**Florida Stock**

**United States Securities and Exchange Commission**

**SEC Form 4**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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**1. Name and Address of Reporting Person**

Sloat Tyler

C/O FRESHWORKS INC.

2950 S DELAWARE STREET, SUITE 201

SAN MATEO CA 94403

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**2. Issuer Name and Ticker or Trading Symbol**

Freshworks Inc. [ FRSH ]

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**3. Date of Earliest Transaction (Month/Day/Year)**

08/13/2023

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**4. If Amendment, Date of Original Filed (Month/Day/Year)**

08/13/2023

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**5. Relationship of Reporting Person(s) to Issuer**

- Director
- 10% Owner
- Chief Financial Officer

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**Rule 10b5-1(c) Transaction Indication**

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 4)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2023</td>
<td></td>
<td>C</td>
<td>A</td>
<td>0.00</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>597,198</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2023</td>
<td></td>
<td>F</td>
<td>D</td>
<td>22.48</td>
<td>573,959</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 4)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Exercisable Date (Month/Day/Year)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>(2)</td>
<td>08/13/2023</td>
<td></td>
<td>M</td>
<td>46,870</td>
<td>05/14/2030</td>
<td>46,870</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>(4)</td>
<td>08/13/2023</td>
<td></td>
<td>M</td>
<td>46,870</td>
<td>46,870</td>
<td>0.00</td>
<td>375,000</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>(4)</td>
<td>08/13/2023</td>
<td></td>
<td>C</td>
<td>23,239</td>
<td>46,870</td>
<td>0.00</td>
<td>400,171</td>
<td></td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

1. Represents the number of shares withheld by the Issuer to satisfy the tax withholding obligation in connection with the settlement of Restricted Stock Units.

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

3. The shares of Class B Common Stock are to be acquired upon the vesting of a Restricted Stock Unit award granted to the Reporting Person. The Restricted Stock Units shall vest as follows: 1/48th of the shares subject to the restricted stock unit vest on the first anniversary of April 13, 2020, and the remaining shares will vest in equal monthly installments thereafter over 36 months, 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:**

/\ Pamela Sergeeff, Attorney-in-fact 08/15/2023

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).

**Signature of Reporting Person**

Date