

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>Moskovitz Dustin A.</u>  (Last) (First) (Middle) C/O ASANA, INC. 633 FOLSOM STREET, SUITE 100  (Street) SAN FRANCISCO CA 94107  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Asana, Inc. [ ASAN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, CEO, & Chair
	3. Date of Earliest Transaction (Month/Day/Year) 12/20/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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)	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			
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		23,292	A	\$72.24 <sup>(2)</sup>	8,362,968	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		23,418	A	\$73.23 <sup>(3)</sup>	8,386,386	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		16,719	A	\$74.12 <sup>(4)</sup>	8,403,105	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		33,276	A	\$75.91 <sup>(5)</sup>	8,436,381	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		175,543	A	\$76.77 <sup>(6)</sup>	8,611,924	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		159,883	A	\$77.58 <sup>(7)</sup>	8,771,807	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		42,631	A	\$78.69 <sup>(8)</sup>	8,814,438	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		8,441	A	\$79.72 <sup>(9)</sup>	8,822,879	D	
Class A Common Stock	12/20/2021		p <sup>(1)</sup>		16,797	A	\$80.57 <sup>(10)</sup>	8,839,676	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		13,239	A	\$73.24 <sup>(11)</sup>	8,852,915	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		46,473	A	\$74.27 <sup>(12)</sup>	8,899,388	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		52,792	A	\$75.01 <sup>(13)</sup>	8,952,180	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		71,303	A	\$76.2 <sup>(14)</sup>	9,023,483	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		99,219	A	\$77.12 <sup>(15)</sup>	9,122,702	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		54,861	A	\$78.17 <sup>(16)</sup>	9,177,563	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		56,421	A	\$79.4 <sup>(17)</sup>	9,233,984	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		96,689	A	\$80.02 <sup>(18)</sup>	9,330,673	D	
Class A Common Stock	12/21/2021		p <sup>(1)</sup>		9,003	A	\$80.72 <sup>(19)</sup>	9,339,676	D	
Class A Common Stock	12/22/2021		p <sup>(1)</sup>		17,623	A	\$78.37 <sup>(20)</sup>	9,357,299	D	
Class A Common Stock	12/22/2021		p <sup>(1)</sup>		71,296	A	\$79.22 <sup>(21)</sup>	9,428,595	D	
Class A Common Stock	12/22/2021		p <sup>(1)</sup>		66,344	A	\$80.11 <sup>(22)</sup>	9,494,939	D	
Class A Common Stock	12/22/2021		p <sup>(1)</sup>		70,866	A	\$81.11 <sup>(23)</sup>	9,565,805	D	
Class A Common Stock	12/22/2021		p <sup>(1)</sup>		23,871	A	\$81.95 <sup>(24)</sup>	9,589,676	D	
Class A Common Stock								4,147,046	I	See footnote <sup>(25)</sup>

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 3 and 4)	6. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Title and Amount of Underlying Derivative Security (Instr. 3 and 4)	9. Price of Derivative Security (Instr. 5)	10. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	11. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	12. Nature of Indirect Beneficial Ownership (Instr. 4)
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<b>Explanation of Responses:</b>											
1. The purchases reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.											
2. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$71.85 to \$71.86 per share. 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 purchased at each separate price within the range set forth in this footnote.											
3. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$72.85 to \$73.74 per share. 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 purchased at each separate price within the range set forth in this footnote.											
4. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$73.86 to \$74.58 per share. 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 purchased at each separate price within the range set forth in this footnote.											
5. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$75.23 to \$76.22 per share. 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 purchased at each separate price within the range set forth in this footnote.											
6. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$76.24 to \$77.23 per share. 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 purchased at each separate price within the range set forth in this footnote.											
7. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$77.24 to \$78.12 per share. 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 purchased at each separate price within the range set forth in this footnote.											
8. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$78.30 to \$79.27 per share. 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 purchased at each separate price within the range set forth in this footnote.											
9. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$79.31 to \$80.24 per share. 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 purchased at each separate price within the range set forth in this footnote.											
10. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$80.31 to \$80.85 per share. 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 purchased at each separate price within the range set forth in this footnote.											
11. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$72.60 to \$73.55 per share. 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 purchased at each separate price within the range set forth in this footnote.											
12. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$73.62 to \$74.59 per share. 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 purchased at each separate price within the range set forth in this footnote.											
13. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$74.64 to \$75.61 per share. 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 purchased at each separate price within the range set forth in this footnote.											
14. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$75.67 to \$76.64 per share. 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 purchased at each separate price within the range set forth in this footnote.											
15. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$76.67 to \$77.66 per share. 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 purchased at each separate price within the range set forth in this footnote.											
16. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$77.69 to \$78.68 per share. 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 purchased at each separate price within the range set forth in this footnote.											
17. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$78.69 to \$79.68 per share. 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 purchased at each separate price within the range set forth in this footnote.											
18. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$79.69 to \$80.65 per share. 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 purchased at each separate price within the range set forth in this footnote.											
19. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$80.69 to \$80.863 per share. 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 purchased at each separate price within the range set forth in this footnote.											
20. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$77.65 to \$78.63 per share. 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 purchased at each separate price within the range set forth in this footnote.											
21. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$78.66 to \$79.62 per share. 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 purchased at each separate price within the range set forth in this footnote.											
22. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$79.66 to \$80.65 per share. 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 purchased at each separate price within the range set forth in this footnote.											
23. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$80.66 to \$81.65 per share. 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 purchased at each separate price within the range set forth in this footnote.											
24. The reported price in Column 4 is a weighted average purchase price. These shares were purchased in multiple transactions at prices ranging from \$81.66 to \$82.25 per share. 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 purchased at each separate price within the range set forth in this footnote.											
25. The shares are held of record by Dustin A. Moskovitz TTEE Dustin A. Moskovitz Trust DTD 12/27/05.											

**Remarks:**

/s/ Katie Colendich, Attorney-in-Fact 12/22/2021  
 \*\* 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.

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