FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average burden							
hours per response	: 0.5						

ion 1(b).			Filed	pursua	ent to S	Section	16(a)	of the Se	ecuriti	es Exchana	e Act	of 193	34			-		
					2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Honest Company, Inc.</u> [ HNST ]							(Ch	eck all app	licable)	ng Pe	( )		
													_					
(Fir	st) (N	Middle)			3. Date of Earliest Transaction (Month/Day/Year)								below)			below)	эрсопу	
ILLENNIU	M DRIVE, SUI	TE 500	)		01/01/2022													
				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
CA	. 9	0094												X Form filed by One Reporting Person				
.5														Form filed by More than One Reporting Person				
(Sta	ate) (Z	Zip)																
	Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or I	Ben	eficia	lly Own	ed			
				ate Month/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)						d Securit Benefic Owned	Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code V Amount		(A) (D)	) or )	Price	Transa	Transaction(s) (Instr. 3 and 4)			(11150.4)				
Stock (RSU	Js)		01/01/	2022	)22		A <sup>(1)</sup>		16,710		A	\$0		4,800		D		
Stock														53,225 <sup>(2)</sup>		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Executi if any	on Date,	Code ( 8)	action (Instr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Date Expiration		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)  Amount or Number of Title Shares		nstr.	Derivative Security	derivative Securities Beneficiall Owned Following Reported	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	S CA  (State Conversion or Exercise Price of Derivative	Address of Reporting Person*  JAMES D  (First) (N  LLENNIUM DRIVE, SUI  S CA 9  (State) (2  Table ecurity (Instr. 3)  Stock (RSUs)  Stock  Tal  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  S CA 90094  (State) (Zip)  Table I - Note the control of the control of Exercise (Month/Day/Year)  Table II -  2. Conversion of Exercise (Month/Day/Year)  Conversion of Exercise (Month/Day/Year)  Table II -  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II -	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  S CA 90094  (State) (Zip)  Table I - Non-Derivation (Month/Day)  Stock  Table II - Derivation (e.g., pu  2. Transaction Date (Month/Day)  Conversion or Exercise (Month/Day)  Price of Derivative  3. Transaction Date (Month/Day)  (Month/Day)  3. Deemed Execution Date, if any (Month/Day)  (Month/Day)	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Security (Instr. 3)  2. Iss Hoi  3. Da 01/0  4. If A  CA 90094  Table II - Non-Derivative Security  Table II - Derivative Security  3. Da 01/01/2022  4. If A  A  Table II - Derivative Security  Stock  Table II - Derivative Security  A Transaction Date (Month/Day/Year)  A Transaction Date (Month/Day/Year)  (Month/Day/Year)  A Transaction Date, if any (Month/Day/Year)  (Month/Day/Year)	Table I - Non-Derivative Security (Instr. 3)  Table II - Derivative Security (e.g., puts, calls, verice of Derivative Security  2. Issuer Nathonest (Month/Day/Year)  3. Date of E01/01/202  4. If Amend  2. Transaction Date (Month/Day/Year)  Table II - Derivative Security  3. Date of E01/01/2022  4. If Amend  3. Date of E01/01/2022  4. If Amend  4. Transaction Code (Instr. 8)  3. Transaction Jate (Month/Day/Year)  3. Transaction Jate (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction Jate (Month/Day/Year)  4. Transaction Code (Instr. 8)	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Securities  (State) (Zip)  Table I - Non-Derivative Securities  Ecurity (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day)  Stock (RSUs)  Table II - Derivative Securities (e.g., puts, calls, warra  2. Conversion or Exercise Price of Derivative Security  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Securities Acque (Month/Day/Year)  Stock (RSUs)  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque.g., puts, calls, warrants, (Month/Day/Year)	or Section 30(h) of the Investment or Section 30(h) of the Investment of Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Securities Acquired, [Month/Day/Year] [And the privative securities Acquired, privative securities Acquired (B. Code (	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Securities Acquired, Dispecturity (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Eccurity (Instr. 3)  Table II - Derivative Securities Acquired, Dispector (e.g., puts, calls, warrants, options, composed of (D) (Instr. 3)  Table III - Derivative Securities Acquired, Dispector (e.g., puts, calls, warrants, options, composed of (D) (Instr. 3)  Table II - Derivative Securities Acquired, Dispector (e.g., puts, calls, warrants, options, composed of (D) (Instr. 