
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No. 2)***

Maplebear Inc.
(Name of Issuer)

Class A Common Stock, par value \$0.00001 per share
(Title of Class of Securities)

565394103**
(CUSIP Number)

**SC US (TTGP), Ltd.
2800 Sand Hill Road
Suite 101**

**Menlo Park, CA 94025
Attention: Roelof Botha
Telephone: (650) 854-3927**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

with copies to:

**Craig Marcus
Ropes & Gray LLP
800 Boylston Street
Boston, Massachusetts 02199
(617) 951-7802**

August 26, 2024
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

** This CUSIP number applies to the Issuer's Class A Common Stock.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. SEQUOIA CAPITAL USV XIV HOLDCO, LTD. ("SEQUOIA CAPITAL USV XIV HOLDCO")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 15,435,912
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 15,435,912
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 15,435,912	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.0% ¹	
14.	Type of Reporting Person (See Instructions) OO	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. GROWTH FUND VI, L.P. ("SEQUOIA CAPITAL U.S. GROWTH FUND VI")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 2,846,524
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 2,846,524
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,846,524	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.1% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND, L.P. (“SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 184,808
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 184,808
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 184,808	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) Less than 0.1% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL GLOBAL GROWTH FUND II, L.P. ("SEQUOIA CAPITAL GLOBAL GROWTH FUND II")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 4,405,162
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 4,405,162
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 4,405,162	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.7% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, L.P. (“SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 68,020
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 68,020
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 68,020	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) Less than 0.1% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. GROWTH FUND VII, L.P. ("SEQUOIA CAPITAL U.S. GROWTH FUND VII")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 1,774,756
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 1,774,756
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,774,756	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.7% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND, L.P. ("SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 164,955
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 164,955
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 164,955	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) Less than 0.1% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL GLOBAL GROWTH FUND III - ENDURANCE PARTNERS, L.P. ("SC GGF III ")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 351,374
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 351,374
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 351,374	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.1% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL US/E EXPANSION FUND I, L.P. ("SC US/E EXPANSION FUND I")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 1,000,000
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 1,000,000
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,000,000	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.4% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL US/E EXPANSION FUND I MANAGEMENT, L.P. ("SC US/E EXPANSION FUND I MGMT")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 3,150,331 of which 1,000,000 shares are directly owned by SC US/E EXPANSION FUND I. The general partner of SC US/E EXPANSION FUND I is SC US/E EXPANSION FUND I MGMT.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 3,150,331 of which 1,000,000 shares are directly owned by SC US/E EXPANSION FUND I. The general partner of SC US/E EXPANSION FUND I is SC US/E EXPANSION FUND I MGMT.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 3,150,331	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.2% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, L.P. (“SC U.S. VENTURE FUND XIV”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 15,435,912	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.0% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV, L.P. (“SC U.S. VENTURE PARTNERS FUND XIV”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 15,435,912	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.0% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), L.P. (“SC U.S. VENTURE FUND XIV (Q)”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 15,435,912	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.0% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SC U.S. VENTURE XIV MANAGEMENT, L.P. ("SC U.S. VENTURE XIV MANAGEMENT")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO. The General Partner of each of SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q) is SC U.S. VENTURE XIV MANAGEMENT.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 15,435,912 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO. The General Partner of each of SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q) is SC U.S. VENTURE XIV MANAGEMENT.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 15,435,912	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.0% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SC U.S. GROWTH VI MANAGEMENT, L.P. (“SC U.S. GROWTH VI MANAGEMENT”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 3,031,332 shares, of which 2,846,524 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VI and 184,808 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VI and SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND is SC U.S. GROWTH VI MANAGEMENT.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 3,031,332 shares, of which 2,846,524 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VI and 184,808 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VI and SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND is SC U.S. GROWTH VI MANAGEMENT.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 3,031,332	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.2% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SC GLOBAL GROWTH II MANAGEMENT, L.P. ("SC GLOBAL GROWTH II MANAGEMENT")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 4,473,182 shares, of which 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II and 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL GROWTH FUND II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 4,473,182 shares, of which 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II and 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL GROWTH FUND II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 4,473,182	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.7% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SCGGF III – U.S./INDIA MANAGEMENT, L.P. (“SCGGF III – U.S./INDIA MANAGEMENT”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 1,217,532
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 1,217,532
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,217,532	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.5% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SC U.S. GROWTH VII MANAGEMENT, L.P. (“SC U.S. GROWTH VII MANAGEMENT”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 1,939,711 shares, of which 1,774,756 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VII and 164,955 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VII and SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND is SC U.S. GROWTH VII MANAGEMENT.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 1,939,711 shares, of which 1,774,756 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VII and 164,955 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VII and SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND is SC U.S. GROWTH VII MANAGEMENT.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,939,711	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.8% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SEQUOIA CAPITAL GLOBAL GROWTH FUND III – ENDURANCE PARTNERS MANAGEMENT, L.P. (“SC GGF III MGMT”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 351,374 shares, of which 351,374 shares are directly owned by SC GGF III. The general partner of SC GGF III is SC GGF III MGMT.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 351,374 shares, of which 351,374 shares are directly owned by SC GGF III. The general partner of SC GGF III is SC GGF III MGMT.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 351,374	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.1% ¹	
14.	Type of Reporting Person (See Instructions) PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1	NAME OF REPORTING PERSON	
	SEQUOIA CAPITAL FUND PARALLEL, LLC ("SCFP")	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	DELAWARE	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 1,243,586
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 1,243,586
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,243,586	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.5% ¹	
12	TYPE OF REPORTING PERSON OO	

