FORM 3

### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

# OMB APPROVAL Washington, D.C. 20549

3235-0104 OMB Number: Estimated average burden hours per response: 0.5

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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*  ICONIQ STRATEGIC  PARTNERS II, L.P.  2. Date of Event Requiring Statement (Month/Day/Year) 12/11/2024		3. Issuer Name and Tick Service Titan, Inc.					
(Last) (First) (Middle) C/O ICONIQ CAPITAL, LLC		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)		
50 BEALE STREET, STE. 2300			Officer (give title below)		(specify   (C	heck Applicable	int/Group Filing e Line) by One Reporting
(Street) SAN FRANCISCO CA 94105						Person	by More than One
(City) (State) (Zip)							
	Table I - No	on-Deriva	tive Securities Bene	ficially O	wned		
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Inst 4)	3. Owner. Form: I (D) or II (I) (Inst	Direct Ow ndirect	ature of Indire nership (Instr.	
Common Stock <sup>(1)</sup>			599,982			By ICONIQ Strategic Partners II Co-Invest, L.P. (ST Series) <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			212,137			By ICONIQ Strategic Partners I Co-Invest, L.P. (ST-2 Series) <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			1,392,914			By ICONIQ Strategic Partners I L.P. <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			1,090,436	]		By ICONIQ Strategic Partners II B, L.P. <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			62,180	]		By ICONIQ Strategic Partners L.P. <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			66,436			By ICONIQ Strategic Partners III-B, L.P. <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			100,000			By ICONIQ Strategic Partners V Co-Invest, L.P. (Series ST) <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			183,056			By ICONIQ Strategic Partners V L.P. <sup>(2)(3)</sup>	
Common Stock <sup>(1)</sup>			245,497	]		By ICONIQ Strategic Partners V-B, L.P. <sup>(2)(3)</sup>	
(e			re Securities Benefic ants, options, conve				
1. Title of Derivative Security (Instr. 4)  2. Date Exercisable and Expiration Date (Month/Day/Year)		(Instr. 4) or E		Conversior or Exercise	Form:	Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	344,853	(4)	I	By ICONIQ Strategic Partners II Co- Invest, L.P. (ST Series) <sup>(2)(3)</sup>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)			3. Title and Amount of S Underlying Derivative S (Instr. 4)		or Exercise For	Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security Direct (D) or Indirect (I) (Instr. 5)		
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	774,277	(4)	I	By ICONIQ Strategic Partners II, L.P.
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	606,144	(4)	I	By ICONIQ Strategic Partners II-B, L.P. <sup>(2)(3)</sup>
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	1,287	(4)	I	By ICONIQ Strategic Partners III, L.P.
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	1,376	(4)	I	By ICONIQ Strategic Partners III-B, L.P. <sup>(2)(3)</sup>
