(Street) PALO ALTO

(City)

 $\mathsf{C}\mathsf{A}$

(State)

94301

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Nashington,	D.C.	20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or Se	cuon a	3U(II) OT	ine in	ves	ument	Company Ac	101 1940							
1. Name and Address of Reporting Person* Accel Leaders 3 GP Associates L.L.C.			2. Issuer Name and Ticker or Trading Symbol Freshworks Inc. [FRSH]										Relationship of Reporting Person(s) to Issuer (Check all applicable) Director						
(Last) (First) (Middle) 500 UNIVERSITY AVENUE				3. Date of Earliest Transaction (Month/Day/Year) 12/05/2022									Officer (give title X Other (specify below) Member of 10% owner group						
(Street) PALO ALTO CA 94301					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Y Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)												Perso) I I			
4 =====================================			1 - I s	Non-Deriva	_			_	uir	ed, I				icia					7 N-4£
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Cod	Transaction Code (Instr.) (Instr. 3, 4 and 5)		Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			_					Cod	de	v	Amount	(A) or (D)	Price			Transaction(s) (Instr. 3 and 4)			
Class A (Common S	tock		12/05/202	2			P			267,919	A	\$14.	35(1)	1,926	,192]		See footnotes ⁽
Class A (Common S	tock		12/05/2022	2			P			11,092	A	\$14.	35(1)	79,7	745]		See footnotes ⁽
Class A (Common S	tock		12/05/202	2			P			15,989	A	\$14.	35(1)	114,	953]		See footnotes(
Class A (Common S	tock		12/06/2022	2			P			267,919	A	\$13.	88(5)	2,194	,111]		See footnotes ⁽
Class A (Common S	tock		12/06/2022	2			P			11,092	A	\$13.	88(5)	90,8	337]		See footnotes ⁽
Class A (Common S	tock		12/06/2022	2			P	•		15,989	A	\$13.	88(5)	130,	942			See footnotes ⁽
Class A (Common S	tock		12/07/2022	2			P	•		267,919	A	\$13.	89(6)	2,462	,030]		See footnotes ⁽²
Class A (Common S	tock		12/07/2022	2			P			11,092	A	\$13.	89(6)	101,	929]		See footnotes ⁽
Class A (Common S	tock		12/07/2022	2			P			15,989	A	\$13.	89(6)	146,	931]		See footnotes ⁽
		Ta	able	II - Derivati (e.g., pu							sposed of s, converti				y Owned	t			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year	Exe if ar	Deemed cution Date,	4. Transa Code (8)	ction	5. Num of Deriva Securi Acqui (A) or Dispos of (D) (Instr. and 5)	nber ative ities red sed	6. D	ate E	Exercisable and on Date Day/Year) Day/Year) Day/Year) Security Derivati Security 3 and 4)		le and unt of crities erlying vative	8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Indirec Beneficia Ownershi (Instr. 4)	
					Code	v	(A)		Dat Exe	e ercisal	Expiratio ble Date	n Title	Amou or Numb of Share	er					
		f Reporting Person		.L.C.															
(Last) 500 UNI	VERSITY	(First) AVENUE		(Middle)		-													

1. Name and Address of Reporting Person* <u>Accel Leaders 3 L.P.</u>									
(Last) 500 UNIVERSIT	(First) Y AVENUE	(Middle)							
,									
(Street) PALO ALTO	CA	94301							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person* Accel Leaders 3 Entrepreneurs L.P.									
(Last) (First) (Middle) 500 UNIVERSITY AVENUE									
(Street) PALO ALTO	CA	94301							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person* <u>Accel Leaders 3 Investors (2020) L.P.</u>									
(Last) (First) (Middle) 500 UNIVERSITY AVENUE									
(Street) PALO ALTO	CA	94301							
(City)	(State)	(Zip)							

Explanation of Responses:

- 1. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$14.06 to \$14.70 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.
- 2. The shares are held by Accel Leaders 3 L.P. Accel Leaders 3 GP Associates L.L.C. ("AL3A") is the general partner of the general partner of Accel Leaders 3 L.P. AL3A disclaims ownership of all such shares except to the extent that it has a pecuniary interest therein.
- 3. The shares are held by Accel Leaders 3 Entrepreneurs L.P. AL3A is the general partner of the general partner of Accel Leaders 3 Entrepreneurs L.P. AL3A disclaims ownership of all such shares except to the extent that it has a pecuniary interest therein.
- 4. The shares are held by Accel Leaders 3 Investors (2020) L.P. AL3A is the general partner of Accel Leaders 3 Investors (2020) L.P. AL3A disclaims ownership of all such shares except to the extent that it has a pecuniary interest therein.
- 5. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$13.59 to \$14.25 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.
- 6. The reported price in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$13.58 to \$14.16 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.

Remarks:

/s/ Tracy L. Sedlock, as a Director of Accel Leaders 3 12/07/2022 GP Associates L.L.C. /s/ Tracy L. Sedlock, as a 12/07/2022 **Director of Accel Leaders 3** L.P. /s/ Tracy L. Sedlock, as a **Director of Accel Leaders 3** 12/07/2022 Entrepreneurs L.P. /s/ Tracy L. Sedlock, as a 12/07/2022 **Director of Accel Leaders 3** Investors (2020) L.P. ** 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.