1 Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1	NAME OF REPORTING PERSON SEQUOIA CAPITAL FUND, L.P. ("SCF")	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 8,084,687
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 8,084,687
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,084,687	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.1% ¹	
12	TYPE OF REPORTING PERSON PN	

1 Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1	NAME OF REPORTING PERSON SEQUOIA CAPITAL FUND MANAGEMENT, L.P. ("SEQUOIA CAPITAL FUND MANAGEMENT")	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 9,328,273 shares, of which 1,243,586 shares are directly owned by SCFP and 8,084,687 shares are directly owned by SCF. SEQUOIA CAPITAL FUND MANAGEMENT is the general partner of SCF and the manager of SCFP.
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 9,328,273 shares, of which 1,243,586 shares are directly owned by SCFP and 8,084,687 shares are directly owned by SCF. SEQUOIA CAPITAL FUND MANAGEMENT is the general partner of SCF and the manager of SCFP.
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9,328,273	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.6% ¹	
12	TYPE OF REPORTING PERSON PN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. SC US (TTGP), LTD. (“SC US (TTGP)”)
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>
3.	SEC Use Only
4.	Source of Funds (See Instructions) PN
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6.	Citizenship or Place of Organization Cayman Islands
Number of Shares Beneficially Owned by Each Reporting Person With	7. Sole Voting Power 0
	8. Shared Voting Power 38,927,647 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO, 2,846,524 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VI, 184,808 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND, 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, 1,217,532 shares are directly owned by SCGGF III – U.S./INDIA MANAGEMENT, 1,774,756 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VII 164,955 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND, 351,374 shares are directly owned by SC GGF III, 1,000,000 shares are directly owned by SC US/E EXPANSION FUND I and 2,150,331 shares are directly owned by SC US/E EXPANSION FUND I MGMT. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO. The General Partner of each of SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q) is SC U.S. VENTURE XIV MANAGEMENT. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VI and SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND is SC U.S. GROWTH VI MANAGEMENT. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VII and SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND is SC U.S. GROWTH VII MANAGEMENT. The general partner of SC GGF III is SC GGF III MGMT. The general partner of SC US/E EXPANSION FUND I is SC US/E EXPANSION FUND I MGMT. The General Partner of SCF and the manager of SCFP is SEQUOIA CAPITAL FUND MANAGEMENT. SC US TTGP is the General Partner of SC U.S. VENTURE XIV MANAGEMENT, SC U.S. GROWTH VI MANAGEMENT, SC GLOBAL GROWTH II MANAGEMENT, SCGGF III- U.S./INDIA MANAGEMENT, SC U.S. GROWTH VII MANAGEMENT, SC GGF III MGMT, SC US/E EXPANSION FUND I MGMT and SEQUOIA CAPITAL FUND MANAGEMENT.
	9. Sole Dispositive Power 0
	10. Shared Dispositive Power 38,927,647 shares, of which 15,435,912 shares are directly owned by SEQUOIA CAPITAL USV XIV HOLDCO, 2,846,524 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VI, 184,808 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND, 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, 1,217,532 shares are directly owned by SCGGF III – U.S./INDIA MANAGEMENT, 1,774,756 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH FUND VII 164,955 shares are directly owned by SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND, 351,374 shares are directly owned by SC GGF III, 1,000,000 shares are directly owned by SC US/E EXPANSION FUND I and 2,150,331 shares are directly owned by SC US/E EXPANSION FUND I MGMT. SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q), together, own 100% of the outstanding shares of SEQUOIA CAPITAL USV XIV HOLDCO. The General Partner of each of SEQUOIA CAPITAL U.S. VENTURE FUND XIV, SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV and SEQUOIA CAPITAL U.S. VENTURE PARTNERS FUND XIV (Q) is SC U.S. VENTURE XIV MANAGEMENT. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VI and SEQUOIA CAPITAL U.S. GROWTH VI PRINCIPALS FUND is SC U.S. GROWTH VI MANAGEMENT. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT. The General Partner of each of SEQUOIA CAPITAL U.S. GROWTH FUND VII and SEQUOIA CAPITAL U.S. GROWTH VII PRINCIPALS FUND is SC U.S. GROWTH VII MANAGEMENT. The general partner of SC GGF III is SC GGF III MGMT. The general partner of SC US/E EXPANSION FUND I is SC US/E EXPANSION FUND I MGMT. The General Partner of SCF and the manager of SCFP is SEQUOIA CAPITAL FUND MANAGEMENT. SC US TTGP is the General Partner of SC U.S. VENTURE XIV MANAGEMENT, SC U.S. GROWTH VI MANAGEMENT, SC GLOBAL GROWTH II MANAGEMENT, SCGGF III- U.S./INDIA MANAGEMENT, SC U.S. GROWTH VII MANAGEMENT, SC GGF III MGMT, SC US/E EXPANSION FUND I MGMT and SEQUOIA CAPITAL FUND MANAGEMENT.

