

**FORM 4**

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

OMB APPROVAL  
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**STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person Riverwood Capital Partners III (Parallel - A) L.P.		2. Issuer Name and Ticker or Trading Symbol ForgeRock, Inc. [FORG]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ Officer (give title below) _____ X _____ 10% Owner ____ Other (specify below)	
(Last) (First) (Middle) 70 WILLOW ROAD, SUITE 100,		3. Date of Earliest Transaction (Month/Day/Year) 09/20/2021			
(Street) MENLO PARK, CA 94025		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) ____ Form filed by One Reporting Person ____ X ____ Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (u)	09/20/2021		C(u)		3,334,873	A	(u)	3,334,873	I	See Footnote (3) (4)
Common Stock (u)	09/20/2021		C(u)		693,374	A	(u)	693,374	I	See Footnote (4) (5)
Common Stock (u)	09/20/2021		C(u)		1,155,624	A	(u)	1,155,624	I	See Footnote (4) (6)
Common Stock (u)	09/20/2021		C(u)		1,245,326	A	(u)	4,580,199	I	See Footnote (3) (4)
Common Stock (u)	09/20/2021		C(u)		258,924	A	(u)	952,298	I	See Footnote (4) (5)
Common Stock (u)	09/20/2021		C(u)		431,539	A	(u)	1,587,163	I	See Footnote (4) (6)
Common Stock (u)	09/20/2021		J(u)		4,580,199	D	(u)	0	I	See Footnote (3) (4)
Common Stock (u)	09/20/2021		J(u)		952,298	D	(u)	0	I	See Footnote (4) (5)
Common Stock (u)	09/20/2021		J(u)		1,587,163	D	(u)	0	I	See Footnote (4) (6)

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

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 control number.

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**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. Transaction Code (Instr. 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 Underlying Securities (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 of Derivative Security: 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				
Series E Preferred Stock	(u)	09/20/2021		C(u)		3,334,873		(u)	(u)	Common Stock (u)	3,334,873	\$ 0	0	I	See Footnote (3) (4)
Series E Preferred Stock	(u)	09/20/2021		C(u)		693,374		(u)	(u)	Common Stock (u)	693,374	\$ 0	0	I	See Footnote (4) (5)
Series E Preferred Stock	(u)	09/20/2021		C(u)		1,155,624		(u)	(u)	Common Stock (u)	1,155,624	\$ 0	0	I	See Footnote (4) (6)
Series E-1 Preferred Stock	(u)	09/20/2021		C(u)		1,245,326		(u)	(u)	Common Stock (u)	1,245,326	\$ 0	0	I	See Footnote (3) (4)
Series E-1 Preferred Stock	(u)	09/20/2021		C(u)		258,924		(u)	(u)	Common Stock (u)	258,924	\$ 0	0	I	See Footnote (4) (5)
Series E-1 Preferred Stock	(u)	09/20/2021		C(u)		431,539		(u)	(u)	Common Stock (u)	431,539	\$ 0	0	I	See Footnote (4) (6)
Class B Common Stock	(u)	09/20/2021		J(u)		4,580,199		(u)	(u)	Class A Common Stock	4,580,199	(u)	4,580,199	I	See Footnote (3) (4)
Class B Common Stock	(u)	09/20/2021		J(u)		952,298		(u)	(u)	Class A Common Stock	952,298	(u)	952,298	I	See Footnote (4) (5)
Class B Common Stock	(u)	09/20/2021		J(u)		1,587,163		(u)	(u)	Class A Common Stock	1,587,163	(u)	1,587,163	I	See Footnote (4) (6)

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Riverwood Capital Partners III (Parallel - A) L.P. 70 WILLOW ROAD, SUITE 100 MENLO PARK, CA 94025		X		
Riverwood Capital III L.P. 70 WILLOW ROAD SUITE 100 MENLO PARK, CA 94025-3652		X		
Riverwood Capital GP III Ltd. 70 WILLOW ROAD SUITE 100 MENLO PARK, CA 94025-3652		X		
RCP III AIV L.P. 70 WILLOW ROAD SUITE 100 MENLO PARK, CA 94025-3652		X		
Riverwood Capital Partners III (Parallel - B) L.P. 70 WILLOW ROAD SUITE 100 MENLO PARK, CA 94025-3652		X		
Parks Jeffrey T 70 WILLOW ROAD SUITE 100 MENLO PARK, CA 94025-3652	X			

