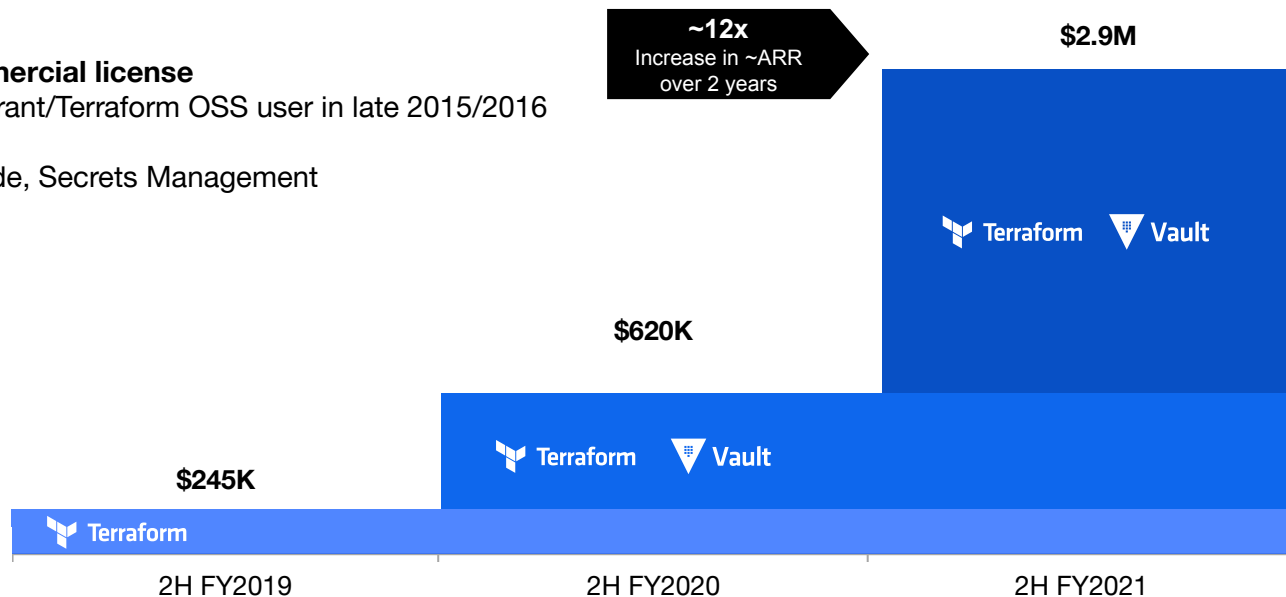
Approximate annual recurring revenue¹

Multinational Financial Services Company

Open Source journey to Commercial license

Started as a Consul/Packer/Vagrant/Terraform OSS user in late 2015/2016

Use cases: Infrastructure as Code, Secrets Management



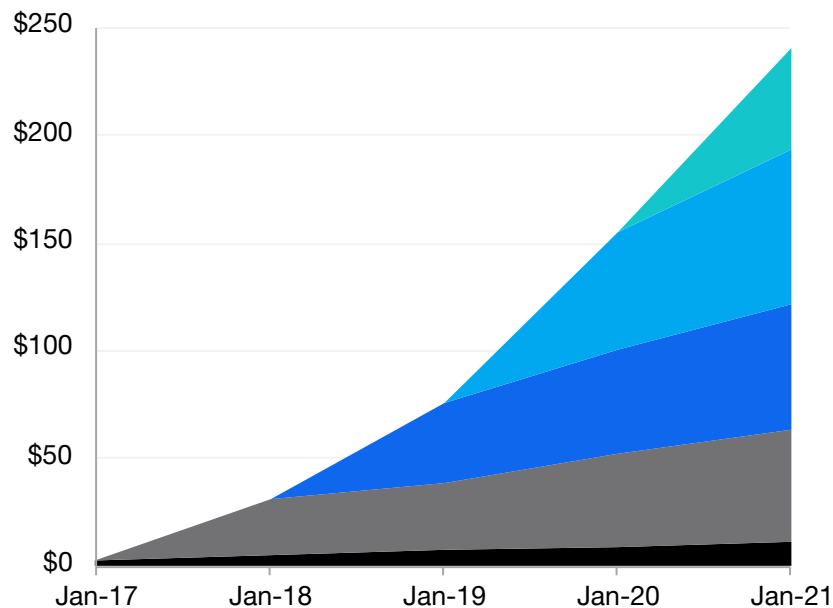
1. Our approximation of annual recurring revenue is calculated by a simple average of annual contract values from the indicated 2H FY and the prior 2HFY.

