

OMB APPROVAL	
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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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>KKR NGT (Dream) Blocker Parent L.P.</u>			2. Issuer Name and Ticker or Trading Symbol <u>OneStream, Inc. [OS]</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)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/26/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person <input checked="" type="checkbox"/>		
30 HUDSON YARDS			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	NEW YORK NY 10001					
(City)	(State)	(Zip)						

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			
Class A Common Stock	11/26/2024		C		514,850	A	(2)	514,850	I	See Footnotes ⁽⁴⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		64,021	A	(2)	64,021	I	See Footnotes ⁽⁵⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		1,704	A	(2)	1,704	I	See Footnotes ⁽⁶⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		43,129	A	(2)	43,129	I	See Footnotes ⁽⁸⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		30,640	A	(2)	30,640	I	See Footnotes ⁽⁹⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		14,871	A	(2)	14,871	I	See Footnotes ⁽¹⁰⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		104,100	A	(2)	104,100	I	See Footnotes ⁽¹¹⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		139,876	A	(2)	139,876	I	See Footnotes ⁽¹²⁾⁽¹⁴⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		20,963	A	(2)	20,963	I	See Footnotes ⁽¹³⁾⁽¹⁴⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/26/2024		C		22,308	A	(2)	22,308	I	See Footnotes ⁽¹⁵⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		514,850	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽⁴⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		64,021	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽⁵⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		1,704	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽⁶⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		43,129	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽⁸⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		30,640	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽⁹⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		14,871	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽¹⁰⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		104,100	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽¹¹⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		139,876	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽¹²⁾⁽¹⁴⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		20,963	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽¹³⁾⁽¹⁴⁾⁽¹⁶⁾⁽¹⁷⁾
Class A Common Stock	11/27/2024		S		22,308	D	\$29.9925 ⁽¹⁸⁾	0	I	See Footnotes ⁽¹⁵⁾⁽¹⁶⁾⁽¹⁷⁾

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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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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						Title
Class D Common Stock	(2)	11/26/2024		C			514,850	(2)	(2)	Class A Common Stock	514,850	\$0	26,227,899	I	See Footnotes ⁽⁴⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			64,021	(2)	(2)	Class A Common Stock	64,021	\$0	3,261,412	I	See Footnotes ⁽⁵⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			1,704	(2)	(2)	Class A Common Stock	1,704	\$0	86,801	I	See Footnotes ⁽⁶⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			43,129	(2)	(2)	Class A Common Stock	43,129	\$0	2,197,087	I	See Footnotes ⁽⁸⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			30,640	(2)	(2)	Class A Common Stock	30,640	\$0	1,560,909	I	See Footnotes ⁽⁹⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			14,871	(2)	(2)	Class A Common Stock	14,871	\$0	757,590	I	See Footnotes ⁽¹⁰⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			104,100	(2)	(2)	Class A Common Stock	104,100	\$0	5,303,124	I	See Footnotes ⁽¹¹⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			139,876	(2)	(2)	Class A Common Stock	139,876	\$0	7,125,659	I	See Footnotes ⁽¹²⁾⁽¹⁴⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			20,963	(2)	(2)	Class A Common Stock	20,963	\$0	1,067,910	I	See Footnotes ⁽¹³⁾⁽¹⁴⁾⁽¹⁶⁾⁽¹⁷⁾
Class D Common Stock	(2)	11/26/2024		C			22,308	(2)	(2)	Class A Common Stock	22,308	\$0	1,136,425	I	See Footnotes ⁽¹⁵⁾⁽¹⁶⁾⁽¹⁷⁾
Common Units	(1)	11/27/2024		S			898,957	(1)	(1)	Class D Common Stock ⁽²⁾	898,957	\$29,9925 ⁽¹⁹⁾	45,795,416	I	See Footnotes ⁽³⁾⁽⁷⁾⁽¹⁶⁾⁽¹⁷⁾

1. Name and Address of Reporting Person*
[KKR NGT \(Dream\) Blocker Parent L.P.](#)

(Last) (First) (Middle)
30 HUDSON YARDS

(Street)
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[KKR NGT \(Dream\) Blocker Parent \(EEA\) L.P.](#)

(Last) (First) (Middle)
30 HUDSON YARDS

(Street)
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[KKR Associates NGT L.P.](#)

(Last) (First) (Middle)
C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.
30 HUDSON YARDS

