

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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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>Powers Robert Allan Jr.</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>1,700,000</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>206,612</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>242,780</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>272,908</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>125,088</u>	<u>0</u>	<u>I</u>	<u>Powers OS Holdings, Inc.⁽⁵⁾</u>
<u>Stock Option (right to buy)</u>	<u>(6)</u>	<u>07/22/2034</u>	<u>Class A Common Stock</u>	<u>57,226</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>11,159,490</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>2,094,379</u>	<u>0</u>	<u>I</u>	<u>Powers 2020 Gift Trust⁽⁸⁾</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 our 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.
- Powers OS Holdings is a subchapter S corporation controlled by Mr. Powers who has sole voting and dispositive power over the shares held by Powers OS Holdings.
- 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.

