FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ashington,	D.C.	20549	

STATEMENT	OF CHANGES I	N BENEFICIAL	OWNERSHIP

OMB APPI	ROVAL						
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

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

Name and Address of Reporting Person NELSON ZACHARY					Freshworks Inc. [FRSH]							(Ch	eck all appli	cable)	10% (
(Last)	(F	(First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 06/01/2023									(give title		(specify
C/O FRESHWORKS INC. 2950 S DELAWARE STREET, SUITE 201				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							Lin	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) SAN MATEO CA 94403			L	Form filed by More than One Reporting Person													
(City)	(S	tate)	(Zip)				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 - No	n-Deriv	/ative	Se	curitie	es Ac	quired, [Dis	posed o	f, or Be	neficia	ly Owned	i		
Date		2. Trans Date (Month/I		Execution Date,		Code (Ins	Transaction Disposed Code (Instr. 5)		ties Acquired (A) or d Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)		(111501.4)	
Class A Common Stock 06/			06/02	2/2023	2023			С		8,433	A	\$0.0	0 24	,663	D		
Class A Common Stock 06/02/			2/2023	2023		S ⁽¹⁾		8,433 D		\$15.5	(2) 16	16,230					
		7	āble II -						uired, Di , options		,			Owned			
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)		Date,	4. Transaction Code (Instr. 8)		n Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number o derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership tt (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisabl		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	.(6)	
Restricted Stock Units	(3)	06/01/2023			M			9,370	(4)		08/08/2031	Class B Common Stock	9,370	\$0.00	253,130	D	
Class B Common	(5)	06/01/2023			М		9,370		(5)		(5)	Class A Common	9,370	\$0.00	49,230	D	

Explanation of Responses:

(5)

06/02/2023

1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted, December 16, 2022.

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2. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.23 to \$15.65 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)

8,433

- 3. Each Restricted Stock Unit represents a contingent right to receive one share of Class B Common Stock.
- 4. 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.
- 5. 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:

Class B

Common

Stock

/s/ Jessica Kapustiak, Attorney-06/02/2023 in-fact

8,433

\$0.00

Class A

Commo Stock

(5)

40,797

D

** 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.