11.	Aggregate Amount Beneficially Owned by Each Reporting Person 38,927,647
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
13.	Percent of Class Represented by Amount in Row (11) 15.1% ¹
14.	Type of Reporting Person (See Instructions) PN

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. DOUGLAS LEONE (“DL”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 795,549
	8.	Shared Voting Power 6,042,088, of which 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, 1,217,532 shares are directly owned by SCGGF III – U.S./INDIA MANAGEMENT and 351,374 shares are directly owned by SCGGF III. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT. The General Partner of SC GGF III is SC GGF III MGMT. The General Partner of each of SC GLOBAL GROWTH II MANAGEMENT, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT is SC US (TTGP). The directors and stockholders of SC US (TTGP) who exercise voting and investment discretion with respect to the shares held by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT are Messrs. DL and RB.
	9.	Sole Dispositive Power 795,549
	10.	Shared Dispositive Power 6,042,088, of which 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, 1,217,532 shares are directly owned by SCGGF III – U.S./INDIA MANAGEMENT and 351,374 shares are directly owned by SCGGF III. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT. The General Partner of SC GGF III is SC GGF III MGMT. The General Partner of each of SC GLOBAL GROWTH II MANAGEMENT, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT is SC US (TTGP). The directors and stockholders of SC US (TTGP) who exercise voting and investment discretion with respect to the shares held by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT are Messrs. DL and RB.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 2.4% ¹	
14.	Type of Reporting Person (See Instructions) IN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

1.	Names of Reporting Persons. ROELOF BOTHA (“RB”)	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization USA	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 257,206
	8.	Shared Voting Power 6,042,088, of which 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, 1,217,532 shares are directly owned by SCGGF III – U.S./INDIA MANAGEMENT and 351,374 shares are directly owned by SCGGF III. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT. The General Partner of SC GGF III is SC GGF III MGMT. The General Partner of each of SC GLOBAL GROWTH II MANAGEMENT, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT is SC US (TTGP). The directors and stockholders of SC US (TTGP) who exercise voting and investment discretion with respect to the shares held by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT are Messrs. DL and RB.
	9.	Sole Dispositive Power 257,206
	10.	Shared Dispositive Power 6,042,088, of which 4,405,162 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, 68,020 shares are directly owned by SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, 1,217,532 shares are directly owned by SCGGF III – U.S./INDIA MANAGEMENT and 351,374 shares are directly owned by SCGGF III. The General Partner of each of SEQUOIA CAPITAL GLOBAL GROWTH FUND II and SEQUOIA CAPITAL GLOBAL II PRINCIPALS FUND is SC GLOBAL GROWTH II MANAGEMENT. The General Partner of SC GGF III is SC GGF III MGMT. The General Partner of each of SC GLOBAL GROWTH II MANAGEMENT, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT is SC US (TTGP). The directors and stockholders of SC US (TTGP) who exercise voting and investment discretion with respect to the shares held by SEQUOIA CAPITAL GLOBAL GROWTH FUND II, SEQUOIA CAPITAL GLOBAL GROWTH II PRINCIPALS FUND, SCGGF III – U.S./INDIA MANAGEMENT and SC GGF III MGMT are Messrs. DL and RB.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 2.4% ¹	
14.	Type of Reporting Person (See Instructions) IN	

¹ Based on a total of 257,104,661 shares of Class A common stock as of August 14, 2024, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Issuer’s Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024.

Except as set forth in this Amendment No. 2 (this “Amendment”), the initial Schedule 13D that was filed on February 27, 2024, as amended by Amendment No. 1 thereto on August 13, 2024 (collectively, the “Original 13D”) remains in effect, and capitalized terms used herein but not defined herein have such respective meanings, as defined in such Original 13D. The information set forth in response to the Item below shall be deemed to be a response to all Items where such information is relevant. The information set forth in the Exhibits to the Original 13D is expressly incorporated herein by reference and the response to each Item of this Statement is qualified in its entirety by the provisions of such Exhibits.

The Reporting Persons are filing this Amendment to reflect a distribution pro rata in-kind shares of Class A Common Stock of the Company to partners or members for no consideration by Sequoia Capital USV XIV Holdco, Sequoia Capital U.S. Growth Fund VI and Sequoia Capital U.S. Growth VI Principals Fund and subsequent distributions by general partners or managing members to their respective partners or members and, in certain cases, the contribution by such partners or members to the applicable recipient fund. This amendment also reflects the addition of SCFP, SCF and Sequoia Capital Fund Management as Reporting Persons.

ITEM 1. SECURITY AND ISSUER.