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	145,345	(4)	I	By ICONIQ Strategic Partners V, L.P.
Series A-1 Preferred Stock	(4)	(4)	Common Stock <sup>(1)</sup>	194,923	(4)	I	By ICONIQ Strategic Partners V-B, L.P. <sup>(2)(3)</sup>
Series B Preferred Stock	(5)	(5)	Common Stock <sup>(1)</sup>	1,154,925	(5)	I	By ICONIQ Strategic Partners II Co- Invest, L.P. (ST Series) <sup>(2)(3)</sup>
Series B Preferred Stock	(5)	(5)	Common Stock(1)	2,591,188	(5)	I	By ICONIQ Strategic Partners II, L.P.
Series B Preferred Stock	(5)	(5)	Common Stock(1)	2,028,510	(5)	I	By ICONIQ Strategic Partners II-B, L.P. <sup>(2)(3)</sup>
Series C Preferred Stock	(6)	(6)	Common Stock <sup>(1)</sup>	645,005	(6)	I	By ICONIQ Strategic Partners II Co- Invest, L.P. (ST- 2 Series) <sup>(2)(3)</sup>
Series C Preferred Stock	(6)	(6)	Common Stock(1)	58,037	(6)	I	By ICONIQ Strategic Partners II, L.P.
Series C Preferred Stock	(6)	(6)	Common Stock(1)	45,431	(6)	I	By ICONIQ Strategic Partners II-B, L.P. <sup>(2)(3)</sup>
Series D Preferred Stock	(7)	(7)	Common Stock <sup>(1)</sup>	281,192	(7)	I	By ICONIQ Strategic Partners II, L.P.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
. Title of Derivative Security (Instr. 4)  2. Date Exel Expiration I (Month/Day.		ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security Direct (D) or Indirect (I) (Instr. 5)	5)	
Series D Preferred Stock	(7)	(7)	Common Stock(1)	220,117	(7)	I	By ICONIQ Strategic Partners II-B, L.P. <sup>(2)(3)</sup>
Series D Preferred Stock	(7)	(7)	Common Stock <sup>(1)</sup>	631,025	(7)	I	By ICONIQ Strategic Partners III, L.P.
Series D Preferred Stock	(7)	(7)	Common Stock <sup>(1)</sup>	674,258	(7)	I	By ICONIQ Strategic Partners III-B, L.P. <sup>(2)(3)</sup>
Series E Preferred Stock	(8)	(8)	Common Stock <sup>(1)</sup>	216,130	(8)	I	By ICONIQ Strategic Partners III, L.P.
Series E Preferred Stock	(8)	(8)	Common Stock <sup>(1)</sup>	230,936	(8)	I	By ICONIQ Strategic Partners III-B, L.P. <sup>(2)(3)</sup>
Series F Preferred Stock	(9)	(9)	Common Stock <sup>(1)</sup>	142,737	(9)	I	By ICONIQ Strategic Partners V Co- Invest, L.P. (Series ST) <sup>(2)(3)</sup>
Series F Preferred Stock	(9)	(9)	Common Stock <sup>(1)</sup>	121,939	(9)	I	By ICONIQ Strategic Partners V, L.P.
Series F Preferred Stock	(9)	(9)	Common Stock <sup>(1)</sup>	163,534	(9)	I	By ICONIQ Strategic Partners V-B, L.P. <sup>(2)(3)</sup>
Series G Preferred Stock	(10)	(10)	Common Stock <sup>(1)</sup>	107,978	(10)	I	By ICONIQ Strategic Partners V Co- Invest, L.P. (Series ST2) <sup>(2)(3)</sup>
Series G Preferred Stock	(10)	(10)	Common Stock <sup>(1)</sup>	46,122	(10)	I	By ICONIQ Strategic Partners V, L.P.
Series G Preferred Stock	(10)	(10)	Common Stock <sup>(1)</sup>	61,854	(10)	I	By ICONIQ Strategic Partners V-B, L.P. <sup>(2)(3)</sup>
Series H-1 Preferred Stock	(11)	(11)	Common Stock <sup>(1)</sup>	20,202	(11)	I	By ICONIQ Strategic Partners V, L.P.
Series H-1 Preferred Stock	(11)	(11)	Common Stock <sup>(1)</sup>	27,094	(11)	I	By ICONIQ Strategic Partners V-B, L.P. <sup>(2)(3)</sup>

