FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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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>Taylor Jennifer H</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol Freshworks Inc. [FRSH]							(Che	5. Relationship of Reporting Check all applicable)  X Director			g Person(s) to Issuer 10% Owner		
(Last)	`	ŕ	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 09/10/2023								Officer below)	(give title		Other (s below)	pecify	
C/O FRESHWORKS INC. 2950 S DELAWARE STREET, SUITE 201					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(Street) SAN MATEO CA 94403													Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)		_	Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a catisfy the affirmative defense conditions of Rule 10b5-1(c). See Instru													
		Tal	ole I - No	on-Der	ivativ	e S	ecuriti	es Ac	quired	l, Dis	sposed o	f, or Ber	eficiall	y Owned					
Date					saction /Day/Yea	ar)   i	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)			es Acquired Of (D) (Instr.		Benefici Owned F	es ally Following	Form:	Direct I Indirect E str. 4)	7. Nature of ndirect Beneficial Dwnership	
									Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3	ction(s)			(Instr. 4)	
Class A Common Stock 09/11/2						2023		С		9,380	A	\$0.00	35,216		D				
Class A Common Stock 09/11/				1/2023	.023		S <sup>(1)</sup>		12,999	D	\$22.29	22	22,217		D				
			Table II								osed of, convertib			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transactio Code (Inst 8)				6. Date Expirat (Month	tion Da			f g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)	
				Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares	mount (Instr. 4		лі(э)				
Restricted Stock Units	(3)	09/10/2023			M			9,380	(4)	)	09/08/2031	Class B Common Stock	9,380	\$0.00	225,000	0	D		
Class B Common Stock	(5)	09/10/2023			M		9,380		(5)	)	(5)	Class A Common Stock	9,380	\$0.00	117,217	7	D		
Class B Common Stock	(5)	09/11/2023			С			9,380	(5)		(5)	Class A Common Stock	9,380	\$0.00	107,837	7	D		

## **Explanation of Responses:**

- $1. \ The \ sales \ reported \ on \ this \ Form \ 4 \ were \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan, \ adopted \ May \ 9, \ 2023.$
- 2. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$21.90 to \$22.59 per share, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separated price within the range set forth in this footnote.
- 3. Each Restricted Stock Unit represents a contingent right to receive one share of Class B Common Stock.
- 4. The shares of Class B Common Stock are to be acquired upon the vesting of a Restricted Stock Unit (RSU) award granted to the Reporting Person. The RSU shall vest as follows: 1/48th of the shares subject to the RSU will vest in equal monthly installments over 48 months following September 10, 2021, subject to the Reporting Person continuing to be a Service Provider (as defined in the Issuer's 2011 Stock Plan) and the occurrence of either (1) an IPO or (2) a Sale Event (each as defined in the Issuer's 2011 Stock Plan), in each case, within 10 years following the grant date.
- 5. Each share of Class B Common Stock held by the Reporting Person will automatically convert into one share of Class A Common Stock upon the sale or transfer of such share of Class B Common Stock, subject to certain exceptions, and in certain other circumstances described in the Issuer's amended and restated certificate of incorporation. Each share of Class B Common Stock will also be convertible at any time at the option of the Reporting Person into one share of Class A Common Stock, and has no expiration date.

## Remarks:

/s/ Jessica Kapustiak, Attorney-09/12/2023 in-fact

\*\* Signature of Reporting Person

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.