Item 1 of the Original 13D is amended and restated in its entirety as follows:

This Statement relates to the Class A Common Stock, par value \$0.00001 per share (the “Class A Common Stock”), of Maplebear, Inc., a Delaware corporation (the “Company”). The principal executive offices of the Company are located at 50 Beale Street, Suite 600 San Francisco, California 94105.

ITEM 2. IDENTITY AND BACKGROUND.

Item 2 of the Original 13D is amended and restated in its entirety as follows:

(a) This Statement is being jointly filed by the following persons (each a “Reporting Person” and collectively, the “Reporting Persons”): (i) Sequoia Capital USV XIV Holdco, Ltd., a Cayman Islands limited liability company (“Sequoia Capital USV XIV Holdco”); (ii) Sequoia Capital U.S. Growth Fund VI, L.P., a Cayman Islands limited partnership (“Sequoia Capital U.S. Growth Fund VI”); (iii) Sequoia Capital U.S. Growth VI Principals Fund, L.P., a Cayman Islands limited partnership (“Sequoia Capital U.S. Growth VI Principals Fund”); (iv) Sequoia Capital Global Growth Fund II, L.P., a Cayman Islands limited partnership (“Sequoia Capital Global Growth Fund II”); (v) Sequoia Capital Global Growth II Principals Fund, L.P., a Cayman Islands limited partnership (“Sequoia Capital Global Growth II Principals Fund”); (vi) Sequoia Capital U.S. Growth Fund VII, L.P., a Cayman Islands limited partnership (“Sequoia Capital U.S. Growth Fund VII”); (vii) Sequoia Capital U.S. Growth VII Principals Fund, L.P., a Cayman Islands limited partnership (“Sequoia Capital U.S. Growth VII Principals Fund”); (viii) Sequoia Capital Global Growth Fund III – Endurance Partners, L.P., a Cayman Islands limited partnership (“SC GGF III”); (ix) Sequoia Capital US/E Expansion Fund I, L.P., a Cayman Islands limited partnership (“SC US/E Expansion Fund I”); (x) Sequoia Capital US/E Expansion Fund I Management, L.P., a Cayman Islands limited partnership (“SC US/E Expansion Fund I MGMT”); (xi) Sequoia Capital U.S. Venture Fund XIV, L.P., a Cayman Islands limited partnership (“SC U.S. Venture Fund XIV”); (xii) Sequoia Capital U.S. Venture Partners Fund XIV, L.P., a Cayman Islands limited partnership (“SC U.S. Venture Partners Fund XIV”); (xiii) Sequoia Capital U.S. Venture Partners Fund XIV (Q), L.P., a Cayman Islands limited partnership (“SC U.S. Venture Fund XIV (Q)”); (xiv) SC U.S. Venture XIV Management, L.P., a Cayman Islands limited partnership (“SC U.S. XIV Management”); (xv) SC U.S. Growth VI Management, L.P., a Cayman Islands limited partnership (“SC U.S. Growth VI Management”); (xvi) SC Global Growth II Management, L.P., a Cayman Islands limited partnership (“SC Global Growth II Management”); (xvii) SCGGF III – U.S./India Management, L.P., a Cayman Islands limited partnership (“SCGGF III – U.S./India Management”); (xviii) SC U.S. Growth VII Management, L.P., a Cayman Islands limited partnership (“SC U.S. Growth VII Management”); (xix) Sequoia Capital Fund Parallel, LLC, a Delaware limited partnership (“SCFP”); (xx) Sequoia Capital Fund, L.P., a Cayman Islands limited partnership (“SCF”); (xxi) Sequoia Capital Fund Management, L.P., a Cayman Islands limited partnership (“Sequoia Capital Fund Management”); (xxii) Sequoia Capital Global Growth Fund III – Endurance Partners Management, L.P., a Cayman Islands limited partnership (“SC GGF III MGMT”); (xxiii) SC US (TTGP), Ltd., a Cayman Islands limited liability company (“SC US (TTGP)”); (xiv) Douglas Leone, a citizen of the USA (“DL”); and (xv) Roelof Botha, a citizen of the USA (“RB”). The agreement among the Reporting Persons relating to the joint filing of this Statement is attached to this Statement as Exhibit 99.1.

Based on the transactions described herein, the Reporting Persons may be deemed to constitute a “group” for purposes of Section 13(d)(3) of the Act. Each Reporting Person expressly disclaims beneficial ownership of any securities reported herein except to the extent such Reporting Person actually exercises voting or dispositive power with respect to such securities.

(b) The business address of the Reporting Persons is 2800 Sand Hill Road, Suite 101, Menlo Park, CA 94025.