(Street)
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[KKR Next Gen Tech Growth Ltd](#)

(Last) (First) (Middle)
C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.
30 HUDSON YARDS

(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
K-PRIME AG Financing LP			
(Last)	(First)	(Middle)	
30 HUDSON YARDS			
(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
K-PRIME Hedge-Finance GP Ltd			
(Last)	(First)	(Middle)	
30 HUDSON YARDS			
(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
K-PRIME Aggregator L.P.			
(Last)	(First)	(Middle)	
30 HUDSON YARDS			
(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
K-PRIME GP LLC			
(Last)	(First)	(Middle)	
30 HUDSON YARDS			
(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
KKR Associates Group L.P.			
(Last)	(First)	(Middle)	
30 HUDSON YARDS			
(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
KKR Associates Group GP LLC			
(Last)	(First)	(Middle)	
30 HUDSON YARDS			
(Street)	NEW YORK	NY	10001
(City)	(State)	(Zip)	

Explanation of Responses:

1. Common Units represent limited liability company units of OneStream Software LLC ("Common Units") and an equal number of shares of Class C common stock ("Class C Common Stock") of OneStream, Inc. (the "Issuer"). Common Units may be redeemed by the holder at any time on or following the closing of the Issuer's initial public offering for shares of Class D common stock ("Class D Common Stock") on a one-for-one basis, and a corresponding number of shares of Class C Common Stock will be forfeited in connection with the redemption. The Common Units have no expiration date. The Class D Common Stock is in turn convertible at any time, at the holder's election, into the Issuer's Class A common stock ("Class A Common Stock") on a one-for-one basis. Each outstanding share of Class D Common Stock will automatically convert into one share of the Issuer's Class A Common Stock on the first trading day following the seventh anniversary of the Issuer's initial public offering.
2. The Class D Common Stock is convertible at any time, at the holder's election, into Class A Common Stock on a one-for-one basis. Each outstanding share of Class D Common Stock will automatically convert into one share of the Issuer's Class A Common Stock on the first trading day following the seventh anniversary of the Issuer's initial public offering.
3. Represents securities held by KKR Dream Holdings LLC. KKR Dream Aggregator L.P. is the sole member of KKR Dream Holdings LLC. KKR Dream Aggregator GP LLC is the general partner of KKR Dream Aggregator L.P. KKR Americas Fund XII (Dream) L.P. is the sole member of KKR Dream Aggregator GP LLC.
4. Represents securities held by KKR Americas XII (Dream) Blocker Parent L.P.

