FORM 4

Instruction 1(b)

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Nashington,	D.C.	20549

	$\sim$ T
Check this box if no longer subject	ST
to Section 16. Form 4 or Form 5	
obligations may continue. See	

## ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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*  GANDHI SAMEER K				2. Issuer Name and Ticker or Trading Symbol Freshworks Inc. [FRSH]							(Ch	5. Relationship of Repo (Check all applicable) X Director				Owner	
(Last)	(Fir	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024							Office below	er (give tit v)	tle	Othe belo	r (specify w)
C/O FRESHWORKS INC. 2950 S DELAWARE STREET, SUITE 201			4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)						Lin	6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person						
(Street) SAN MA				_									Form filed by More than One Reporting Person				
(City)	(Sta	ate) (Z	Zip)		Check this box to ind			c) Transaction Indication  dicate that a transaction was made pursuant to a contract, instruction or written plan that is intender to defense conditions of Rule 10b5-1(c). See Instruction 10.						ntended to			
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)
Class A C	Common Sto	ock		04/01/20	)24			A		697(1)	A	\$0	29,1	35	I	)	
Class A Common Stock											287,	633			See footnotes <sup>(2)</sup>		
Class A Common Stock												207,	010			See footnotes <sup>(3)</sup>	
Class A Common Stock											3,112	,212			See footnotes <sup>(4)</sup>		
Class A Common Stock											128,	846			See footnotes <sup>(5)</sup>		
Class A C	Common Sto	ock											185,	733			See footnotes <sup>(6)</sup>
	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)	Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any			Transaction of Code (Instr. Derivative		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. Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)			
					Code	v	(A) (D)	Date Exerci	sable	Expiration Date		Amount or Number of Shares					

- 1. Represents the grant of fully-vested restricted stock that the Reporting Person elected to receive in lieu of cash compensation under the Issuer's Non-Employee Director Compensation Policy. Grant reflects director compensation for the first quarter of 2024. The number of shares received in lieu of cash was calculated by dividing the applicable value of the equity by the average closing price of our common stock over the 30 consecutive trading days immediately preceding April 1, 2024, rounded down to the nearest whole share.
- 2. These shares are held by The Potomac Trust, dated 9/21/2001, of which the Reporting Person is a co-trustee. The Reporting Person disclaims Section 16 beneficial ownership over the securities reported herein except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for Section
- 3. These shares are held by Potomac Investments L.P. Fund 1. The Reporting Person disclaims Section 16 beneficial ownership over the securities reported herein except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for Section 16 or any other purpose.
- 4. The shares are held by Accel Leaders 3 L.P. Accel Leaders 3 GP Associates L.L.C. ("AL3A") is the general partner of the general partner of Accel Leaders 3 L.P. The Reporting Person is a director of AL3A. The Reporting Person and AL3A disclaims ownership of all such shares except to the extent that they have a pecuniary interest therein.
- 5. The shares are held by Accel Leaders 3 Entrepreneurs L.P. AL3A is the general partner of the general partner of Accel Leaders 3 Entrepreneurs L.P. The Reporting Person is a director of AL3A. The Reporting Person and AL3A disclaims ownership of all such shares except to the extent that they have a pecuniary interest therein.
- 6. The shares are held by Accel Leaders 3 Investors (2020) L.P. AL3A is the general partner of Accel Leaders 3 Investors (2020) L.P. The Reporting Person is a director of AL3A. The Reporting Person and AL3A disclaims ownership of all such shares except to the extent that they have a pecuniary interest therein.

/s/ Pamela Sergeeff, Attorney-

04/03/2024

\*\* 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	n this form are not required to respond	unless the form displays a currently valid	OMB Number.