FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

STATEMENT	OF	CHANGES	IN BE	NEFICIAL	OWNERS	HIP

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

					01 36	-CiOH 30(I	1) 01 1110 11	ivesuile	iii 001	npany Act of	1040						
Name and Address of Reporting Person*     Ramamurthy Srinivasagopalan					2. Issuer Name <b>and</b> Ticker or Trading Symbol Freshworks Inc. [FRSH]							Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director  10% Owner					
										X	Director Officer (g below)	give title		10% Ow Other (s below)			
(Last) (First) (Middle)  C/O FRESHWORKS INC.					3. Date of Earliest Transaction (Month/Day/Year) 04/09/2022						Chief Product Officer						
2950 S DELAWARE STREET, SUITE 201					07/20/2												
(Street)	ATEO C	'A	94403		4. If Amendment, Date of Original Filed (Month/Day/Year)						l	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(City)	(\$	State)	(Zip)									Form filed by More than One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				action Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)		Execution Date, if any		3. 4. Securities Disposed Of Code (Instr. 8)				Securities I Beneficially (		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount (A) or (D)		Price						
Class A Common Stock 0			04/09/2	9/2022		С		75,938 A \$		\$0.00	75,938			D			
Class A Common Stock 04/09			04/09/2	0/2022		F		75,938 <sup>(1)</sup> D \$		\$16.44	0			D			
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. Trans Code 8)					ate	7. Title and of Securiti Underlying Derivative (Instr. 3 and	es J Security	Derivative Security		er of e es ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		s)	
Restricted Stock Units	(2)	04/09/2022		М			144,230	(3)	)	03/02/2030	Class B Common Stock	144,230	\$0.00	432,6	90	D	
Class B Common Stock	(4)	04/09/2022		М		144,230		(4)	)	(4)	Class A Common Stock	144,230	\$0.00	439,0	159	D	
Class B Common Stock	(4)	04/09/2022		С			75,938	(4)	)	(4)	Class A Common Stock	75,938	\$0.00	363,1	21	D	

## **Explanation of Responses:**

- 1. Represents the number of shares withheld by the Issuer to satisfy the tax withholding obligation in connection with the vesting of Restricted Stock Units previously reported on a Form 3 filed on September 21, 2021, and does not represent a discretionary sale by the Reporting Person.
- 2. Each Restricted Stock Unit represents a contingent right to receive one share of Class B Common Stock.
- 3. 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: 1/4th of the shares subject to the RSU vest on the first anniversary of October 9, 2019, and the remaining shares will vest in equal installments every six months 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:

/s/ Pamela Sergeeff, Attorney-in-04/12/2022

**fact** 

\*\* 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.