**SEC Form 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**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
   
   Rathinam Pradeep
   
   (Last) C/O FRESHWORKS INC.
   
   2950 S DELAWARE STREET, SUITE 201
   
   SAN MATEO, CA 94403
   
2. Issuer Name and Ticker or Trading Symbol
   
   Freshworks Inc. [FRSH]
   
3. Date of Earliest Transaction (Month/Day/Year)
   
   07/13/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)
   
   07/14/2023

5. Relationship of Reporting Person(s) to Issuer
   
   X Director
   
   10% Owner
   
   Officer (give title below)
   
   Chief Revenue Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
   
   X Form filed by One Reporting Person

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

<table>
<thead>
<tr>
<th>Date</th>
<th>Stock</th>
<th>Transaction</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>(A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>07/13/2023</td>
<td>Class A Common Stock</td>
<td></td>
<td>C</td>
<td>16,996</td>
<td>A</td>
<td>$0.00</td>
<td>834,289</td>
</tr>
<tr>
<td>07/13/2023</td>
<td>Class A Common Stock</td>
<td></td>
<td>F</td>
<td>16,996</td>
<td>D</td>
<td>$17.65</td>
<td>817,293</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Date</th>
<th>Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Code</th>
<th>V</th>
<th>Amount or Number of Shares</th>
<th>(A) or (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>07/13/2023</td>
<td>Restricted Stock Units</td>
<td>(2) 07/13/2023</td>
<td>M</td>
<td>15,000</td>
<td>(3)</td>
<td>05/14/2030</td>
<td>Class B Common Stock</td>
<td>15,000</td>
<td>$0.00</td>
<td>15,000</td>
</tr>
<tr>
<td>07/13/2023</td>
<td>Restricted Stock Units</td>
<td>(2) 07/13/2023</td>
<td>M</td>
<td>28,190</td>
<td>(3)</td>
<td>05/14/2030</td>
<td>Class B Common Stock</td>
<td>28,190</td>
<td>$0.00</td>
<td>28,190</td>
</tr>
<tr>
<td>07/13/2023</td>
<td>Class B Common Stock</td>
<td>(4) 07/13/2023</td>
<td>M</td>
<td>43,190</td>
<td>(4)</td>
<td></td>
<td>Class A Common Stock</td>
<td>43,190</td>
<td>$0.00</td>
<td>228,755</td>
</tr>
<tr>
<td>07/13/2023</td>
<td>Class B Common Stock</td>
<td>(4) 07/13/2023</td>
<td>C</td>
<td>16,996</td>
<td>(4)</td>
<td></td>
<td>Class A Common Stock</td>
<td>16,996</td>
<td>$0.00</td>
<td>211,759</td>
</tr>
</tbody>
</table>

**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 B Common Stock.
3. The shares of Class B Common Stock are to be acquired upon the vesting of a Restricted Stock Unit award granted in the Reporting Person. The Restricted Stock Units shall vest as follows: 1/4th of the shares subject to the restricted stock unit vest on the first anniversary of January 13, 2020, 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:**

/a/ Pamela Sergeeff, Attorney-in-fact

07/14/2023

**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).


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.