(c) The principal occupation or employment of each of Sequoia Capital USV XIV Holdco, Sequoia Capital U.S. Growth Fund VI, Sequoia Capital U.S. Growth VI Principals Fund, Sequoia Capital Global Growth Fund II, Sequoia Capital Global Growth II Principals Fund, Sequoia Capital U.S. Growth Fund VII, Sequoia Capital U.S. Growth VII Principals Fund, SC GGF III, SC US/E Expansion Fund I, SC US Venture Fund XIV, SC U.S. Venture Partners Fund XIV, SC U.S. Venture Fund XIV (Q), SCGGF III – U.S./India Management, SC U.S. Growth VII Management, SCF and SCFP is to acquire, hold and dispose of interests in various companies for investment purposes and to take all actions incident thereto. The principal occupation or employment of Sequoia Capital Fund Management is to serve as the general partner of SCF and the manager of SCFP. The principal occupation or employment of SC US/E Expansion Fund I MGMT is to serve as general partner of SC US/E Expansion Fund I. The principal occupation or employment of SC U.S. XIV Management is to serve as general partner of Sequoia Capital USV XIV Holdco, SC U.S. Venture Fund XIV, SC U.S. Venture Partners Fund XIV and SC U.S. Venture Fund XIV (Q). The principal occupation or employment of SC U.S. Growth VI Management is to serve as general partner of Sequoia Capital U.S. Growth Fund VI and Sequoia Capital U.S. Growth VI Principals Fund. The principal occupation or employment of SC Global Growth II Management is to serve as general partner of Sequoia Capital U.S. Growth Fund II and Sequoia Capital U.S. Growth II Principals Fund. The principal occupation or employment of SC GGF III MGMT is to serve as general partner of SC GGF III. The principal occupation or employment of SC US (TTGP) is to serve as general partner of SC U.S. XIV Management, SC U.S. Growth VI Management, SC Global Growth II Management, SCGGF III – U.S./India Management, SC U.S. Growth VII Management, SC GGF III MGMT, SC US/E Expansion Fund I MGMT and certain affiliated vehicles. RB and DL are engaged through private investment entities in acquiring, holding and disposing of interests in various companies for investment purposes.

(d) During the last five years, no Reporting Person has been convicted in any criminal proceeding (excluding traffic violations or other minor offenses).

(e) During the last five years, no Reporting Person has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding has been or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) Sequoia Capital USV XIV Holdco, Sequoia Capital U.S. Growth Fund VI, Sequoia Capital U.S. VI Principals Fund, Sequoia Capital Global Growth Fund II, Sequoia Capital Global Growth II Principals Fund, Sequoia Capital U.S. Growth Fund VII, Sequoia Capital U.S. Growth VII Principals Fund, SC US/E Expansion Fund I, SC US/E Expansion Fund I MGMT, SC U.S. Venture Fund XIV, SC U.S. Venture Partners Fund XIV, SC U.S. Venture Fund XIV (Q), SC U.S. XIV Management, SC U.S. Growth VI Management, SC Global Growth II Management, SCGGF III – U.S./India Management, SC U.S. Growth VII Management, SC GGF III, SC GGF III MGMT, SCF, Sequoia Capital Fund Management and SC US (TTGP) are each organized under the laws of the Cayman Islands. SCFP is organized under the laws of Delaware. DL and RB are citizens of the USA.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Item 3 of the Original 13D is supplemented by adding the following:

SCFP, SCF, Sequoia Capital Fund Management DL and RB acquired beneficial ownership of shares of Class A Common Stock as a result of pro rata in-kind shares of Class A Common Stock to partners or members for no consideration by Sequoia Capital USV XIV Holdco, Sequoia Capital U.S. Growth Fund VI and Sequoia Capital U.S. Growth VI Principals Fund and subsequent distributions by general partners or managing members to their respective partners or members and, in certain cases, the contribution by such partners or members to the applicable recipient fund.

The information set forth in or incorporated by reference in Items 2, 4 and 5 of this statement is incorporated by reference in its entirety into this Item 3.

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 of the Original 13D is supplemented by adding the following:

The information set forth in or incorporated by reference in Items 2, 3 and 5 of this statement is incorporated by reference in its entirety into this Item 4.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 of the Original 13D is amended and restated in its entirety as follows:

(a) The aggregate number of Class A Common Stock and the percentage of total outstanding Class A Common Stock beneficially owned by the Reporting Persons is set forth below. References to percentage ownerships of Class A Common Stock in this Statement are based upon the 257,104,661 shares of Class A common stock stated to be outstanding as of July 31, 2024, as reported in the Company's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 9, 2024, and reflecting the repurchase of 3,700,000 shares of Class A common stock as reported in the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2024. The Reporting Persons may be deemed to beneficially own an aggregate of 38,927,647 shares of Class A Common Stock, which constitutes approximately 16.1 % of the Company's Class A Common Stock, calculated in accordance with Rule 13d-3 under the Act. The filing of this Statement shall not be construed as an admission that a Reporting Person beneficially owns those shares held by any other Reporting Person.

