
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

Freshworks Inc.
(Name of Issuer)

Class A Common Stock, par value \$0.00001 per share
(Title of Class of Securities)

358054104
(CUSIP Number)

Sequoia Capital India V Ltd.
Apex House, Bank Street
TwentyEight Cybercity
Ebene 72201, Mauritius
(230) 467-3000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

with copies to:

Craig Marcus
Ropes & Gray LLP
800 Boylston Street
Boston, Massachusetts 02199
(617) 951-7802

July 25, 2023
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. SCI INVESTMENTS V ("SCI INVESTMENTS V")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Mauritius	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 12,033,920
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 12,033,920
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 12,033,920	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.7%	
14.	Type of Reporting Person (See Instructions) OO	

1.	Names of Reporting Persons. SEQUOIA CAPITAL INDIA V LTD. ("SEQUOIA CAPITAL INDIA V")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Mauritius	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 12,033,920, of which 12,033,920 are Class A shares directly owned by SCI INVESTMENTS V. The sole shareholders of SCI INVESTMENTS V are SEQUOIA CAPITAL INDIA V and SC INDIA PRINCIPALS FUND V.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 12,033,920, of which 12,033,920 are Class A shares directly owned by SCI INVESTMENTS V. The sole shareholders of SCI INVESTMENTS V are SEQUOIA CAPITAL INDIA V and SC INDIA PRINCIPALS FUND V.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 12,033,920	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.7%	
14.	Type of Reporting Person (See Instructions) OO	

1.	Names of Reporting Persons. SC INDIA PRINCIPALS FUND V LTD. ("SC INDIA PRINCIPALS FUND V")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Mauritius	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 12,033,920, of which 12,033,920 are Class A shares directly owned by SCI INVESTMENTS. The sole shareholders of SCI INVESTMENTS V are SEQUOIA CAPITAL INDIA V and SC INDIA PRINCIPALS FUND V.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 12,033,920, of which 12,033,920 are Class A shares directly owned by SCI INVESTMENTS V. The sole shareholders of SCI INVESTMENTS V are SEQUOIA CAPITAL INDIA V and SC INDIA PRINCIPALS FUND V.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 12,033,920	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 6.7%	
14.	Type of Reporting Person (See Instructions) OO	

1.	Names of Reporting Persons. SCI GROWTH INVESTMENTS III-1 ("SCI GROWTH III-1")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Mauritius	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 2,596,772
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 2,596,772
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,596,772	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.4%	
14.	Type of Reporting Person (See Instructions) OO	

1.	Names of Reporting Persons. SEQUOIA CAPITAL INDIA GROWTH FUND III LTD. ("SEQUOIA CAPITAL INDIA GROWTH III")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Mauritius	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 2,596,772, of which 2,596,772 are Class A shares directly owned by SCI Growth III-1. Sequoia Capital India Growth III and SC India Principals Growth III are the sole shareholders of SCI Growth III-1.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 2,596,772, of which 2,596,772 are Class A shares directly owned by SCI Growth III-1. Sequoia Capital India Growth III and SC India Principals Growth III are the sole shareholders of SCI Growth III-1.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,596,772	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.4%	
14.	Type of Reporting Person (See Instructions) OO	

1.	Names of Reporting Persons. SC INDIA PRINCIPALS GROWTH FUND III LTD. ("SC INDIA PRINCIPALS GROWTH III")	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds (See Instructions) PN	
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Mauritius	
Number of Shares Beneficially Owned by Each Reporting Person With	7.	Sole Voting Power 0
	8.	Shared Voting Power 2,596,772, of which 2,596,772 are Class A shares directly owned by SCI Growth III-1. Sequoia Capital India Growth III and SC India Principals Growth III are the sole shareholders of SCI Growth III-1.
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 2,596,772, of which 2,596,772 are Class A shares directly owned by SCI Growth III-1. Sequoia Capital India Growth III and SC India Principals Growth III are the sole shareholders of SCI Growth III-1.
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 2,596,772	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 1.4%	
14.	Type of Reporting Person (See Instructions) OO	

Except as set forth in this Amendment No. 2 (this “Amendment”), the initial Schedule 13D that was filed on March 21, 2022 (the “Original 13D”), remains in effect, and capitalized terms used herein but not defined herein have such respective meanings, as defined in such Original 13D. The information set forth in response to the Item below shall be deemed to be a response to all Items where such information is relevant. The information set forth in the Exhibits to the Original 13D is expressly incorporated herein by reference and the response to each Item of this Statement is qualified in its entirety by the provisions of such Exhibits.

