FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  LACEY ELEANOR B						2. Issuer Name <b>and</b> Ticker or Trading Symbol Asana, Inc. [ ASAN ]									(Che		cable) or (give title	g Pers	10% Ov Other (s	vner	
(Last) (First) (Middle) C/O ASANA, INC. 1550 BRYANT STREET, SUITE 200						3. Date of Earliest Transaction (Month/Day/Year) 06/10/2021										GC, Corporate Secretary					
(Street) SAN FRANCISCO CA 94103 (City) (State) (Zip)					4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line	Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tab	le I - Non	-Deriv	ative	e Se	curit	ies Ac	qui	ired, C	Disp	osed o	f, or	Bene	eficiall	y Owned					
Da			Date	ate Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year		·,  ;	Code (Instr					5. Amou Securitie Benefici Owned F	es For ially (D) Following (I) (		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
										Code	v	Amount	(1	A) or D)	Price	Transact	tion(s)			(	
Class A Common Stock 06					0/202	/2021				M		10,00	0	Α	\$4.02	2 139	,359		D		
Class A Common Stock				06/10	0/2021					S <sup>(1)</sup>		10,00	0 D		\$45	129	,359		D		
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 D if any (Month/Day)	Date, 1	Code (In		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exp	Date Exe Diration I Donth/Day	Date	of Securities		s ecurity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	/e es ally ng d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exe	te ercisable		xpiration ate	Title	N O	Amount or Number of Shares						
Stock Option (right to buy)	\$4.02	06/10/2021			М			10,000		(2)	0	7/29/2029	Class Comn Stoc	non ]	10,000	\$0.00	313,50	00	D		

## **Explanation of Responses:**

- 1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- 2. 1/4 of the shares subject to the option vested on July 22, 2020, and 1/48 of the shares vest monthly thereafter.

## Remarks:

/s/ Katie Colendich, Attorneyin-Fact

\*\* Signature of Reporting Person

06/11/2021 Date

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

- $^{\star}$  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.