

**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>SC US (TTGP), LTD.</u>			2. Date of Event Requiring Statement (Month/Day/Year) <u>06/23/2021</u>		3. Issuer Name and Ticker or Trading Symbol <u>Confluent, Inc. [CFLT]</u>	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)
<u>2800 SAND HILL ROAD, SUITE 101</u>			Director <input checked="" type="checkbox"/> 10% Owner			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(Street)			Officer (give title below) Other (specify below)			
<u>MENLO PARK</u>	<u>CA</u>	<u>94025</u>				
(City)	(State)	(Zip)				

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)
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**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			
Series C Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	9,812,081	(1)(2)(3)	I	Sequoia Capital U.S. Growth Fund VII, L.P. ⁽⁴⁾⁽⁵⁾
Series C Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	911,988	(1)(2)(3)	I	Sequoia Capital U.S. Growth VII Principals Fund, L.P. ⁽⁴⁾⁽⁵⁾
Series D Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	671,319	(1)(2)(3)	I	Sequoia Capital U.S. Growth Fund VII, L.P. ⁽⁴⁾⁽⁵⁾
Series D Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	9,685	(1)(2)(3)	I	Sequoia Capital U.S. Growth VII Principals Fund, L.P. ⁽⁴⁾⁽⁵⁾
Series D Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	3,540,188	(1)(2)(3)	I	Sequoia Capital U.S. Growth Fund VIII, L.P. ⁽⁴⁾⁽⁵⁾
Series E Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	358,517	(1)(2)(3)	I	Sequoia Capital U.S. Growth Fund VII, L.P. ⁽⁴⁾⁽⁵⁾

**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			
Series E Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	114,049	(1)(2)(3)	I	Sequoia Capital U.S. Growth Fund VIII, L.P. (4)(5)
Series C Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	1,050,534	(1)(2)(3)	I	Sequoia Grove II, LLC ⁽⁶⁾
Series D Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	397,458	(1)(2)(3)	I	Sequoia Grove II, LLC ⁽⁶⁾
Series E Preferred Stock	(1)(2)(3)	(1)(2)(3)	Class B Common Stock	48,874	(1)(2)(3)	I	Sequoia Grove II, LLC ⁽⁶⁾

1. Name and Address of Reporting Person*
SC US (TTGP), LTD.

(Last) (First) (Middle)
 2800 SAND HILL ROAD, SUITE 101

(Street)
 MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
SC U.S. Growth VII Management, L.P.

(Last) (First) (Middle)
 2800 SAND HILL ROAD, SUITE 101

(Street)
 MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
SEQUOIA CAPITAL U.S. GROWTH FUND VII, L.P.

(Last) (First) (Middle)
 2800 SAND HILL ROAD, SUITE 101

(Street)
 MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND, L.P.

(Last) (First) (Middle)
 2800 SAND HILL ROAD, SUITE 101

(Street)
 MENLO PARK CA 94025

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
SC U.S. Growth VIII Management, L.P.		
(Last)	(First)	(Middle)
2800 SAND HILL ROAD, SUITE 101		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
Sequoia Capital U.S. Growth Fund VIII, L.P.		
(Last)	(First)	(Middle)
2800 SAND HILL ROAD, SUITE 101		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
Sequoia Grove Manager, LLC		
(Last)	(First)	(Middle)
2800 SAND HILL ROAD, SUITE 101		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
Sequoia Grove II, LLC		
(Last)	(First)	(Middle)
2800 SAND HILL ROAD, SUITE 101		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

Explanation of Responses:

- Each share of Series C Preferred Stock, Series D Preferred Stock and Series E Preferred Stock will automatically convert into one share of Class B Common Stock immediately upon the closing of the Issuer's initial public offering (IPO), and has no expiration date.
- Following the closing of the IPO, each share of Class B Common Stock will be convertible at any time at the option of the Reporting Person into one share of Class A Common Stock. After the closing of the Issuer's IPO, on any transfer of shares of Class B Common Stock, each such transferred share will automatically convert into one share of Class A Common Stock, except for certain "Permitted Transfers" described in the Issuer's amended and restated certificate of incorporation.
- Each share of Class B Common Stock held by the Reporting Person will automatically convert into one share of Class A Common Stock upon the sale or transfer of such share of Class B Common Stock, subject to certain exceptions, and in certain other circumstances described in the Issuer's amended and restated certificate of incorporation, and does not have an expiration date. Each share of Class B Common Stock will also be convertible at any time at the option of the Reporting Person into one share of Class A Common Stock.
- SC US (TTGP), Ltd. is (i) the general partner of SC U.S. Growth VII Management, L.P., which is the general partner of each of Sequoia Capital U.S. Growth Fund VII, L.P. and Sequoia Capital U.S. Growth VII Principals Fund, L.P. (collectively, the GFVII Funds); and (ii) the general partner of SC U.S. Growth VIII Management, L.P., which is the general partner of Sequoia Capital U.S. Growth Fund VIII, L.P. (GFVIII). As a result, SC US (TTGP), Ltd. may be deemed to share voting and dispositive power with respect to the shares held by the GFVII Funds and GFVIII.
- (Continued from Footnote 4) Each of SC US (TTGP), Ltd., SC U.S. Growth VII Management, L.P. and SC U.S. Growth VIII Management, L.P. disclaims beneficial ownership of the shares held by GFVII Funds, and GFVIII, as applicable, except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.
- Sequoia Grove Manager, LLC is the manager of Sequoia Grove II, LLC. As a result, Sequoia Grove Manager, LLC may be deemed to share beneficial ownership with respect to the shares held by Sequoia Grove II, LLC. Sequoia Grove Manager, LLC disclaims beneficial ownership of the shares held by Sequoia Grove II, LLC except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purpose.

By: /s/ Jung Yeon Son, by 06/23/2021

power of attorney for Douglas Leone, a Director of SC US (TTGP), Ltd
By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Director of SC US (TTGP), Ltd., 06/23/2021
the General Partner of SC U.S. Growth VII Management, L.P.

By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Director of SC US (TTGP), Ltd., 06/23/2021
the General Partner of SC U.S. Growth VII Management, L.P., the General Partner of Sequoia Capital U.S. Growth Fund VII, L.P.

By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Director of SC US (TTGP), Ltd., 06/23/2021
the General Partner of SC U.S. Growth VII Management, L.P., the General Partner of Sequoia Capital U.S. Growth VII Principals Fund, L.P.

By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Director of SC US (TTGP), Ltd., 06/23/2021
the General Partner of SC U.S. Growth VIII Management, L.P.

By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Director of SC US (TTGP), Ltd., 06/23/2021
the General Partner of SC U.S. Growth VII Management, L.P., the General Partner of Sequoia Capital U.S. Growth Fund VIII, L.P.

By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Managing Member of Sequoia Grove Manager, LLC 06/23/2021

By: /s/ Jung Yeon Son, by power of attorney for Douglas Leone, a Managing Member of Sequoia Grove Manager, LLC, the manager of Sequoia Grove II, LLC 06/23/2021

** 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.