The Sequoia Capital entities ceased to be a group with Peak XV and its affiliates, formerly known as Sequoia Capital India, on June 6, 2023. The Reporting Persons are making this Amendment filing voluntarily to report the termination of that group.

ITEM 2. IDENTITY AND BACKGROUND.

Item 2 of the Statement is hereby amended and restated in its entirety as follows:

(a) This Statement is being jointly filed by the following persons (each a “Reporting Person” and collectively, the “Reporting Persons”): (i) SCI Investments V, a Mauritius limited life company (“SCI Investments V”); (ii) Sequoia Capital India V Ltd., a Mauritius limited life company (“Sequoia Capital India V”); (iii) SC India Principals Fund V Ltd., a Mauritius limited life company; (iv) SCI Growth Investments III-1 (“SCI Growth III-1”), a Mauritius limited life company (“SC India Principals Fund V”); (v) Sequoia Capital India Growth Fund III Ltd., a Mauritius limited life company (“Sequoia India Growth Fund III”); (vi) SC India Principals Growth Fund III Ltd., a Mauritius limited life company (“SC India Principals Growth III”). The agreement among the Reporting Persons relating to the joint filing of this Statement is attached to this Statement as Exhibit 99.1.

Based on the transactions described herein, the Reporting Persons may be deemed to constitute a “group” for purposes of Section 13(d)(3) of the Act. Each Reporting Person expressly disclaims beneficial ownership of any securities reported herein except to the extent such Reporting Person actually exercises voting or dispositive power with respect to such securities.

(b) The business address of the Reporting Persons is Apex House, Bank Street TwentyEight Cybercity Ebene 72201, Mauritius.

(c) The principal occupation or employment of SCI Investments V and SCI Growth III-1 is to acquire, hold and dispose of interests in various companies for investment purposes and to take all actions incident thereto. The principal occupation or employment of each of Sequoia Capital India V Ltd., SC India Principals Fund V, Sequoia Capital India Growth III and SC India Principals Growth III is to operate as closed-end funds regulated by the Mauritius Financial Services Commission.

(d) During the last five years, no Reporting Person has been convicted in any criminal proceeding (excluding traffic violations or other minor offenses).

(e) During the last five years, no Reporting Person has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding has been or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) SCI Investments V, Sequoia Capital India V, SC India Principals Fund V, SCI Growth III-1, Sequoia India Growth Fund III and SC India Principals Growth III are organized under the laws of Mauritius.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 of the Statement is hereby amended and restated in its entirety as follows:

The information set forth and/or incorporated by reference in Items 2, 3 and 4 is hereby incorporated by reference into this Item 5.

(a) References to percentage ownerships of Class A Common Stock in this Statement are based upon the 168,032,444 shares of Class A Common Stock stated to be outstanding as of April 28, 2023, as reported in the Company's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 4, 2023 and 12,033,920 shares of Class A Common Stock issued to the Reporting Persons upon conversion by the Reporting Persons of 12,033,920 shares of Class B Common Stock on July 18, 2023. The Reporting Persons may be deemed to beneficially own an aggregate of 14,630,692 shares of Class A Common Stock which constitutes approximately 8.1% of the Company's Class A Common Stock, calculated in accordance with Rule 13d-3 under the Act. The filing of this Statement shall not be construed as an admission that a Reporting Person beneficially owns those shares held by any other Reporting Person.

SCI Investments V beneficially owns 12,033,920 shares of Class A Common Stock, which represents approximately 6.7% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital India V and SC India Principals Fund V, as the sole shareholders of SCI Investments V, may be deemed to beneficially own 12,033,920 shares of Class A Common Stock, which represents approximately 6.7% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCI Growth III-1 beneficially owns 2,596,772 shares of Class A Common Stock, which represents approximately 1.4% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

Sequoia Capital India Growth III and SC India Principals Growth III, as the sole shareholders of SCI Growth III-1, may be deemed to beneficially own 2,596,772 shares of Class A Common Stock, which represents approximately 1.4% of the outstanding Class A Common Stock calculated in accordance with the requirements of Rule 13d-3 under the Act.

