

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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) 300 SAND HILL ROAD, BUILDING 2, SUITE 250 (Street) MENLO PARK CA 94025 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Honest Company, Inc. [HNST]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (RSUs)	05/24/2023		j ⁽¹⁾⁽²⁾		105,845	A	\$0.00	202,403	I	By Institutional Venture Management XIII, LLC ⁽³⁾
Common Stock								10,396,904	I	By Institutional Venture Partners XIII, L.P. ⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
Institutional Venture Management XIII, LLC
 (Last) (First) (Middle)
 300 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)
 300 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)

300 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)

300 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)

300 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)

300 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)

300 SAND HILL ROAD, BUILDING 2,
SUITE 250

(Street)

MENLO PARK CA 94025

(City)

(State)

(Zip)

Explanation of Responses:

1. Eric Liaw has entered into a Director Compensation Assignment Agreement, pursuant to which he has agreed to assign the beneficial interest in any equity awards granted to him for his service as director of the Issuer to Institutional Venture Management XIII, LLC ("IVM XIII").

2. The RSUs vest on the earlier of (i) May 24, 2024, and (ii) the date immediately prior to the 2024 Annual Meeting of stockholders and are payable in an equivalent number of shares of the Issuer's Common Stock.

3. The shares are held of record or beneficially by IVM 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 beneficial ownership with respect to the shares held of record or beneficially by IVM XIII. Each of the foregoing entities and individuals disclaims beneficial ownership of the securities reported herein, except to the extent of its or his respective pecuniary interest therein.

4. The shares are held of record by Institutional Venture Partners XIII, L.P. ("IVP XIII"). 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.

Remarks:

Institutional Venture
Management XIII, LLC By: 05/26/2023
/s/ Tracy Hogan, Attorney-In-
Fact

Institutional VenturePartners
XIII, L.P. By: Institutional
Venture Management XIII,
LLC, its General Partner By: 05/26/2023
/s/Tracy Hogan, Attorney-In-
Fact

/s/ Tracy Hogan, Attorney-In-
Fact Todd C. Chaffee 05/26/2023

/s/ Tracy Hogan, Attorney-In-
Fact Norman A. Fogelsong 05/26/2023

/s/ Tracy Hogan, Attorney-In-
Fact Stephen J. Harrick 05/26/2023

/s/ Tracy Hogan, Attorney-In-
Fact J. Sanford Miller 05/26/2023

/s/ Tracy Hogan, Attorney-In-
Fact Dennis B. Phelps 05/26/2023

** 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.