5. Represents securities held by KKR Americas XII EEA (Dream) Blocker Parent L.P.
6. Represents securities held by KKR Americas XII (Dream II) Blocker Parent L.P.
7. KKR Associates Americas XII AIV L.P. is the general partner of each of KKR Americas Fund XII (Dream) L.P., KKR Americas XII (Dream) Blocker Parent L.P., KKR Americas XII EEA (Dream) Blocker Parent L.P., and KKR Americas XII (Dream II) Blocker Parent L.P. KKR Americas XII AIV GP LLC is the general partner of KKR Associates Americas XII AIV L.P.
8. Represents securities held by KKR Wolverine I Ltd. KKR Financial Management LLC is the portfolio manager of KKR Wolverine I Ltd. Kohlberg Kravis Roberts & Co. L.P. is the sole member of KKR Financial Management LLC. KKR & Co. GP LLC is the general partner of Kohlberg Kravis Roberts & Co. L.P. KKR Holdco LLC is the sole member of KKR & Co. GP LLC.
9. Represents securities held by KKR TFO Partners L.P. KKR Associates TFO L.P. is the general partner of KKR TFO Partners L.P. KKR TFO GP Limited is the general partner of KKR Associates TFO L.P. KKR Custom Equity Opportunities Limited is the general partner of KKR Associates Custom Equity Opportunities L.P. is the general partner of KKR Custom Equity Opportunities Fund L.P. KKR Custom Equity Opportunities Limited is the general partner of KKR Associates Custom Equity Opportunities L.P.
11. Represents securities held by KKR-Milton Strategic Partners L.P. KKR Associates Milton Strategic L.P. is the general partner of KKR-Milton Strategic Partners L.P. KKR Milton Strategic Limited is the general partner of KKR Associates Milton Strategic L.P.
12. Represents securities held by KKR NGT (Dream) Blocker Parent L.P.
13. Represents securities held by KKR NGT (Dream) Blocker Parent (EEA) L.P.
14. KKR Associates NGT L.P. is the general partner of KKR NGT (Dream) Blocker Parent L.P. and KKR NGT (Dream) Blocker Parent (EEA) L.P. KKR Next Gen Tech Growth Limited is the general partner of KKR Associates NGT L.P.
15. Represents securities held by K-PRIME AG Financing LP. K-PRIME Hedge-Finance GP Limited is the general partner of K-PRIME AG Financing LP. K-PRIME Aggregator L.P. is the sole shareholder of K-PRIME Hedge-Finance GP Limited. K-PRIME GP LLC is the general partner of K-PRIME Aggregator L.P. KKR Associates Group L.P. is the sole member of K-PRIME GP LLC. KKR Associates Group GP LLC is the general partner of KKR Associates Group L.P.
16. KKR Group Partnership L.P. is the sole member of each of KKR Americas XII AIV GP LLC, KKR Holdco LLC, and KKR Associates Group GP LLC and sole shareholder of each of KKR TFO GP Limited, KKR Custom Equity Opportunities Limited, KKR Milton Strategic Limited and KKR Next Gen Tech Growth Limited. KKR Group Holdings Corp. is the general partner of KKR Group Partnership L.P. KKR Group Co. Inc. is the sole shareholder of KKR Group Holdings Corp. KKR & Co. Inc. is the sole shareholder of KKR Group Co. Inc. KKR Management LLP is the Series I preferred stockholder of KKR & Co. Inc. Messrs. Henry R. Kravis and George R. Roberts are the founding partners of KKR Management LLP.
17. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.
18. This amount represents the \$31.00 secondary public offering price per share of Class A Common Stock less the underwriting discount of \$1.0075 per share.
19. The Issuer used a portion of the net proceeds from the closing of its secondary offering of Class A Common Stock to purchase Common Units from certain of the Issuer's equityholders, including KKR Dream Holdings LLC, at a price of \$29.9925 per Common Unit.

Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, certain affiliates of the Reporting Persons have filed a separate Form 4.

[See Exhibit 99.1](#)

[11/29/2024](#)

** 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 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.

Signature Page

KKR NGT (DREAM) BLOCKER PARENT L.P.

11/29/2024

By: KKR Associates NGT L.P., its general partner

By: KKR Next Gen Tech Growth Limited, its general partner

By: /s/ Christopher Lee

Name: Christopher Lee

Title: Assistant Secretary

KKR NGT (DREAM) BLOCKER PARENT (EEA) L.P.

11/29/2024

By: KKR Associates NGT L.P., its general partner

By: KKR Next Gen Tech Growth Limited, its general partner

By: /s/ Christopher Lee

Name: Christopher Lee

Title: Assistant Secretary

KKR ASSOCIATES NGT L.P.

11/29/2024

By: KKR Next Gen Tech Growth Limited, its general partner

By: /s/ Christopher Lee

Name: Christopher Lee

Title: Assistant Secretary

KKR NEXT GEN TECH GROWTH LIMITED

11/29/2024

By: /s/ Christopher Lee

Name: Christopher Lee

Title: Assistant Secretary

K-PRIME AG FINANCING LP

11/29/2024

By: K-PRIME Hedge-Finance GP Limited, its general partner

By: /s/ Christopher Lee

Name: Christopher Lee

Title: Assistant Secretary

K-PRIME HEDGE-FINANCE GP LIMITED

11/29/2024

By: /s/ Christopher Lee
Name: Christopher Lee
Title: Assistant Secretary

K-PRIME AGGREGATOR L.P.

11/29/2024

By: K-PRIME GP LLC, its general partner

By: /s/ Christopher Lee
Name: Christopher Lee
Title: Assistant Secretary

K-PRIME GP LLC

11/29/2024

By: /s/ Christopher Lee
Name: Christopher Lee
Title: Assistant Secretary

KKR ASSOCIATES GROUP L.P.

11/29/2024

By: KKR Associates Group GP LLC, its general partner

By: /s/ Christopher Lee
Name: Christopher Lee
Title: Secretary

KKR ASSOCIATES GROUP GP LLC

11/29/2024

By: /s/ Christopher Lee
Name: Christopher Lee
Title: Secretary