Expand + Extend | All Cohorts Showing Strong NDR



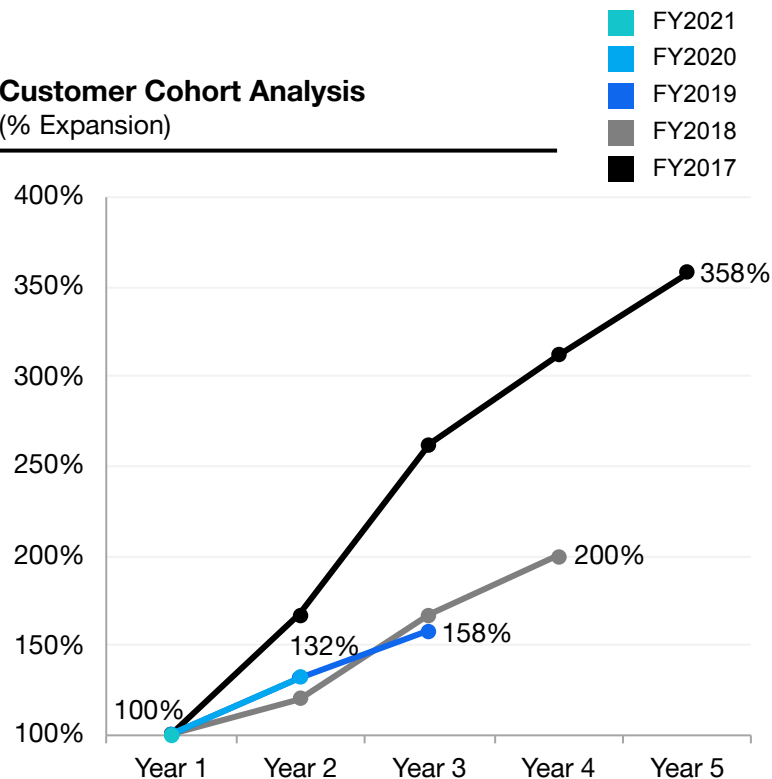
Customer Cohort Analysis

(\$ Millions, ARR)



Customer Cohort Analysis

(% Expansion)

