| SEC Form 4 | | | | | | | |
|--|-------------------------|-------------|--|--|------------------------------------|-----------------------|--|
| FOR | M 4 | UNITED STAT | TES SECURITIES AND EXCHANGE CON Washington, D.C. 20549 | OMB A | OMB APPROVAL | | |
| Section 16. Form 4 or Form 5 obligations may continue. See | | | A pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 | ERSHIP | 3235-0287 ge burden nse: 0.5 | | |
| 1. Name and Address of Reporting Person* Flower Johanna | | | 2. Issuer Name and Ticker or Trading Symbol <u>Freshworks Inc.</u> [FRSH] | 5. Relationship of (Check all applical X Director | s) to Issuer 10% Owner | | |
| (Last) | (Last) (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 11/02/2023 | Officer (g below) | ive title | Other (specify below) | |
| C/O FRESHWORKS INC. 2950 S DELAWARE STREET, SUITE 201 (Street) | | IITE 201 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applica Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| SAN MATEO | CA | 94403 | Rule 10b5-1(c) Transaction Indication | Person | | | |
| (City) | (State) | (Zip) | Check this box to indicate that a transaction was made pursuant to a the affirmative defense conditions of Rule 10b5-1(c). See Instruction | | or written plan that is | intended to satisfy | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | xecution Date, Transaction | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---|--|--|----------------------------|---|---|---------------|-------|------------------------------------|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Table II - Derivative Securities Acquired Disposed of or Beneficially Owned | | | | | | | | | | |

| 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. Transa Code (8) | | 5. Nun Deriva Securi Acquin or Disj of (D) 3, 4 an | tive ties red (A) posed (Instr. | 6. Date Exerc Expiration Da (Month/Day/N | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 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 | | Transaction(s) (Instr. 4) | | |
| Restricted Stock Units | (1) | 11/02/2023 | | М | | | 7,810 | (2) | 03/02/2030 | Class B Common Stock | 7,810 | \$0.00 | 31,250 | D | |
| Restricted Stock Units | (1) | 11/02/2023 | | М | | | 1,560 | (3) | 08/04/2031 | Class B Common Stock | 1,560 | \$0.00 | 34,380 | D | |
| Class B Common Stock | (4) | 11/02/2023 | | М | | 9,370 | | (4) | (4) | Class A Common Stock | 9,370 | \$0.00 | 159,570 | D | |

Explanation of Responses:

1. Each Restricted Stock Unit represents a contingent right to receive one share of Class B Common Stock.

2. 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 March 2, 2020, 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.

3. The shares of Class B Common Stock are to be acquired upon the vesting of a RSU award granted to the Reporting Person. The RSUs shall vest as follows: 1/48th of the shares subject to the RSU will vest in equal monthly installments over 48 months following September 2, 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.

4. 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/ Pamela Sergeeff, Attorney- | 11/03/2023 |
|--------------------------------|------------|
| <u>in-fact</u> | 11/03/2023 |

** 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.