## Signatures

/s/ Jeffrey T. Parks, Director of Riverwood Capital GP III Ltd., general partner of Riverwood Capital III L.P.  Signature of Reporting Person	09/27/2021 Date
/s/ Jeffrey T. Parks, Director of Riverwood Capital GP III Ltd., general partner of Riverwood Capital III L.P., general partner of Riverwood Capital Partners III (Parallel-A) L.P.  Signature of Reporting Person	09/27/2021 Date
/s/ Jeffrey T. Parks, Director of Riverwood Capital GP III Ltd., general partner of Riverwood Capital III L.P., general partner of Riverwood Capital Partners III (Parallel-B) L.P.  Signature of Reporting Person	09/27/2021 Date
/s/ Jeffrey T. Parks, Director of Riverwood Capital GP III Ltd., general partner of RCP III AIV L.P.  Signature of Reporting Person	09/27/2021 Date
/s/ Jeffrey T. Parks, Director of Riverwood Capital GP III Ltd.  Signature of Reporting Person	09/27/2021 Date
/s/ Jeffrey T. Parks  Signature of Reporting Person	09/27/2021 Date

## Explanation of Responses:

\* 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).

- (1) All shares of Series E Preferred Stock, par value \$0.001 per share ("Series E Preferred Stock") and Series E-1 Preferred Stock, par value \$0.001 per share ("Series E-1 Preferred Stock"), of ForgeRock, Inc. (the "Issuer") automatically converted on a one-for-one basis to shares of the Issuer's initial public offering (the "IPO") of its Class A common stock, par value \$0.001 per share ("Class A Common Stock"), without payment of consideration. Immediately thereafter, but still prior to the closing of the IPO, all shares of Common Stock were reclassified into shares of Class A Common Stock.
- (2) Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of the Class A Common Stock. Additionally, each share of Class B Common Stock will, subject to certain exceptions, convert automatically into one share of Class A Common Stock.
- (3) Shares are held by RCP III AIV L.P. Riverwood Capital III L.P. is the general partner of RCP III AIV L.P. Riverwood Capital GP III Ltd. is the general partner of Riverwood Capital III L.P. Consequently, Riverwood Capital III L.P. and Riverwood Capital GP III Ltd. may be deemed to be reporting persons.
- (4) Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934, the Reporting Person is a beneficial owner of the securities reported herein.
- (5) Shares are held by Riverwood Capital Partners III (Parallel-A) L.P. Riverwood Capital III L.P. is the general partner of Riverwood Capital Partners III (Parallel-A) L.P. Riverwood Capital GP III Ltd. is the general partner of Riverwood Capital III L.P. Consequently, Riverwood Capital III L.P. and Riverwood Capital GP III Ltd. are deemed to be reporting persons.
- (6) Shares are held by Riverwood Capital Partners III (Parallel-B) L.P. Riverwood Capital III L.P. is the general partner of Riverwood Capital Partners III (Parallel-B) L.P. Riverwood Capital GP III Ltd. is the general partner of Riverwood Capital III L.P. Consequently, Riverwood Capital III L.P. and Riverwood Capital GP III Ltd. are deemed to be reporting persons. Riverwood Capital Partners III (Parallel-A) L.P., Riverwood Capital Partners III (Parallel-B) L.P., RCP III AIV L.P., Riverwood Capital Partners III L.P., Riverwood Capital GP III Ltd., Riverwood Capital Partners III (Parallel-A) L.P. and Riverwood Capital Partners III (Parallel-B) L.P. are referred to collectively herein as the "Riverwood Capital Partners III".

## Remarks:

Jeffrey T. Parks is a member of the board of director of the Issuer and a member of the investment committee and a shareholder of Riverwood Capital GP III Ltd. He disclaims beneficial ownership with respect to the shares beneficially owned by him.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.