

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

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>Institutional Venture Management XIII, LLC</u> (Last) (First) (Middle) 3000 SAND HILL ROAD, BUILDING 2, SUITE 250 (Street) MENLO CA 94025 PARK (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/04/2021	3. Issuer Name and Ticker or Trading Symbol <u>Honest Company, Inc.</u> [HNST]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,368,850	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Convertible Preferred Stock	(2)	(2)	Common Stock ⁽²⁾	1,891,254	(2)	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾
Series A-1 Convertible Preferred Stock	(2)	(2)	Common Stock ⁽²⁾	4,126,434	(2)	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾
Series B Convertible Preferred Stock	(2)	(2)	Common Stock ⁽²⁾	2,275,788	(2)	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾
Series C Convertible Preferred Stock	(2)	(3)	Common Stock ⁽³⁾	765,623	(3)	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾
Series D Convertible Preferred Stock	(3)	(3)	Common Stock ⁽³⁾	138,596	(3)	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾
Series E Convertible Preferred Stock	(2)	(2)	Common Stock ⁽²⁾	1,030,358	(2)	I	By Institutional Venture Partners XIII, L.P. ⁽¹⁾

1. Name and Address of Reporting Person*
Institutional Venture Management XIII, LLC

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Institutional Venture Partners XIII, L.P.](#)

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Chaffee Todd C](#)

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[FOGELSONG NORMAN A](#)

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Harrick Stephen J](#)

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Miller J Sanford](#)

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,

SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Phelps Dennis B

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City) (State) (Zip)

Explanation of Responses:

1. The shares are held of record by Institutional Venture Partners XIII, L.P. ("IVP XIII"). Institutional Venture Management XIII LLC ("IVM XIII") is the general partner of IVP XIII. Todd C. Chaffee, Norman A. Fogelsong, Stephen J. Harrick, J. Sanford Miller and Dennis B. Phelps, Jr. as the managing directors of IVM XIII, may be deemed to have shared voting and dispositive power with respect to the shares held by IVP XIII. Each of IVM XIII and the managing directors disclaims beneficial ownership of the securities reported herein, except to the extent of its or his respective pecuniary interest therein.

2. The shares of Series A, Series A-1, Series B and Series E Preferred Stock are convertible into shares of Common Stock at any time at the holder's election, and automatically immediately prior to the closing of the Issuer's initial public offering on a 1-for-1 basis, and have no expiration date. The number of shares of Common Stock are presented on an as-converted basis.

3. The shares of Series C and Series D Preferred Stock are convertible into shares of Common Stock at any time at the holder's election, and automatically immediately prior to the closing of the Issuer's initial public offering on a 1-for-1.056925 basis, and have no expiration date. The number of shares of Common Stock are presented on an as-converted basis.

Institutional Venture
Management XIII, LLC 05/04/2021

By: /s/ Tracy Hogan,
Attorney-In-Fact

Institutional Venture
Partners XIII, L.P. By:
Institutional Venture
Management XIII, LLC, 05/04/2021
its General Partner By: /s/
Tracy Hogan, Attorney-In-
Fact

/s/ Tracy Hogan, Attorney-
In-Fact Todd C. Chaffee 05/04/2021

/s/ Tracy Hogan, Attorney-
In-Fact Norman A. 05/04/2021
Fogelsong

/s/ Tracy Hogan, Attorney-
In-Fact Stephen J. Harrick 05/04/2021

/s/ Tracy Hogan, Attorney-
In-Fact J. Sanford Miller 05/04/2021

/s/ Tracy Hogan, Attorney-
In-Fact Dennis B. Phelps, 05/04/2021
Jr.

** 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 5 (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.