L.P.	RATEGIC PAI	,
(Last)	(First)	(Middle)
C/O ICONIQ C 50 BEALE STE	REET, STE. 2300	
(Street)		
SAN FRANCISCO	CA	94105
(City)	(State)	(Zip)
	ess of Reporting Pers	
<u>L.P.</u>		
(Last) C/O ICONIQ C 50 BEALE ST.,		(Middle)
(Street)		
SAN FRANCISCO	CA	94105
(City)	(State)	(Zip)
	ess of Reporting Pers ategic Partners ST (First)	
ICONIQ Stra L.P., Series S	ategic Partners ST  (First) CAPITAL, LLC	II Co-Invest,
ICONIQ Stra L.P., Series S (Last) C/O ICONIQ C 50 BEALE ST.,	ategic Partners ST  (First) CAPITAL, LLC	II Co-Invest,
ICONIQ Stra L.P., Series S (Last) C/O ICONIQ C	ategic Partners ST  (First) CAPITAL, LLC	II Co-Invest,
ICONIQ Stra L.P., Series S (Last) C/O ICONIQ C 50 BEALE ST., (Street) SAN	(First) CAPITAL, LLC , STE. 2300	(Middle)
ICONIQ Stra L.P., Series S (Last) C/O ICONIQ C 50 BEALE ST., (Street) SAN FRANCISCO (City)	(First) CAPITAL, LLC , STE. 2300  CA  (State)  ess of Reporting Pers	(Middle)  94105  (Zip)
ICONIQ Stra L.P., Series S (Last) C/O ICONIQ C 50 BEALE ST., (Street) SAN FRANCISCO (City)	(First) CAPITAL, LLC , STE. 2300  CA  (State)  ess of Reporting Persuategic Partners	(Middle)  94105  (Zip)
ICONIQ Strate. L.P., Series Strate. (Last) C/O ICONIQ Control	(First) CAPITAL, LLC , STE. 2300  CA  (State)  ess of Reporting Persuategic Partners	(Middle)  94105  (Zip)
ICONIQ Stra L.P., Series S (Last) C/O ICONIQ C 50 BEALE ST., (Street) SAN FRANCISCO (City) 1. Name and Addre ICONIQ Stra L.P. (Series S	(First) CAPITAL, LLC (State)  ess of Reporting Persategic Partners ST-2)  (First) CAPITAL, LLC	(Middle)  94105  (Zip)  son* II Co-Invest,
ICONIQ Strate. L.P., Series Strate. (Last) C/O ICONIQ Control	(First) CAPITAL, LLC (State)  ess of Reporting Persategic Partners ST-2)  (First) CAPITAL, LLC	(Middle)  94105  (Zip)  son* II Co-Invest,
ICONIQ Strate. L.P., Series Strate. (Last) C/O ICONIQ Control	(First) CAPITAL, LLC (State)  ess of Reporting Persategic Partners ST-2)  (First) CAPITAL, LLC	(Middle)  94105  (Zip)  son* II Co-Invest,
ICONIQ Strate. L.P., Series Strate. (Last) C/O ICONIQ Control	(First) CAPITAL, LLC (State) ess of Reporting Persategic Partners ST-2). (First) CAPITAL, LLC	(Middle)  94105 (Zip)  son* II Co-Invest, (Middle)
ICONIQ Strate. L.P., Series Strate. (Last) C/O ICONIQ Composition of the strate of the	(First) CAPITAL, LLC , STE. 2300  CA  (State)  ess of Reporting Persecting Partners ST-2).  (First) CAPITAL, LLC , STE. 2300  CA	(Middle)  94105  (Zip)  Son* (Middle)  94105  (Zip)  (Middle)