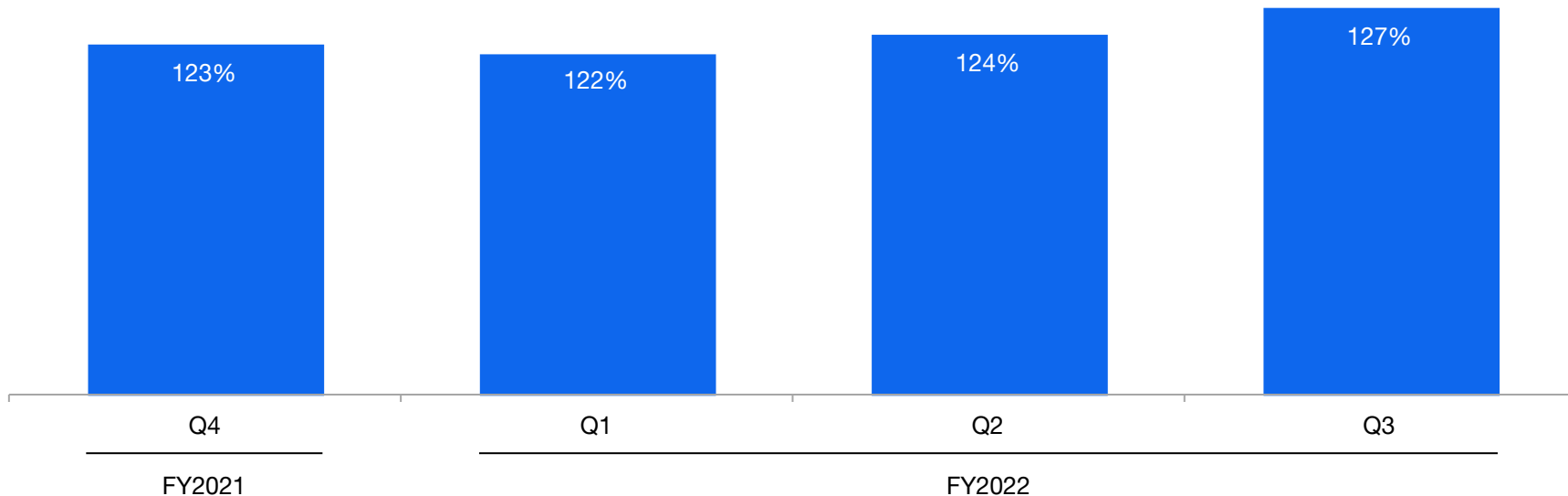


1. ARR is defined as the annualized value of all recurring subscription contracts with active entitlements as of the end of the applicable period, and in the case of our monthly, or consumption-based customers, the annual value of their last month's spend.

Expand + Extend | Strong Net Dollar Retention



Trailing Four Quarter Average Net Dollar Revenue Retention

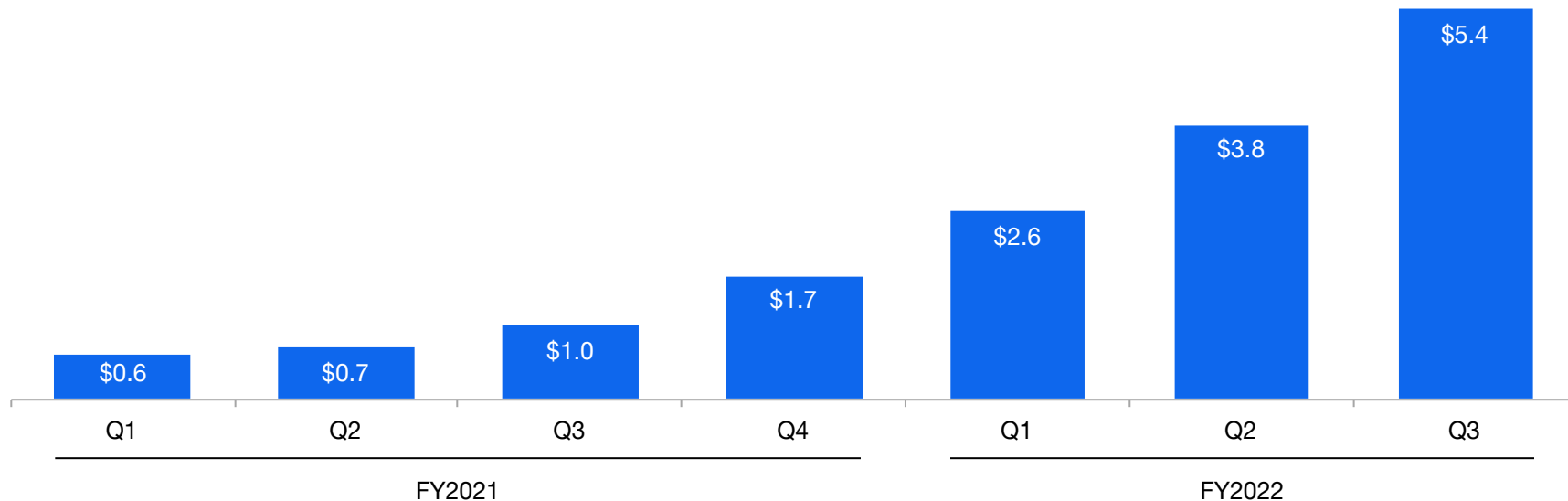


Acceleration | HCP Managed Cloud



Quarterly Cloud Revenue

(\$ Millions)



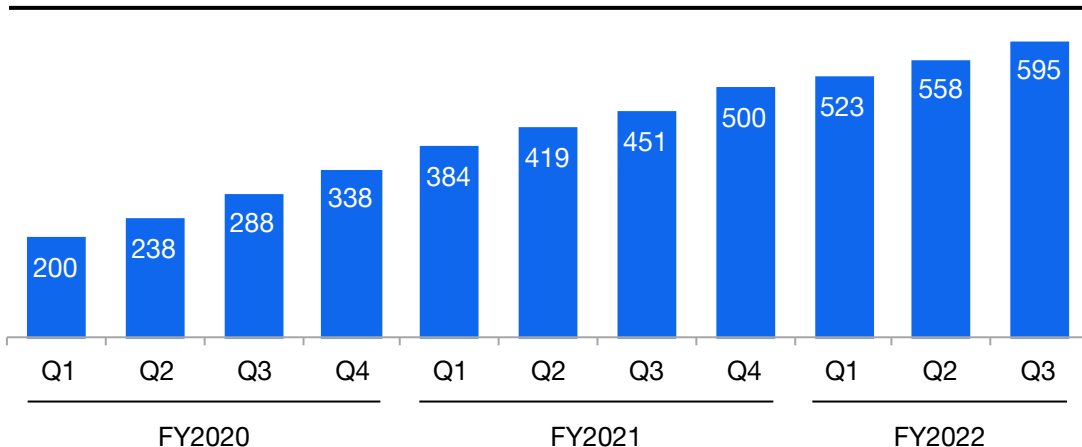
This chart above represents quarterly subscription revenue from HCP (and its predecessor cloud offerings) for the indicated periods.