Sequoia Capital USV XIV Holdco beneficially owns 15,435,912 shares of Class A Common Stock, which represents approximately 6.0% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital U.S. Growth Fund VI beneficially owns 2,846,524 shares of Class A Common Stock, which represents approximately 1.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital U.S. Growth VI Principals Fund beneficially owns 184,808 shares of Class A Common Stock, which represents less than 0.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital Global Growth Fund II beneficially owns 4,405,162 shares of Class A Common Stock, which represents approximately 1.7% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital Global Growth II Principals Fund beneficially owns 68,020 shares of Class A Common Stock, which represents approximately less than 0.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital U.S. Growth Fund VII beneficially owns 1,774,756 shares of Class A Common Stock, which represents approximately 0.7% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital U.S. Growth VII Principals Fund beneficially owns 164,955 shares of Class A Common Stock, which represents approximately less than 0.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC GGF III beneficially owns 351,374 shares of Class A Common Stock, which represents approximately 0.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC US/E Expansion Fund I beneficially owns 1,000,000 shares of Class A Common Stock, which represents approximately 0.4% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital Fund Parallel, LLC beneficially owns 1,243,586 shares of Class A Common Stock, which represents approximately 0.5% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital Fund, L.P. beneficially owns 8,084,687 shares of Class A Common Stock, which represents approximately 3.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC US/E Expansion Fund I MGMT, as the general partner of SC US/E Expansion Fund I, may be deemed to beneficially own an aggregate of 3,150,331 shares of Class A Common Stock, which represents approximately 1.2% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC U.S. Venture Fund XIV may be deemed to beneficially own an aggregate of 15,435,912 shares of Class A Common Stock directly owned by Sequoia Capital USV XIV Holdco, SC U.S. Venture Fund XIV, SC U.S. Venture Partners Fund XIV and SC U.S. Venture Fund XIV (Q), which together own 100% of the outstanding shares of Sequoia Capital USV XIV Holdco, and which represents approximately 6.0% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC U.S. Venture Partners Fund XIV may be deemed to beneficially own an aggregate of 15,435,912 shares of Class A Common Stock directly owned by Sequoia Capital USV XIV Holdco, SC U.S. Venture Fund XIV, SC U.S. Venture Partners Fund XIV and SC U.S. Venture Fund XIV (Q), which together own 100% of the outstanding shares of Sequoia Capital USV XIV Holdco, and which represents approximately 6.0% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC U.S. Venture Fund XIV (Q) may be deemed to beneficially own an aggregate of 15,435,912 shares of Class A Common Stock directly owned by Sequoia Capital USV XIV Holdco, SC U.S. Venture Fund XIV, SC U.S. Venture Partners Fund XIV and SC U.S. Venture Fund XIV (Q), which together own 100% of the outstanding shares of Sequoia Capital USV XIV Holdco, and which represents approximately 6.0% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital Fund Management, L.P., as the general partner of Sequoia Capital Fund, L.P. and manager of Sequoia Capital Fund Parallel, LLC, may be deemed to beneficially own an aggregate of 9,328,273 shares of Class A Common Stock, which represents approximately 3.6% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC U.S. XIV Management, as the general partner of Sequoia Capital USV XIV Holdco, SC U.S. Venture Fund XIV, SC U.S. Venture Partners Fund XIV and SC U.S. Venture Fund XIV (Q), may be deemed to beneficially own an aggregate of 15,435,912 shares of Class A Common Stock, which represents approximately 6.0% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC U.S. Growth VI Management, as the general partner of Sequoia Capital U.S. Growth Fund VI and Sequoia Capital U.S. Growth VI Principals Fund, may be deemed to beneficially own an aggregate of 3,031,332 shares of Class A Common Stock, which represents approximately 1.2% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC Global Growth II Management, as the general partner of Sequoia Capital U.S. Growth Fund II and Sequoia Capital U.S. Growth II Principals Fund, may be deemed to beneficially own an aggregate of 4,473,182 shares of Class A Common Stock, which represents approximately 1.7% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCGGF III – U.S./India Management beneficially owns 1,217,532 shares of Class A Common Stock, which represents approximately 0.5% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC U.S. Growth VII Management, as the general partner of Sequoia Capital U.S. Growth Fund VII and Sequoia Capital U.S. Growth Fund VII, may be deemed to beneficially own an aggregate of 1,939,711 shares of Class A Common Stock, which represents approximately 0.8% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC GGF III MGMT, as the general partner of SC GGF III, may be deemed to beneficially own an aggregate of 351,374 shares of Class A Common Stock, which represents approximately 0.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC US (TTGP), as the general partner of SC U.S. XIV Management, SC U.S. Growth VI Management, SC Global Growth II Management, SCGGF III – U.S./India Management, SC U.S. Growth VII Management, SC GGF III MGMT, SC US/E Expansion Fund I MGMT and Sequoia Capital Fund Management, L.P., may be deemed to beneficially own an aggregate of 38,927,647 shares of Class A Common Stock, which represents approximately 15.1% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

DL and RB are the directors and stockholders of SC US TTGP who exercise voting and investment discretion with respect to the shares held by SC GGF III. SC US TTGP is the general partner of SC U.S. XIV Management, SC U.S. Growth VI Management, SC Global Growth II Management, SCGGF III – U.S./India Management, SC U.S. Growth VII Management, SC GGF III MGMT and SC US/E Expansion Fund I MGMT. As such, DL and RB may be deemed to beneficially own an aggregate of 6,042,088 shares of Class A Common Stock, which represents approximately 2.4% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

By virtue of the relationship described herein, the Reporting Persons may be deemed to constitute a “group” for purposes of Rule 13(d)(3) of the Act. Each Reporting Person expressly disclaims beneficial ownership of any securities reported herein except to the extent such Reporting Person actually exercises voting or dispositive power with respect to such securities.

