

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Rosenstein Justin</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 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/19/2025	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/19/2025		C ⁽¹⁾		3,000,000	A	\$0	3,210,398	D	
Class A Common Stock	12/22/2025		C ⁽¹⁾		665,000	A	\$0	3,875,398	D	
Class A Common Stock	12/22/2025		G		665,000 ⁽²⁾	D	\$0	3,210,398	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 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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Class B Common Stock ⁽³⁾	(3)	12/19/2025		C ⁽¹⁾			3,000,000	(3)	(3)	Class A Common Stock	3,000,000	\$0	7,716,532	D	
Class B Common Stock ⁽³⁾	(3)	12/22/2025		C ⁽¹⁾			665,000	(3)	(3)	Class A Common Stock	665,000	\$0	7,051,532	D	
Class B Common Stock ⁽³⁾	(3)	12/22/2025		J ⁽⁴⁾			125,000	(3)	(3)	Class A Common Stock	125,000	\$0	722,458	I	See footnote ⁽⁵⁾
Class B Common Stock ⁽³⁾	(3)	12/22/2025		J ⁽⁴⁾		125,000		(3)	(3)	Class A Common Stock	125,000	\$0	7,176,532	D	
Class B Common Stock ⁽³⁾	(3)							(3)	(3)	Class A Common Stock	460,000		460,000	I	See footnote ⁽⁶⁾
Class B Common Stock ⁽³⁾	(3)							(3)	(3)	Class A Common Stock	539,719		539,719	I	See footnote ⁽⁷⁾

Explanation of Responses:

- Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Reporting Person.
- Represents shares of Class A Common Stock that the Reporting Person donated as a gift to The One Project Foundation. The Reporting Person does not exercise voting or investment control, directly or indirectly, over The One Project Foundation or any of its affiliates, or over the donated shares following this transfer. The Reporting Person does not have any pecuniary interest in any shares held by The One Project Foundation.
- Each share of Class B Common Stock is convertible into one share of Class A Common Stock upon the option of the holder and has no expiration date.
- The Justin Rosenstein 2024 Grantor Retained Annuity Trust transferred the shares as an annuity payment to the Reporting Person.
- The shares are held of record by Justin Rosenstein 2024 Grantor Retained Annuity Trust. The Reporting Person is the grantor and trustee of Justin Rosenstein 2024 Grantor Retained Annuity Trust and may be deemed to have voting power and dispositive over the shares held by the trust.
- The shares are held of record by Justin Rosenstein Trust. The Reporting Person was appointed trustee of Justin Rosenstein Trust and may be deemed to have voting power and dispositive power over the shares held by the trust.
- The shares are held of record by Justin Rosenstein Non-Exempt Trust. The Reporting Person was appointed trustee of Justin Rosenstein Non-Exempt Trust trustee and may be deemed to have voting power and dispositive power over the shares held by the trust.

Remarks:

/s/ Katie Colendich, Attorney-in-Fact 12/23/2025

** 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.