Durable Growth | \$100K Customer Growth



Revenue Model: (Number of \geq \$100K Customers) * (TTM Revenue per \geq \$100K Customer)

Number of Customers with \geq \$100K in ARR



	FY2020	FY2021
Total Customers	831	1,473
Customers \geq \$100K in ARR	338	500
Average Revenue Per Customer \geq \$100K in ARR ³	\$324K	\$402K
% of Revenue from Customers \geq \$100K in ARR	71%	83%

1. Number of customers is measured at the end of each fiscal quarter and is defined as the number of accounts with a unique account identifier for which we have an active contract in the period.

2. Annual Recurring Revenue (ARR) is defined as the annualized value of all recurring subscription contracts with active entitlements as of the end of the applicable period, and in the case of our monthly, or consumption-based customers, the annual value of their last month's spend.

3. Revenue attributable to Customers equal to or greater than \$100K in ARR divided by the number of such customers in the relevant period.

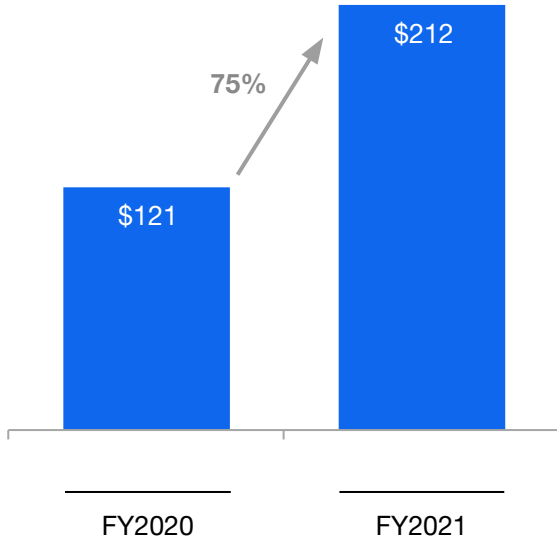
Key Financial Data

Revenue Performance



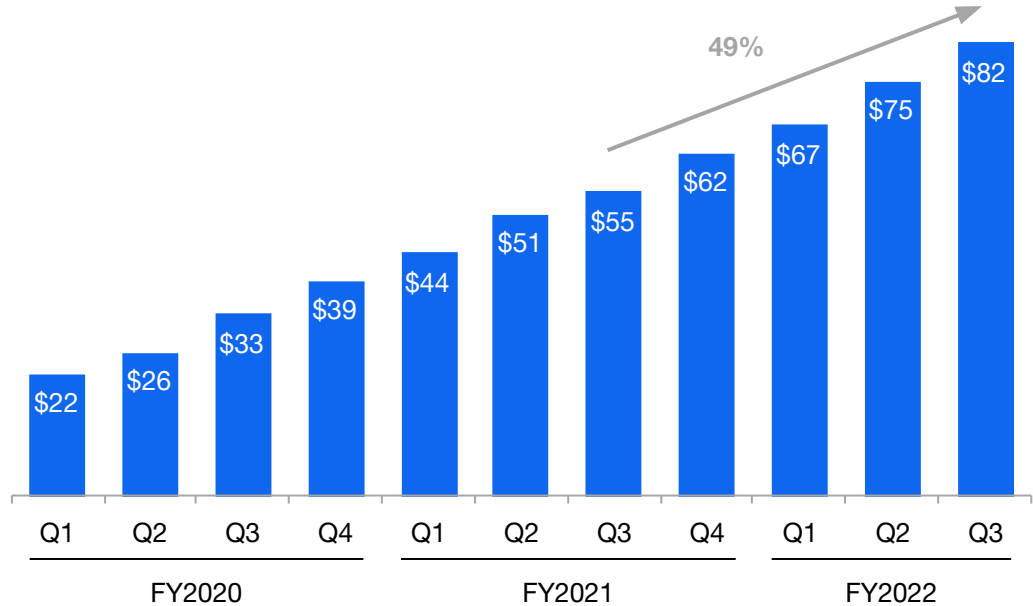
Annual Revenue

(\$ Millions)