By virtue of the relationship described herein, the Reporting Persons may be deemed to constitute a “group” for purposes of Rule 13(d)(3) of the Act. Each Reporting Person expressly disclaims beneficial ownership of any securities reported herein except to the extent such Reporting Person actually exercises voting or dispositive power with respect to such securities.

(b) The number of Class A Common Stock as to which each of the Reporting Persons has sole or shared power to vote, direct the vote, dispose or direct the disposition are as set forth in rows seven through ten of the cover pages hereof. The information set forth in Item 2 is hereby incorporated by reference into this Item 5(b).

(c) Except as described in Item 3 above and in this Item 5(c), the Reporting Persons have not effected any transactions in the Class A Common Stock during the past 60 days. On August 26, 2024, Sequoia Capital USV XIV Holdco, Sequoia Capital U.S. Growth Fund VI and Sequoia Capital U.S. Growth VI Principals Fund distributed pro rata in-kind shares of Class A Common Stock of the Company to partners or members for no consideration. Sequoia Capital USV XIV Holdco distributed 10,290,607 shares of Class A Common Stock, Sequoia Capital U.S. Growth Fund VI distributed 1,897,682 shares of Class A Common Stock and Sequoia Capital U.S. Growth VI Principals Fund distributed 123,205 shares of Class A Common Stock. As a result of those distributions, including subsequent distributions by general partners or managing members to their respective partners or members and, in certain cases, the contribution by such partners or members to the applicable recipient fund, SCF acquired beneficial ownership of 8,084,687 shares of Class A Common Stock, SCFP acquired beneficial ownership of 1,243,586 shares of Class A Common Stock, RB acquired sole beneficial ownership of 257,206 shares of Class A Common Stock and DL acquired sole beneficial ownership of 795,549 shares of Class A Common Stock.

(d) No person other than the Reporting Persons is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Class A Common Stock beneficially owned by the Reporting Persons.

(e) Not applicable.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Certain of the Reporting Persons are party to that certain Ninth Amended and Restated Investors' Rights Agreement, dated February 26, 2021 (the "Investors' Rights Agreement"), which provides certain holders of the Company's capital stock with certain customary registration rights, including the right (subject to certain requirements and exceptions) to demand that the Company file a registration statement or request that the Reporting Persons shares be covered by a registration statement that the Company is otherwise filing. The registration rights will expire on September 21, 2028, or with respect to any particular stockholder, such time after the closing of the Company's initial public offering that such stockholder can sell all of its shares entitled to registration rights without limitation during a three-month period without registration, but only to the extent such holder then holds less than 1% of the Company's then-outstanding capital stock.

The foregoing description of the Investors' Rights Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of such agreement filed as [Exhibit 99.2](#) to this Schedule 13D and is incorporated herein by reference.

The information set forth and/or incorporated by reference in Items 2, 3, 4 and 5 is hereby incorporated by reference into this Item 6.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

<u>Exhibit</u>	<u>Description</u>
99.1	Amended and Restated Joint Filing Agreement dated as of August 28, 2024, by and among Sequoia Capital USV XIV Holdco, Sequoia Capital U.S. Growth Fund VI, Sequoia Capital U.S. VI Principals Fund, Sequoia Capital Global Growth Fund II, Sequoia Capital Global Growth II Principals Fund, Sequoia Capital U.S. Growth Fund VII, Sequoia Capital U.S. Growth VII Principals Fund, SC GGF III, SC US/E Expansion Fund I, SC US/E Expansion Fund I MGMT, SC US Venture Fund XIV, SC U.S. Venture Partners Fund XIV, SC U.S. Venture Fund XIV (Q), SC U.S. XIV Management, SC U.S. Growth VI Management, SC Global Growth II Management, SCGGF III – U.S./India Management, SC U.S. Growth VII Management, SC GGF III MGMT, SCF, SCFP, Sequoia Capital Fund Management, L.P., SC US (TTGP), DL and RB.
99.2	Ninth Amended and Restated Investors' Rights Agreement by and among the Maplebear, Inc. and certain of its stockholders, dated February 26, 2021 (incorporated by reference to Exhibit 4.2 to the registration statement on Form S-1 (File No. 333-274213) filed by the Company with the Securities and Exchange Commission on August 25, 2023).

SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Dated: August 28, 2024

Sequoia Capital USV XIV Holdco, Ltd.

By: Sequoia Capital U.S. Venture Fund XIV, L.P.
Sequoia Capital U.S. Venture Partners Fund XIV, L.P.
Sequoia Capital U.S. Venture Partners Fund XIV (Q),
L.P.
its Members

By: SC U.S. Venture XIV Management, L.P.
the General Partner of each Member

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth Fund VI, L.P.

