

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>Griffith William J.G.</u> <hr/> (Last) (First) (Middle) C/O ICONIQ CAPITAL, LLC 50 BEALE STREET, STE. 2300 <hr/> (Street) SAN FRANCISCO CA 94105 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/11/2024	3. Issuer Name and Ticker or Trading Symbol <u>ServiceTitan, Inc. [TTAN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾	599,982	I	By ICONIQ Strategic Partners II Co-Invest, L.P. (ST Series) ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	212,137	I	By ICONIQ Strategic Partners II Co-Invest, L.P. (ST-2 Series) ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	1,392,914	I	By ICONIQ Strategic Partners II, L.P. ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	1,090,436	I	By ICONIQ Strategic Partners II-B, L.P. ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	62,180	I	By ICONIQ Strategic Partners III, L.P. ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	66,436	I	By ICONIQ Strategic Partners III-B, L.P. ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	100,000	I	By ICONIQ Strategic Partners V Co-Invest, L.P. (Series ST) ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	183,056	I	By ICONIQ Strategic Partners V, L.P. ⁽²⁾⁽³⁾
Common Stock ⁽¹⁾	245,497	I	By ICONIQ Strategic Partners V-B, L.P. ⁽²⁾⁽³⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A-1 Preferred Stock	(4)	(4)	Common Stock ⁽¹⁾	344,853	(4)	I	By ICONIQ Strategic Partners II Co-Invest, L.P. (ST Series) ⁽²⁾⁽³⁾

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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

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 Series) and 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 TT GP, Ltd. ("ICONIQ Parent GP III") is the sole general partner of ICONIQ GP III. ICONIQ Strategic Partners V GP, L.P. ("ICONIQ GP V") is the sole general partner of ICONIQ Strategic Partners V, L.P., ICONIQ Strategic Partners V-B, 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 the Reporting Person are the sole equity holders of ICONIQ Parent GP II and ICONIQ Parent GP III and Divesh Makan, the Reporting Person 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. The Reporting Person disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Exchange Act, except to the extent of his pecuniary interest therein, if any. This report shall not be deemed an admission that the Reporting Person 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:

Exhibit 24 - Power of Attorney

/s/ Olive Huang, Attorney-in-Fact 12/11/2024

** 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 5 (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.

**SECTION 16 AND FORM 144
POWER OF ATTORNEY**

December 2, 2024

With respect to holdings of and transactions in securities issued by ServiceTitan, Inc. (the “**Company**”), the undersigned hereby constitutes and appoints the individuals named on **Schedule A** attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned’s true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, Schedules 13D and 13G in accordance with Section 13 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and the rules thereunder, and Forms 3, 4, and 5 in accordance with Section 16 of the Exchange Act and the rules thereunder, and Notices of Proposed Sale of Securities Pursuant to Rule 144 (“**Form 144**”), in accordance with the requirements of Rule 144 under the Securities Act of 1933, as amended (the “**Securities Act**”); and
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D, Schedule 13G, Form 3, Form 4, Form 5, and Form 144, complete and execute any amendment or amendments thereto, and to timely file such Schedule 13D, Schedule 13G, Form 3, Form 4, Form 5, and Form 144, as applicable, and any amendment thereto, with the United States Securities and Exchange Commission and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned’s responsibilities to comply with Section 13 and Section 16 of the Exchange Act, or Rule 144 under the Securities Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any Schedule 13D, Schedule 13G, Form 3, Form 4, Form 5, and Form 144 with respect to the undersigned’s holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first set forth above.

/s/ William J.G. Griffith

William J.G. Griffith

Schedule A

**INDIVIDUALS APPOINTED AS ATTORNEY-IN-FACT,
WITH FULL POWER OF SUBSTITUTION AND RESUBSTITUTION**

1. Dave Sherry, Chief Financial Officer
 2. Michele O'Connor, Chief Accounting Officer
 3. Hannah Chen, Technical Accounting Manager
 4. Olive Huang, Chief Legal Officer
 5. Scott Booth, Deputy General Counsel
 6. Paige Smith, Director, Corporate Legal
 7. Mark Baer, Stock Administration Manager
 8. Chris Trombetta, Chief People Officer
 9. Nina Katsman, Chief of Staff
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