Quarterly Revenue

(\$ Millions)



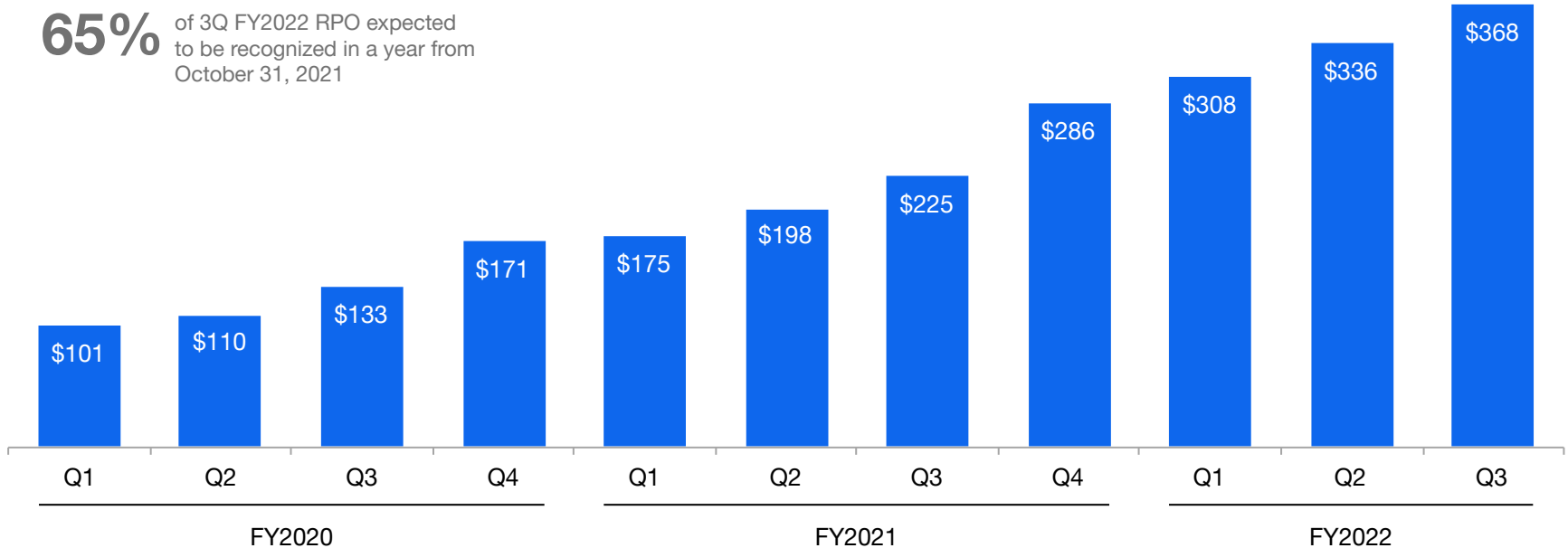
Note: Numbers may vary due to rounding.

Customer Commitments



Quarterly Non-GAAP RPO^{1, 2} (\$ Millions)

65% of 3Q FY2022 RPO expected
to be recognized in a year from
October 31, 2021



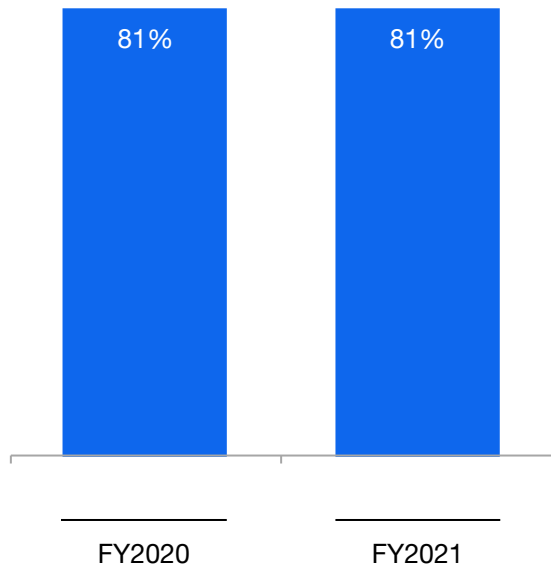
1. Remaining performance obligations (RPOs), represent the amount of contracted future revenue that has not yet been recognized, including both deferred revenue and non-cancelable contracted amounts that will be invoiced and recognized as revenue in future periods. RPOs exclude customer deposits, which are refundable prepaid amounts that are expected to be recognized as revenue in future periods.

