

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

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>OATV II, L.P.</u> (Last) (First) (Middle) <u>C/O OATV</u> <u>775 E. BLITHEDALE AVENUE, #568</u> (Street) <u>MILL VALLEY CA 94941</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Fastly, Inc. [FSLY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/21/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series Seed Convertible Preferred Stock	(1)	05/21/2019		C			4,024,682	(1)	(1)	Class B Common Stock ⁽²⁾	4,024,682	\$0.00	0	I	See Footnote ⁽³⁾
Series A Convertible Preferred Stock	(4)	05/21/2019		C			1,301,677	(4)	(4)	Class B Common Stock ⁽²⁾	1,301,677	\$0.00	0	I	See Footnote ⁽³⁾
Series B Convertible Preferred Stock	(5)	05/21/2019		C			1,419,182	(5)	(5)	Class B Common Stock ⁽²⁾	1,419,182	\$0.00	0	I	See Footnote ⁽³⁾
Series C Convertible Preferred Stock	(6)	05/21/2019		C			845,507	(6)	(6)	Class B Common Stock ⁽²⁾	845,507	\$0.00	0	I	See Footnote ⁽³⁾
Series D Convertible Preferred Stock	(7)	05/21/2019		C			533,752	(7)	(7)	Class B Common Stock ⁽²⁾	533,752	\$0.00	0	I	See Footnote ⁽⁸⁾
Series D Convertible Preferred Stock	(7)	05/21/2019		C			38,837	(7)	(7)	Class B Common Stock ⁽²⁾	38,837	\$0.00	0	I	See Footnote ⁽⁹⁾
Series E Convertible Preferred Stock	(10)	05/21/2019		C			49,567	(10)	(10)	Class B Common Stock ⁽²⁾	49,567	\$0.00	0	I	See Footnote ⁽⁹⁾
Class B Common Stock	(2)	05/21/2019		C		7,591,048		(2)	(2)	Class A Common Stock	7,591,048	\$0.00	7,906,335	I	See Footnote ⁽³⁾
Class B Common Stock	(2)	05/21/2019		C		533,752		(2)	(2)	Class A Common Stock	533,752	\$0.00	533,752	I	See Footnote ⁽⁸⁾
Class B Common Stock	(2)	05/21/2019		C		88,404		(2)	(2)	Class A Common Stock	88,404	\$0.00	88,404	I	See Footnote ⁽⁹⁾

1. Name and Address of Reporting Person* <u>OATV II, L.P.</u> (Last) (First) (Middle) <u>C/O OATV</u> <u>775 E. BLITHEDALE AVENUE, #568</u> (Street) <u>MILL VALLEY CA 94941</u> (City) (State) (Zip)		
--	--	--

1. Name and Address of Reporting Person*

[OATVIISPV1, LLC](#)

(Last) (First) (Middle)

C/O OATV

775 E. BLITHEDALE AVENUE, #568

(Street)

MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[OATVIISPV2, LLC](#)

(Last) (First) (Middle)

C/O OATV

775 E. BLITHEDALE AVENUE, #568

(Street)

MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[O'Reilly AlphaTech Ventures II, LLC](#)

(Last) (First) (Middle)

C/O OATV

775 E. BLITHEDALE AVENUE, #568

(Street)

MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Roberts Bryce](#)

(Last) (First) (Middle)

C/O OATV

775 E. BLITHEDALE AVENUE, #568

(Street)

MILL VALLEY CA 94941

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Jacobsen Mark](#)

(Last) (First) (Middle)

C/O OATV

775 E. BLITHEDALE AVENUE, #568

(Street)

MILL VALLEY CA 94941

(City) (State) (Zip)

Explanation of Responses:

