FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box if no longer subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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* NELSON ZACHARY							2. Issuer Name and Ticker or Trading Symbol Freshworks Inc. [FRSH]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last)	(F	irst)			3. Date of Earliest Transaction (Month/Day/Year) 07/01/2023									(give title		Other (s below)				
C/O FRESHWORKS INC. 2950 S DELAWARE STREET, SUITE 201						4. If Amendment, Date of Original Filed (Month/Day/Year)								e)	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person					
(Street) SAN MATEO CA 94403													Form filed by More than One Reporting Person							
(City) (State) (Zip)					- Ru	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.														
		Tab	le I - N	on-Deri	vative	Se	curiti	es Ac	quired	, Dis	sposed o	f, or Be	neficial	ly Owned	d .					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/						Execution Date			3. Transac Code (Ir 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			5. Amount of Securities Beneficially Owned Following Reported		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)		
Class A Common Stock 07/01/20)23			A		11,724 ⁽¹	A	\$0.00	27	27,954		D			
Class A Common Stock 07/03/20					/2023	023			С		21,463 A		\$0.00	36	36,387		D			
Class A Common Stock 07/03/20					/2023	123		S ⁽³⁾		21,463	D	\$17.57	14,924			D				
		٦	Table II								osed of, convertil			Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Execution if any (Month/I		4. Transaction Code (Instr. 8)				6. Date Exerci Expiration Da (Month/Day/Y		ite	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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 t (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	лцэ				
Restricted Stock Units	(5)	07/01/2023			М			9,380	(6)		08/08/2031	Class B Common Stock	9,380	\$0.00	243,750	0	D			
Class B Common Stock	(7)	07/01/2023			М		9,380		(7)		(7)	Class A Common Stock 9,3		\$0.00	50,177		D			
Class B Common Stock	(7)	07/03/2023			С			8,433	(7)		(7)	Class A Common Stock	8,433	\$0.00	41,744		D			

Explanation of Responses:

- 1. With respect to 632 shares, 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 second quarter of 2023. The number of shares received in lieu of cash was calculated based on the closing price of a share of Class A Common Stock on June 30, 2023.
- 2. With respect to 11,092 shares, represents the Reporting Person's annual grant of a Restricted Stock Unit (RSU) award under the Issuer's Non-Employee Director Compensation Policy. Each of these RSUs represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement. The number of RSUs granted was calculated based on the closing price of a share of Class A Common Stock on June 30, 2023. The shares shall vest in full on July 1, 2024; provided, however, that in the event a director is up for re-election at the Issuer's next annual meeting of stockholders and is not elected to continue serving as a member of the board of directors at such annual meeting of stockholders, the shares shall be deemed fully vested on that annual meeting date.
- 3. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted, December 16, 2022.
- 4. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.27 to \$17.66 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.
- 5. Each Restricted Stock Unit represents a contingent right to receive one share of Class B Common Stock.
- 6. 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 1, 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.
- 7. 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, Attorneyin-fact

07/03/2023

** 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.