By: SC U.S. Growth VI Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth VI Principals Fund, L.P.

By: SC U.S. Growth VI Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth Fund II, L.P.

By: SC Global Growth II Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth II Principals Fund, L.P.

By: SC Global Growth II Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth Fund VII, L.P.

By: SC U.S. Growth VII Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth VII Principals Fund, L.P.

By: SC U.S. Growth VII Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth Fund III - Endurance
Partners, L.P.

By: Sequoia Capital Global Growth Fund III – Endurance
Partners Management, L.P.
its Manager

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital US/E Expansion Fund I, L.P.

By: Sequoia Capital US/E Expansion Fund I, L.P.
Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital US/E Expansion Fund I, L.P. Management,
L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Venture Fund XIV, L.P.

By: SC U.S. Venture XIV Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Venture Partners Fund XIV, L.P.

By: SC U.S. Venture XIV Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Venture Partners Fund XIV (Q), L.P.

By: SC U.S. Venture XIV Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SC U.S. Venture XIV Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SC U.S. Growth VI Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SC Global Growth II Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SCGGF III – U.S./India Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

SC U.S. Growth VII Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth Fund III – Endurance
Partners Management, L.P.

By: Sequoia Capital Global Growth Fund III – Endurance
Partners Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha
Roelof Botha, Authorized Signatory
Sequoia Capital Fund Parallel, LLC

By: Sequoia Capital Fund Management, L.P.
its Manager

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Fund, L.P.

By: Sequoia Capital Fund Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Fund Management, L.P.

By: Sequoia Capital Fund Management, L.P.
Its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

SC US (TTGP), Ltd.

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Douglas Leone

By: /s/ Douglas Leone
Douglas Leone

Roelof Botha

By: /s/ Roelof Botha

AMENDED AND RESTATED JOINT FILING AGREEMENT

The undersigned hereby agree to the joint filing on behalf of each of them of the Statement on Schedule 13D to which this amended and restated joint filing agreement is attached with respect to the Class A Common Stock of Maplebear, Inc., and any further amendments to such statement on Schedule 13D executed by each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

The undersigned further agree that each party hereto is responsible for the timely filing of such Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein; provided, however, that no party is responsible for the completeness or accuracy of the information concerning any other party making the filing, unless such party knows or has reason to believe that such information is inaccurate.

This Amended and Restated Joint Filing Agreement may be executed in separate counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties have executed this Amended and Restated Joint Filing Agreement on August 28, 2024.

Sequoia Capital USV XIV Holdco, Ltd.

By: Sequoia Capital U.S. Venture Fund XIV, L.P.
Sequoia Capital U.S. Venture Partners Fund XIV, L.P.
Sequoia Capital U.S. Venture Partners Fund XIV (Q),
L.P.
its Members

By: SC U.S. Venture XIV Management, L.P.
the General Partner of each Member

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth Fund VI, L.P.

By: SC U.S. Growth VI Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth VI Principals Fund, L.P.

By: SC U.S. Growth VI Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth Fund II, L.P.

By: SC Global Growth II Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth II Principals Fund, L.P.

By: SC Global Growth II Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth Fund VII, L.P.

By: SC U.S. Growth VII Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Growth VII Principals Fund, L.P.

By: SC U.S. Growth VII Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth Fund III - Endurance
Partners, L.P.

By: Sequoia Capital Global Growth Fund III – Endurance
Partners Management, L.P.
its Manager

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital US/E Expansion Fund I, L.P.

By: Sequoia Capital US/E Expansion Fund I, L.P.
Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital US/E Expansion Fund I, L.P. Management,
L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Venture Fund XIV, L.P.

By: SC U.S. Venture XIV Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Venture Partners Fund XIV, L.P.

By: SC U.S. Venture XIV Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

Sequoia Capital U.S. Venture Partners Fund XIV (Q), L.P.

By: SC U.S. Venture XIV Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SC U.S. Venture XIV Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SC U.S. Growth VI Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SC Global Growth II Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha

Roelof Botha, Authorized Signatory

SCGGF III – U.S./India Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

SC U.S. Growth VII Management, L.P.

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Global Growth Fund III – Endurance
Partners Management, L.P.

By: Sequoia Capital Global Growth Fund III – Endurance
Partners Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha
Roelof Botha, Authorized Signatory
Sequoia Capital Fund Parallel, LLC

By: Sequoia Capital Fund Management, L.P.
its Manager

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Fund, L.P.

By: Sequoia Capital Fund Management, L.P.
its General Partner

By: SC US (TTGP), Ltd.
its General Partner

/s/ Roelof Botha
Roelof Botha, Authorized Signatory

Sequoia Capital Fund Management, L.P.

By: Sequoia Capital Fund Management, L.P.
Its General Partner

By: SC US (TTGP), Ltd.
its General Partner

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

SC US (TTGP), Ltd.

By: /s/ Roelof Botha
Roelof Botha, Authorized Signatory

Douglas Leone

By: /s/ Douglas Leone
Douglas Leone

Roelof Botha

By: /s/ Roelof Botha