FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB | APP | RO\ | /AI |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the

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

| affirmative defens 10b5-1(c). See In | se conditions of Rule struction 10. | | | | | | |
|---|-------------------------------------|----------|---|---------------------------|---|------------------------|--|
| 1. Name and Addre Thomas Rag | ss of Reporting Pers | on* | 2. Issuer Name and Ticker or Trading Symbol Sprinklr, Inc. [CXM] | (Check | tionship of Reporting Person(s) to Issuer all applicable) | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) | X | Director | 10% Owner | |
| (Last) | (First) | (Middle) | 07/29/2024 | X | Officer (give title below) | Other (specify below) | |
| C/O SPRINKLE | R, INC. | | | | CHIEF EXECUTIVE OFFICER | | |
| 441 9TH AVENUE, 12TH FLOOR | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | g (Check Applicable Line) | | | |
| C/O SPRINKLR, INC. 441 9TH AVENUE, 12TH FLOOR (Street) | | | | X | Form filed by One Rep | • | |
| NEW YORK | NY | 10001 | | | Form filed by More tha | n One Reporting Person | |
| (City) | (State) | (Zip) | | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | 4. Securities A Disposed Of (D | | | Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership |
|---------------------------------|--|---|-----------------------------|---|-----------------------------------|---------------|-----------|--|---|-------------------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Class A Common Stock | 07/29/2024 | | С | | 1,245 | A | (1) | 1,065,329 | D | |
| Class A Common Stock | 07/29/2024 | | S ⁽²⁾ | | 1,245 | D | \$9.73(3) | 1,064,084 | D | |

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. Transac Code (In 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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 | 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 | | Transaction(s) (Instr. 4) | | |
| Class B Common Stock | (1) | 07/29/2024 | | C | | | 1,245 | (1) | (1) | Class A Common Stock | 1,245 | \$0 | 29,357,589 | D | |
| Class B Common Stock | (1) | | | | | | | (1) | (1) | Class A Common Stock | 8,129,863 | | 8,129,863 | I | See footnote ⁽⁴⁾ |
| Class B Common Stock | (1) | | | | | | | (1) | (1) | Class A Common Stock | 13,106,677 | | 13,106,677 | I | See footnote ⁽⁵⁾ |
| Class B Common Stock | (1) | | | | | | | (1) | (1) | Class A Common Stock | 1,996,523 | | 1,996,523 | I | See footnote ⁽⁶⁾ |
| Class B Common Stock | (1) | | | | | | | (1) | (1) | Class A Common Stock | 110,445 | | 110,445 | I | By spouse |

Explanation of Responses:

- 1. Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock. Each share of Class B Common Stock will convert automatically into shares of Class A common stock, on a one-to-one basis, upon the following: (1) the sale or transfer of such share of Class B Common Stock, subject to certain exceptions specified in the Issuer's amended and restated certificate of incorporation; (2) the death of the Reporting Person; and (3) the final conversion date, defined as the first trading day on or after the date on which the outstanding shares of Class B Common Stock represent less than 5.0% of the Issuer's then-outstanding Class A and Class B Common Stock to certain timing criteria. If the Reporting Person is terminated for cause, each share of Class B Common stock will automatically convert to Class A Common Stock.
- 2. Represents the number of shares required to be sold to cover the statutory tax withholding obligations in connection with the vesting of the restricted stock units. This sale is mandated by the Issuer's election under its equity incentive plans to require the satisfaction of minimum statutory tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary sale by the Reporting Person.
- 3. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$9.72 to \$9.73 inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 4. The securities are held by Thomas 2014 Family Trust (the "2014 Trust"). The Reporting Person is a trustee of the 2014 Trust.
- 5. The securities are held by Thomas Family 2017 Irrevocable Trust (the "2017 Trust"). The Reporting Person is a trustee of the 2017 Trust.
- $6. \ The securities \ are \ held \ by \ the \ 2019 \ Family \ Trust. \ The \ Reporting \ Person \ is \ a \ trustee \ of the \ 2019 \ Family \ Trust.$

/s/ Jason Minio, Attorney-in-Fact 07/30/2024

** 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.