3, 4 and 5)  Date Date Date Date Date Date Date Date	or Section 30(h) of the Investment Company Act of Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  CA 90094  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Stock (RSUs)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe (e.g., puts, calls, warrants, options, convertibe (honth/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  A(4) 16,710  Code (v Amount Calls, warrants, options, convertibe Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertibe Code (instr. (A) or Derivative Security (A) or Derivative Security (Nonth/Day/Year)  3. Transaction Date (month/Day/Year)  3. Transaction Date (instr. (a) or Derivative Security (A) or Derivative Security (Nonth/Day/Year)  3. Transaction Date (month/Day/Year)  4. Securities Acquired, Disposed of, Objective of Date (month/Day/Year)  5. Number of Code (month/Day/Year)  6. Date Exercisable and Expiration Date (month/Day/Year)  Code (month/Day/Year)	or Section 30(h) of the Investment Company Act of 1940  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Both Company (Month/Day/Year)  Stock (RSUs)  Table II - Derivative Securities Acquired, Disposed of, or Both Conversion Of Exercise Price of Date Price of Date Price of Date Price of Or Exercise Price of Date Price Of Dat	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic (Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 5)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Securities Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Securities Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Securities Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible Securities, and disposed of (D) (linstr. 3, 4, and 5).	Address of Reporting Person*  JAMES D  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date, (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Acquired (Month/Day/Year)  Anount or Number (Month/Day/Year)  Amount or Number (of Date Expiration)  Amount or Number of of Date Expiration Date (Month/Day/Year)  Amount or Number of Securities (Month/Day/Year)	Address of Reporting Person*  JAMES D  2. Issuer Name and Ticker or Trading Symbol Honest Company, Inc. [HNST]  3. Date of Earliest Transaction (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O2/01/01/2022  2. Transaction Date, (Month/Day/Year) O2/02/01/01/2022  3. Transaction Date, (Month/Day/Year) O1/01/2022  4. If Amendment, Date of Original Filed (Month/Day/Year) O2/02/01/01/01/01/01/01/01/01/01/01/01/01/01/	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  J Address of Reporting Person' JAMES D  (First) (Middle) (Check all applicable)  (First) (Middle)  LLENNIUM DRIVE, SUITE 500  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Date (Month/Day/Year)  (Month/Day/Year)  Stock (RSUs)  Oli/01/2022  A(I) A Deemed Execution Date, (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (G.) or January (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (G.) or January (Month/Day/Year)  (Month/Da	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  or Section 30(h) of the Investment Company Act of 1940  JAMES D  2. Issuer Name and Ticker or Trading Symbol Honest Company, Inc. [HNST]  3. Date of Earliest Transaction (Month/Day/Year)  JAMES D  4. If Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired (Instr. 3)  Table II - Derivative Securities Acquire	JAMES D  2. Issuer Name and Ticker or Trading Symbol Honest Company, Inc. [ HNST ]  2. Issuer Name and Ticker or Trading Symbol Honest Company, Inc. [ HNST ]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Relationship of Reporting Person(s) to 19 (Check all applicable)  7. Director 10% O Officer (give title below)  8. CA 90094  1. If Amendment, Date of Original Filed (Month/Day/Year)  1. If Amendment, Date of Original Filed (Month/Day/Year)  8. CA 90094  1. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  1. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  3. A Securities Acquired (A) or Disposed of, or Beneficially Owned Following Reported (I) (Instr. 4)  4. Securities Acquired (A) or Disposed of, or Beneficially Owned Following Reported (I) (Instr. 4)  5. Amount of Disposed of (Disposed of, Or Beneficially Owned Following Reported (I) (Instr. 4)  5. Amount of Disposed of (Disposed of, Or Beneficially Owned Following Reported (I) (Instr. 4)  5. Amount of Disposed of (Disposed of, Or Beneficially Owned Following Reported (I) (Instr. 4)  5. Amount of Disposed of (Disposed of, Or Beneficially Owned Following Reported (I) (Instr.

## **Explanation of Responses:**

- 1. Pursuant to the Issuer's Non-Employee Director Compensation Policy, directors may elect to receive an award of restricted stock units (RSUs) in lieu of an annual cash retainer for their service on the board. In accordance with the reporting person's election, the reporting person was issued the RSUs for the fiscal year 2022. The RSUs vest in four installments on March 31, 2022, June 30, 2022, September 30, 2022 and December 31, 2022 and are payable in an equivalent number of shares of the Issuer's Common Stock.
- 2. Includes 44,800 Restricted Stock Units which are payable in an equivalent number of shares of the Issuer's common stock.

## Remarks:

/s/ Brendan Sheehey, Attorney-in-Fact

01/04/2022

\*\* 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.