FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Name ar Founde	Issuer Name and Ticker or Trading Symbol Asana, Inc. [ASAN]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner										
(Last) (First) (Middle) ONE LETTERMAN DRIVE BUILDING D, 5TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 09/30/2020									Office below	r (give	title		:her (sp :low)	pecify	
(Street) SAN FRANCI	4129	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person										
(City)	City) (State) (Zip)																			
			I - Non-Deriva					ıired,	_	-							1			
1. Title of S	Security (Ins	2. Transaction Date (Month/Day/Year	Exe) if ar	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. Amount of Securities Beneficially Owned Following			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)				
							Code	v	Amo	unt	(A) or (D)	Price	Re Tra	ported ansaction str. 3 and		(1110411.4)		(IIIOIII ·		
Class A Common Stock 09/30/2						S		39	7,425	D	\$27.01	(1)	6,198,565		I		By Partnership ⁽²⁾			
Class A C	Common St	09/30/2020						41	7,410	D	\$28.66	(3)	5,781,155		I		By Partnership ⁽²⁾			
Class A Common Stock 09/30/2							S		32	0,665	D	D \$29.24 ⁽		5,460,490		I		By Partnership ⁽²⁾		
Class A Common Stock 09/30/2020							S		127,57		D	\$27.01	(1)	1,989,764		I		By Partnership ⁽⁵⁾		
Class A Common Stock 09/30/2							S	1		133,990		\$28.66	(3)	1,855,774		I		By Partnership ⁽⁵⁾		
Class A Common Stock 09/30/2020							S		102,935		D	\$29.24(4)		1,752,839		I		By Partnership ⁽⁵⁾		
	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)		Transaction Code (Instr.		- 11	6. Date Exe Expiration (Month/Day				Amount of Securities Underlying Derivative Security (Instr 3 and 4)		Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		rship (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)		Date Exercis	able	Expirati Date	on Tit	Amour or Number of Shares	er	1 1						

Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.00 to \$27.23, inclusive. 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 sold at each separate price within the ranges set forth in this footnote.
- 2. These shares are held of record by The Founders Fund IV, LP ("FFIV"). The Founders Fund IV Management, LLC ("FFIVM") is the general partner of FFIV. FIVM disclaims beneficial ownership of the reported shares except to the extent of its pecuniary interest therein.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.04 to \$29.03, inclusive. 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 sold at each separate price within the ranges set forth in this footnote.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.04 to \$29.59, inclusive. 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 sold at each separate price within the ranges set forth in this footnote.
- 5. These shares are held of record by The Founders Fund IV Principals Fund, LP ("FFIVP"). FFIVM is the general partner of FFIVP. FFIVM disclaims beneficial ownership of the reported shares except to the extent of its pecuniary interest therein.

Remarks:

/s/Brian Singerman, Managing Member

10/02/2020

** 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.

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.