2. Non-GAAP RPO is calculated on a Non-GAAP basis. See appendix for reconciliation for Non-GAAP financial measures.

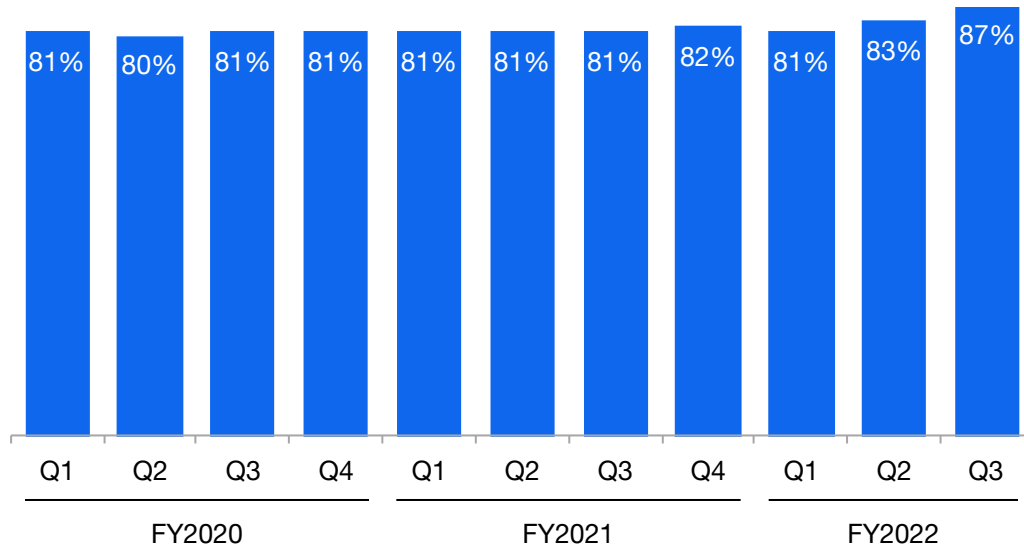
Strong Non-GAAP Gross Margin Profile¹



Annual Non-GAAP Gross Margin
(%)



Quarterly Non-GAAP Gross Margin
(%)



1. Non-GAAP Gross Margin is calculated on a Non-GAAP basis. See appendix for a reconciliation of Non-GAAP financial measures.



GAAP to Non-GAAP Reconciliations

(\$ Millions, except percentages)



	FY2020				FY2020	FY2021				FY2021	FY2022		
	Q1	Q2	Q3	Q4		Q1	Q2	Q3	Q4		Q1	Q2	Q3
Total Revenue	\$22.2	\$26.4	\$33.5	\$39.2	\$121.3	\$44.3	\$50.5	\$55.2	\$61.8	\$211.9	\$66.9	\$75.1	\$82.2
Total gross profit on a GAAP basis	\$17.9	\$20.9	\$27.1	\$31.5	\$97.3	\$35.6	\$39.9	\$44.9	\$50.4	\$170.8	\$54.2	\$62.2	\$71.1
Add: Stock-based compensation expense in cost of revenue ¹	\$0.1	\$0.1	\$0.1	\$0.1	\$0.5	\$0.1	\$1.0	\$0.1	\$0.1	\$1.4	\$0.1	\$0.1	\$0.2
Non-GAAP gross profit	\$18.0	\$21.0	\$27.2	\$31.6	\$97.8	\$35.8	\$40.9	\$45.0	\$50.5	\$172.2	\$54.4	\$62.3	\$71.3
Non-GAAP gross margin	81%	80%	81%	81%	81%	81%	81%	81%	82%	81%	81%	83%	87%

1. In connection with tender offers and secondary sales of our common stock, stock-based compensation expense for fiscal 2020 and fiscal 2021, included \$1.5 million and \$32.1 million of expense, respectively, related to the amount paid in excess of the estimated fair value of common stock as of the date of the transactions.