(Street) SAN	CA	04105			
FRANCISCO	CA	94105			
(City)	(State)	(Zip)			
1. Name and Address of Reporting Person*  ICONIQ Strategic Partners III-B, L.P.					
(Last) C/O ICONIQ C 50 BEALE ST.,		(Middle)			
(Street) SAN FRANCISCO	CA	94105			
(City)	(State)	(Zip)			
	ess of Reporting Per ategic Partner				
(Last) C/O ICONIQ C 50 BEALE ST.,	· ·	(Middle)			
(Street) SAN	CA	94105			
FRANCISCO	CA				
FRANCISCO (City)	(State)	(Zip)			
(City)  1. Name and Addre		rson*			
(City)  1. Name and Addre	(State) ess of Reporting Perategic Partner (First) APITAL, LLC	rson*			
(City)  1. Name and Addre  ICONIQ Stra  (Last)  C/O ICONIQ C  50 BEALE ST.,	(State) ess of Reporting Perategic Partner (First) APITAL, LLC	s V-B, L.P.			
(City)  1. Name and Addres  ICONIQ Stra  (Last)  C/O ICONIQ C  50 BEALE ST.,  (Street)  SAN	(State) ess of Reporting Perategic Partner  (First) APITAL, LLC STE. 2300	son* s V-B, L.P.  (Middle)			
(City)  1. Name and Addres  ICONIQ Stra  (Last)  C/O ICONIQ C  50 BEALE ST.,  (Street)  SAN  FRANCISCO  (City)  1. Name and Addres	(State) ess of Reporting Perategic Partner  (First) APITAL, LLC STE. 2300  CA  (State) ess of Reporting Perategic Partner	son* S V-B, L.P.  (Middle)  94105  (Zip)			
(City)  1. Name and Addred ICONIQ Strate (Last) C/O ICONIQ CO 50 BEALE ST., (Street) SAN FRANCISCO (City)  1. Name and Addred ICONIQ Strate ICONIQ Strate	(State)  Pess of Reporting Perategic Partner  (First)  APITAL, LLC  STE. 2300  CA  (State)  Pess of Reporting Perategic Partner  (First)  (First)  APITAL, LLC	son* S V-B, L.P.  (Middle)  94105  (Zip)			
(City)  1. Name and Addrest ICONIQ Strate (Last) C/O ICONIQ C 50 BEALE ST., (Street) SAN FRANCISCO (City)  1. Name and Addrest ICONIQ Strate (Last) L.P. (Series Strate (Last) C/O ICONIQ C 50 BEALE ST.,	(State)  Pess of Reporting Perategic Partner  (First)  APITAL, LLC  STE. 2300  CA  (State)  Pess of Reporting Perategic Partner  (First)  (First)  APITAL, LLC	Son* S V-B, L.P.  (Middle)  94105  (Zip)  Son* S V Co-Invest,			
(City)  1. Name and Addrest ICONIQ Strate (Last) C/O ICONIQ COST (Street) SAN FRANCISCO (City)  1. Name and Addrest ICONIQ Strate (Last) C/O ICONIQ COST (Cost (Co	(State) ess of Reporting Perategic Partner  (First) APITAL, LLC STE. 2300  CA  (State) ess of Reporting Perategic Partner  (First) APITAL, LLC STE. 2300	son* s V-B, L.P.  (Middle)  94105  (Zip) son* s V Co-Invest,  (Middle)			