By virtue of the relationship described herein, the Reporting Persons may be deemed to constitute a "group" for purposes of Rule 13(d)(3) of the Act. Each Reporting Person expressly disclaims beneficial ownership of any securities reported herein except to the extent such Reporting Person actually exercises voting or dispositive power with respect to such securities.

(b) The number of Class A Common Stock as to which each of the Reporting Persons has sole or shared power to vote, direct the vote, dispose or direct the disposition are as set forth in rows seven through ten of the cover pages hereof. The information set forth in Item 2 is hereby incorporated by reference into this Item 5(b).

(c) Other than as reported herein, the Reporting Persons have not effected any transactions in the Class A Common Stock during the past 60 days.

(d) No person other than the Reporting Persons is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Class A Common Stock beneficially owned by the Reporting Persons.

(e) Not applicable.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Item 7 of the Statement is hereby amended and restated in its entirety as follows:

<u>Exhibit</u>	<u>Description</u>
99.1	Joint Filing Agreement dated as of July 27, 2023, by and among SCI Investments V, Sequoia Capital India V, SC India Principals Fund V, SCI Growth III-1, Sequoia Capital India Growth III and SC India Principals Growth III.
99.2	Seventh Amended and Restated Investors' Rights Agreement by and among Freshworks Inc. and certain of its stockholders, dated December 16, 2019 (incorporated by reference to the registration statement on Form S-1 (File No. 333-259118) filed by the Company with the Securities and Exchange Commission on August 27, 2021).

SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Dated: July 27, 2023

SCI Investments V

By: Sequoia Capital India V Ltd. and SC India Principals Fund V Ltd., its sole shareholders

By: /s/ Dilshaad Rajabalee
Dilshaad Rajabalee, Authorized Signatory

Sequoia Capital India V Ltd.

By: /s/ Dilshaad Rajabalee
Dilshaad Rajabalee, Authorized Signatory

SC India Principals Fund V Ltd.

By: /s/ Dilshaad Rajabalee
Dilshaad Rajabalee, Authorized Signatory

SCI Growth Investments III-1

By: /s/ Arunagirinatha Runghien
Arunagirinatha Runghien, Authorized Signatory

Sequoia Capital India Growth Fund III Ltd.

/s/ Arunagirinatha Runghien
Arunagirinatha Runghien, Authorized Signatory

SC INDIA PRINCIPALS GROWTH FUND III LTD.

/s/ Arunagirinatha Runghien
Arunagirinatha Runghien, Authorized Signatory

JOINT FILING AGREEMENT

The undersigned hereby agree to the joint filing on behalf of each of them of the Statement on Schedule 13D with respect to the Class A Common Stock of Freshworks Inc., and any further amendments to such statement on Schedule 13D executed by each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

The undersigned further agree that each party hereto is responsible for the timely filing of such Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein; provided, however, that no party is responsible for the completeness or accuracy of the information concerning any other party making the filing, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be executed in separate counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties have executed this Joint Filing Agreement on July 27, 2023.

SCI Investments V

By: Sequoia Capital India V Ltd. and SC India Principals Fund V Ltd., its sole shareholders

By: /s/ Dilshaad Rajabalee
Dilshaad Rajabalee, Authorized Signatory

Sequoia Capital India V Ltd.

By: /s/ Dilshaad Rajabalee
Dilshaad Rajabalee, Authorized Signatory

SC India Principals Fund V Ltd.

By: /s/ Dilshaad Rajabalee
Dilshaad Rajabalee, Authorized Signatory

SCI Growth Investments III-1

By: /s/ Arunagirinatha Runghien
Arunagirinatha Runghien, Authorized Signatory

Sequoia Capital India Growth Fund III Ltd.

/s/ Arunagirinatha Runghien
Arunagirinatha Runghien, Authorized Signatory

SC INDIA PRINCIPALS GROWTH FUND III LTD.

/s/ Arunagirinatha Runghien
Arunagirinatha Runghien, Authorized Signatory