

**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>Hohenstein Ken</u> (Last) (First) (Middle) <u>C/O ONESTREAM, INC.</u> <u>191 N. CHESTER STREET</u> (Street) <u>BIRMINGHAM MI 48009</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/24/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>OneStream, Inc. [OS]</u>	
		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) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)
<u>Class A Common Stock</u>	<u>17,402</u>	<u>D</u>	

**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			
<u>Stock Option (right to buy)</u>	<u>(1)</u>	<u>12/04/2031</u>	<u>Class A Common Stock</u>	<u>189,210</u>	<u>10.65</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(2)</u>	<u>03/05/2033</u>	<u>Class A Common Stock</u>	<u>508,508</u>	<u>10.65</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(3)</u>	<u>03/10/2034</u>	<u>Class A Common Stock</u>	<u>460,322</u>	<u>14.51</u>	<u>D</u>	
<u>Common Units</u>	<u>(4)</u>	<u>(4)</u>	<u>Class A Common Stock</u>	<u>464,002</u>	<u>0</u>	<u>I</u>	<u>CaitRyan. LLC⁽⁵⁾</u>
<u>Stock Option (right to buy)</u>	<u>(6)</u>	<u>07/22/2034</u>	<u>Class A Common Stock</u>	<u>159,806</u>	<u>20</u>	<u>D</u>	
<u>Class D Common Stock</u>	<u>(7)</u>	<u>(7)</u>	<u>Class A Common Stock</u>	<u>790,279</u>	<u>0</u>	<u>D</u>	
<u>Class D Common Stock</u>	<u>(7)</u>	<u>(7)</u>	<u>Class A Common Stock</u>	<u>790,279</u>	<u>0</u>	<u>I</u>	<u>Hohenstein Purple Elephant 2019 Irrevocable Grantor Trust⁽⁵⁾</u>

Explanation of Responses:

- One-fourth of the shares subject to the option vested on February 15, 2023, and 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person continuing to be a service provider through the applicable vesting date.
- One-fourth of the shares subject to the option vested on February 15, 2024, and 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person continuing to be a service provider through the applicable vesting date.
- One-fourth of the shares subject to the option shall vest on February 15, 2025, and 1/48th of the shares subject to the option shall vest each month thereafter, subject to the Reporting Person continuing to be a service provider through the applicable vesting date.
- The Common Units may be redeemed by the Reporting Person at any time on or following the closing of the Issuer's initial public offering for shares of Class D Common Stock on a 1:1 basis, and a corresponding number of shares of Class C Common Stock will be forfeited in connection with the redemption. The Class D Common Stock is in turn

convertible at any time, at the holder's election, into Class A Common Stock on a 1:1 basis. Each outstanding share of Class D Common Stock will automatically convert into one share of Class A Common Stock on the first trading day following the seventh anniversary of the Issuer's initial public offering. The Common Units have no expiration date.

5. Mr. Hohenstein may be deemed to have voting and dispositive power over the shares held by CaitRyan LLC and the Hohenstein Trust.

6. One-sixteenth of the shares subject to the option shall vest October 23, 2024, and one-sixteenth of the shares subject to the option shall vest every three months thereafter, subject to the Reporting Person continuing to be a service provider through the applicable vesting date.

7. The Class D Common Stock is convertible at any time, at the holder's election, into Class A Common Stock on a 1:1 basis. Each outstanding share of Class D Common Stock will automatically convert into one share of our Class A Common Stock on the first trading day following the seventh anniversary of the Issuer's initial public offering.

/s/ Ken Hohenstein

07/24/2024

** 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.