(Last)	(First)	(Middle)				
C/O ICONIQ CAPITAL, LLC						
50 BEALE ST.,	STE. 2300					
-						
(Street)						
SAN FRANCISCO	CA	94105				
(City)	(State)	(Zip)				

#### **Explanation of Responses:**

- 1. Immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock, each share of Common Stock shall be reclassified into one share of Class A Common Stock.
- 2. ICONIQ Strategic Partners II GP, L.P. ("ICONIQ GP II") is the sole general partner of ICONIQ Strategic Partners II, L.P., ICONIQ Strategic Partners II-B, L.P., ICONIQ Strategic Partners II Co-Invest, L.P. (ST-2 Series). ICONIQ Strategic Partners II TT GP, Ltd. ("ICONIQ Parent GP II") is the sole general partner of ICONIQ GP II. ICONIQ Strategic Partners III GP, L.P. ("ICONIQ GP III") is the sole general partner of ICONIQ Strategic Partners III, L.P. and ICONIQ Strategic Partners III-B, L.P. ICONIQ Strategic Partners III-B, L.P. ICONIQ GP III. ICONIQ Strategic Partners V GP, L.P., ICONIQ Strategic Partners V Co-Invest, L.P. (Series ST) and ICONIQ Strategic Partners V Co-Invest, L.P. (Series ST2).
- 3. (continued) ICONIQ Strategic Partners V TT GP, Ltd. ("ICONIQ Parent GP V") is the sole general partner of ICONIQ GP V. Divesh Makan and William J.G. Griffith are the sole equity holders of ICONIQ Parent GP II and ICONIQ Parent GP III and Messrs. Makan and Griffith and Matthew Jacobson are the sole equity holders of ICONIQ Parent GP V and may be deemed to have shared voting, investment and dispositive power with respect to the shares held by these entities. Each of ICONIQ GP II, ICONIQ Parent GP II, ICONIQ GP V, ICONIQ Parent GP V and Messrs. Makan, Griffith and Jacobson disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Exchange Act except to the extent of its or his pecuniary interest therein, if any. This report shall not be deemed an admission that any of the Reporting Persons is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act or for any other purpose.
- 4. Each share of Series A-1 Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date.
- 5. Each share of Series B Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date.
- 6. Each share of Series C Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date.
- 7. Each share of Series D Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date.
- 8. Each share of Series E Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date.
- 9. Each share of Series F Preferred Stock shall automatically convert into Common Stock on an approximately 1:1.02 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date. The shares of Series F Preferred Stock reported in Table II above are reported on an as-converted basis. The conversion rate is subject to adjustment as provided in the Issuer's Amended and Restated Certificate of Incorporation.
- 10. Each share of Series G Preferred Stock shall automatically convert into Common Stock on an approximately 1:1.03 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date. The shares of Series G Preferred Stock reported in Table II above are reported on an as-converted basis. The conversion rate is subject to adjustment as provided in the Issuer's Amended and Restated Certificate of Incorporation.
- 11. Each share of Series H-1 Preferred Stock shall automatically convert into Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock and has no expiration date. The conversion rate is subject to adjustment as provided in the Issuer's Amended and Restated Certificate of Incorporation.

#### Remarks:

Due to the limitations of the SEC's electronic filing system, this Form 3 is being split into two filings to account for the number of reporting persons. In addition, William J.G. Griffith is separately filing a Form 3 reporting beneficial ownership of the securities reported herein.

ICONIQ Strategic Partners L.P., By: ICONIQ Strategic Partners II GP, .P., By: ICONIQ 12/11/2024 Strategic Partners II TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ Kevin Foster ICONIQ Strategic Partners II-B, L.P., By: ICONIQ Strategic Partners II GP, L.P., By: ICONIQ 12/11/2024 Strategic Partners II TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ Kevin Foster ICONIQ Strategic Partners II Co-Invest, L.P. (Series ST) , By: ICONIO Strategic Partners II GP, .P., By: ICONIQ 12/11/2024 Strategic Partners II TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ Kevin Foster ICONIQ Strategic Partners 12/11/2024 II Co-Invest, L.P. (Series ST2), By: ICONIQ Strategic Partners II GP,

L.P., By: ICONIQ Strategic Partners II TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ **Kevin Foster** ICONIO Strategic Partners III, L.P., By: ICONIQ Strategic Partners III GP, L.P., By: ICONIQ 12/11/2024 Strategic Partners III TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ **Kevin Foster** ICONIQ Strategic Partners III-B, L.P., By: ICONIQ Strategic Partners III GP, L.P., By: ICONIQ 12/11/2024 Strategic Partners III TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ **Kevin Foster** ICONIQ Strategic Partners V, L.P., By: ICONIQ Strategic Partners V GP, L.P., By: ICONIQ 12/11/2024 Strategic Partners V TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ **Kevin Foster** ICONIO Strategic Partners V-B, L.P., By: ICONIQ Strategic Partners V GP, L.P., By: ICONIQ 12/11/2024 Strategic Partners V TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ **Kevin Foster** ICONIQ Strategic Partners V Co-Invest, L.P. (Series ST), By: ICONIQ Strategic Partners V GP, L.P., By: ICONIQ 12/11/2024 Strategic Partners V TT GP, Ltd., By: Kevin Foster, Title: Head of Strategy, /s/ Kevin Foster ICONIO Strategic Partners V Co-Invest, L.P. (Series ST2), By: ICONIQ

Strategic Partners V TT GP, Ltd., By: Kevin Foster,

Strategic Partners V GP, L.P., By: ICONIQ

Title: Head of Strategy, /s/

Kevin Foster

\*\* Signature of Reporting Person

Date

12/11/2024

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

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).