Instruction 1(b)

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL

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

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 <sup>*</sup> <u>VedBrat Supurna</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Roadzen Inc.</u> [ RDZN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/20/2024	Officer (give title Other (specify below) below)						
C/O ROADZEN INC.			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable						
111 ANZA BLVD. SUITE 109				Line)						
(Street)				Form filed by More than One Reporting Person						
BURLING	AME CA	94010								
			Rule 10b5-1(c) Transaction Indication							
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
		Table I - Non-De	rivative Securities Acquired, Disposed of, or Bene	ficially Owned						

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a 5)			5. Amount of Securities Beneficially Owned Following Reported	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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		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 of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrants	(1)	06/20/2024		<b>J</b> <sup>(2)</sup>		50,000		(3)	03/28/2031	Ordinary Shares	50,000	(2)	50,000	D	

## Explanation of Responses:

1. The exercise price of the warrants reported herein (the "Warrants") is equal to 80% of the lower of (i) the volume-weighted average price ("VWAP") of the ordinary shares of the Issuer, as reported on relevant market or exchange, over the 60 trading days subsequent to the first loan funding under the Notes (a defined below), (ii) the opening price of the Issuer's ordinary shares, as reported on the relevant market or exchange, in any public offering of straight equity securities of the Issuer occurring within six months after the issue date of the warrants and (iii) the VWAP of the Issuer's ordinary shares, as reported on the relevant market or exchange, over the 60 trading days immediately prior to the Vesting Date (as defined below).

2. The Warrants were issued to the reporting person pursuant to a Securities Purchase Agreement dated as of March 28, 2024 by and among the Issuer, Krishnan-Shah Family Partners, LP ("KSFP") and the reporting person, and in connection with a loan made by the reporting person to the Issuer on March 28, 2024, as evidenced by a senior secured promissory note issued by the Issuer (together with a senior secured promissory note issued by the Issuer to KSFP, the "Notes").

3. The Warrants are exercisable in full on March 28, 2025, or earlier under certain circumstances (as applicable, the "Vesting Date")

Bruce Goldberg, Attorney-infact

06/24/2024

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.