- Each share of Series Seed Convertible Preferred Stock automatically converted into Class B Common Stock on a 1:1 basis immediately upon the closing of the Issuer's initial public offering. The Series Seed Convertible Preferred Stock has no expiration date.
- Each share of Class B Common Stock will convert automatically into Class A Common Stock upon any transfer except certain "Permitted Transfers" described in the Issuer's amended and restated certificate of incorporation. Following the closing of the initial public offering, all outstanding shares of Class B Common Stock will convert into shares of Class A Common Stock upon the earliest of (i) the first trading day falling nine months after the date on which the shares of Class B Common Stock represent less than 10% of the aggregate number of outstanding shares of Class A Common Stock and Class B Common Stock, (ii) the date specified by the vote of the holders of Class B Common Stock representing at least a majority of the outstanding shares of Class B Common Stock, or (iii) the first trading day falling ten years after the Effective Time as defined in the Issuer's amended and restated certificate of incorporation.
- These shares are held directly by OATV II, L.P. ("OATV II"). The general partner is O'Reilly AlphaTech Ventures II, LLC ("O'Reilly AlphaTech"). The individual managing members of O'Reilly AlphaTech are Bryce Roberts and Mark Jacobsen, and they may be deemed to share voting and dispositive power over the shares held by OATV II. Such persons and entities disclaim beneficial ownership over shares held by OATV II, except to the extent of any pecuniary interest therein.
- Each share of Series A Convertible Preferred Stock automatically converted into Class B Common Stock on a 1:1 basis immediately upon the closing of the Issuer's initial public offering. The Series A Convertible Preferred Stock has no expiration date.
- Each share of Series B Convertible Preferred Stock automatically converted into Class B Common Stock on a 1:1 basis immediately upon the closing of the Issuer's initial public offering. The Series B Convertible Preferred Stock has no expiration date.
- Each share of Series C Convertible Preferred Stock automatically converted into Class B Common Stock on a 1:1 basis immediately upon the closing of the Issuer's initial public offering. The Series C Convertible Preferred Stock has no expiration date.
- Each share of Series D Convertible Preferred Stock automatically converted into Class B Common Stock on a 1:1 basis immediately upon the closing of the Issuer's initial public offering. The Series D Convertible Preferred Stock has no expiration date.
- These shares are held directly by OATVIISPV1, LLC ("OATVIISPV1"). The general partner is O'Reilly AlphaTech Ventures II, LLC ("O'Reilly AlphaTech"). The individual managing members of O'Reilly AlphaTech are

Bryce Roberts and Mark Jacobsen, and they may be deemed to share voting and dispositive power over the shares held by OATVIISP1. Such persons and entities disclaim beneficial ownership over shares held by OATVIISP1, except to the extent of any pecuniary interest therein.

9. These shares are held directly by OATVIISP2, LLC ("OATVIISP2"). The general partner is O'Reilly AlphaTech Ventures II, LLC ("O'Reilly AlphaTech"). The individual managing members of O'Reilly AlphaTech are Bryce Roberts and Mark Jacobsen, and they may be deemed to share voting and dispositive power over the shares held by OATVIISP2. Such persons and entities disclaim beneficial ownership over shares held by OATVIISP2, except to the extent of any pecuniary interest therein.

10. Each share of Series E Convertible Preferred Stock automatically converted into Class B Common Stock on a 1:1 basis immediately upon the closing of the Issuer's initial public offering. The Series E Convertible Preferred Stock has no expiration date.

Remarks:

<u>OATV II, L.P., By: O'Reilly AlphaTech Ventures II, LLC, its general partner, By: /s/ Laura Kelley, Chief Financial Office</u>	<u>05/21/2019</u>
<u>OATVIISP1, LLC, By: O'Reilly AlphaTech Ventures II, LLC, its general partner, By: /s/ Laura Kelley, Chief Financial Officer</u>	<u>05/21/2019</u>
<u>OATVIISP2, LLC, By: O'Reilly AlphaTech Ventures II, LLC, its general partner, By: /s/ Laura Kelley, Chief Financial Officer</u>	<u>05/21/2019</u>
<u>O'Reilly AlphaTech Ventures II, LLC, By: /s/ Laura Kelley, Chief Financial Officer</u>	<u>05/21/2019</u>
<u>/s/ Bryce Roberts</u>	<u>05/21/2019</u>
<u>/s/ Mark Jacobsen</u>	<u>05/21/2019</u>
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.