

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0001834429  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer C3.ai, Inc.  
SEC File Number 001-39744  
Address of Issuer 1400 SEAPORT BLVD  
REDWOOD CITY  
CALIFORNIA  
94063  
Phone 650-503-2200  
Name of Person for Whose Account the Securities are To Be Sold Behzadi Houman

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer FORMER OFFICER

## 144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
COMMON	MERRILL LYNCH 520 NEWPORT CENTER DRIVE 20TH FLOOR NEWPORT BEACH CA 92660	948883	35526179.00	112113226	06/23/2023	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

## 144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired	Is this a Gift?	Date Donor Acquired	Amount of Securities Acquired	Date of Payment	Nature of Payment *
COMMON	12/20/2016	PREVIOUS STOCK OPTION EXERCISE	C3.AI, INC	<input type="checkbox"/>		17166	12/20/2016	CASH
COMMON	09/10/2020	PREVIOUS STOCK OPTION EXERCISE	C3.AI, INC	<input type="checkbox"/>		213942	09/10/2020	CASH
COMMON	06/23/2022	RESTRICTED STOCK UNIT VEST	C3.AI, INC	<input type="checkbox"/>		325	06/23/2002	N/A
COMMON	09/15/2022	RESTRICTED STOCK UNIT VEST	C3.AI, INC	<input type="checkbox"/>		84487	09/15/2022	N/A
COMMON	12/15/2022	RESTRICTED STOCK UNIT VEST	C3.AI, INC	<input type="checkbox"/>		38337	12/15/2022	N/A
COMMON	03/15/2023	RESTRICTED STOCK UNIT VEST	C3.AI, INC	<input type="checkbox"/>		38219	03/15/2023	N/A
COMMON	06/15/2023	RESTRICTED STOCK UNIT VEST	C3.AI, INC	<input type="checkbox"/>		38338	06/15/2023	N/A
COMMON	06/20/2023	RESTRICTED STOCK UNIT VEST	C3.AI, INC	<input type="checkbox"/>		5876	06/20/2023	N/A
COMMON	06/23/2023	STOCK OPTION EXERCISE	C3.AI, INC	<input type="checkbox"/>		512193	06/27/2023	CASH

\* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

## 144: Securities Sold During The Past 3 Months

Nothing to Report

## 144: Remarks and Signature

Remarks

Date of Notice 06/23/2023

**ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature HOUMAN BEHZADI

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**