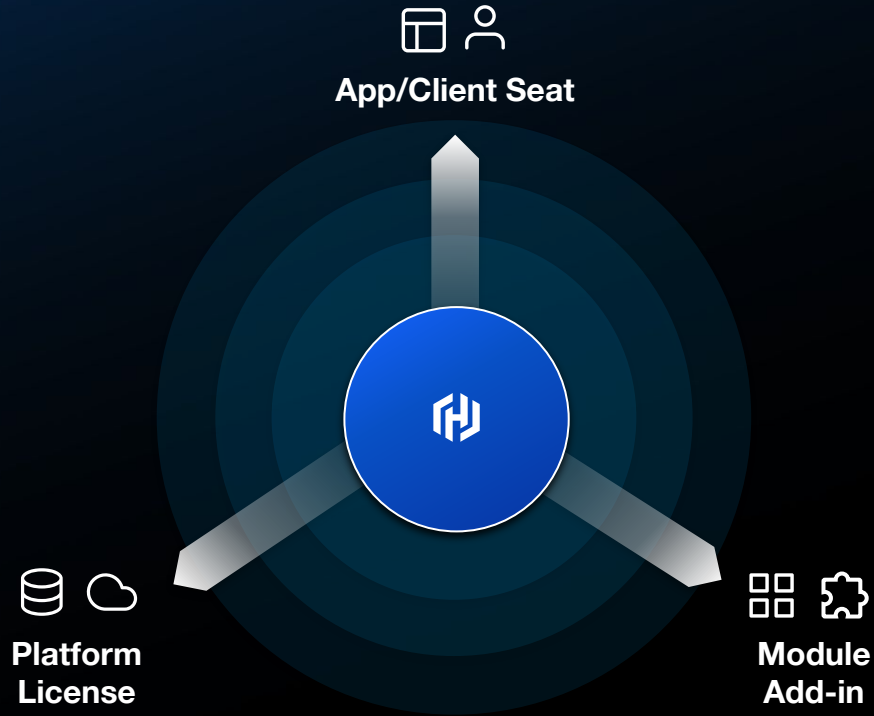
GAAP to Non-GAAP Reconciliations

(\$ Millions)



	FY2020				FY2021				FY2022		
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3
GAAP RPOs											
GAAP short-term RPOs	\$59.8	\$68.0	\$80.4	\$97.4	\$100.6	\$116.2	\$131.6	\$165.8	\$178.7	\$198.6	\$220.7
GAAP long-term RPOs	\$26.2	\$25.4	\$34.6	\$54.7	\$54.8	\$62.3	\$74.3	\$98.1	\$109.2	\$118.8	\$128.3
Total GAAP RPOs	\$86.0	\$93.4	\$115.0	\$152.1	\$155.4	\$178.5	\$206.0	\$263.9	\$287.9	\$317.4	\$349.0
Customer Deposits											
Customer deposits expected to be recognized within the next 12 months	\$11.6	\$13.6	\$14.4	\$16.0	\$17.3	\$18.1	\$17.5	\$20.4	\$18.3	\$17.1	\$16.9
Customer deposits expected to be recognized after the next 12 months	\$3.9	\$3.5	\$3.3	\$2.9	\$2.5	\$1.9	\$1.3	\$1.8	\$1.4	\$1.3	\$2.0
Total customer deposits	\$15.5	\$17.1	\$17.6	\$18.9	\$19.8	\$20.0	\$18.8	\$22.2	\$19.8	\$18.4	\$19.0
Non-GAAP RPOs	\$101.5	\$110.5	\$132.6	\$171.0	\$175.2	\$198.5	\$224.8	\$286.1	\$307.7	\$335.8	\$368.0
Non-GAAP short-term RPOs	\$71.4	\$81.6	\$94.7	\$113.4	\$117.9	\$134.3	\$149.1	\$186.2	\$197.1	\$215.7	\$237.7
Non-GAAP long-term RPOs	\$30.1	\$28.8	\$37.9	\$57.6	\$57.3	\$64.2	\$75.7	\$99.9	\$110.6	\$120.1	\$130.3

Revenue Model | Pricing Model



Self-Managed
Annual Entitlement

Cloud Managed
Consumption Based

