UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 Date of Report (Date of earliest event reported): December 1, 2022

Asana, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware (State or Other Jurisdiction of Incorporation)	001-39495 (Commission File Number)	26-3912448 (IRS Employer Identification No.)
633 Folsom Street, Suite 100		
San Francisco, CA		94107
(Address of Principal Executive Office	s)	(Zip Code)
	(415) 525-3888 (Registrant's Telephone Number, Including Area Co	de)
(Form	Not Applicable ner Name or Former Address, if Changed Since Last	Report)
Check the appropriate box below if the Form 8-K filing following provisions (see General Instructions A.2. bel		ing obligation of the registrant under any of the
☐ Written communications pursuant to Rule 425 ur	nder the Securities Act (17 CFR 230.425)	
☐ Soliciting material pursuant to Rule 14a-12 unde	er the Exchange Act (17 CFR 240.14a-12)	
☐ Pre-commencement communications pursuant to	Rule 14d-2(b) under the Exchange Act (17	CFR 240.14d-2(b))
☐ Pre-commencement communications pursuant to	Rule 13e-4(c) under the Exchange Act (17	CFR 240.13e-4(c))
Securities registered pursuant to Section 12(b) of the A	let:	
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock, \$0.00001 par value	ASAN	New York Stock Exchange
		Long-Term Stock Exchange
Indicate by check mark whether the registrant is an em chapter) or Rule 12b-2 of the Securities Exchange Act		05 of the Securities Act of 1933 (§230.405 of this
Emerging growth company \Box		
If an emerging growth company, indicate by check man or revised financial accounting standards provided purs		

Item 2.02 Results of Operations and Financial Condition.

On December 1, 2022, Asana, Inc. issued a press release announcing its financial results for the fiscal quarter ended October 31, 2022. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

The information furnished under this Item 2.02 and in the accompanying Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release, dated December 1, 2022, announcing financial results for the quarter ended October 31, 2022.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ASANA, INC.

Dated: December 1, 2022 By: /s/ Eleanor Lacey

Eleanor Lacey

General Counsel and Corporate Secretary

Asana Announces Record Third Quarter Fiscal 2023 Revenues

Third quarter revenue growth up 41% year over year

Revenues from customers spending \$5,000 or more on an annualized basis grew 52% year over year

Customers spending \$100,000 or more on an annualized basis grew 78% year over year

December 1, 2022 – San Francisco, CA – Asana, Inc. (NYSE: ASAN)(LTSE: ASAN), a leading work management platform for organizations, today reported financial results for its third quarter fiscal 2023 ended October 31, 2022.

"We reported a strong quarter with revenues up 41 percent year over year. The number of customers spending \$100,000 or more grew 78 percent, year over year, and our largest deployment is now over 150,000 seats. Our success with large enterprises continues to drive growth," said Dustin Moskovitz, co-founder and chief executive officer of Asana. "While macroeconomic cross currents continue to impact the business in the near term, our leading technology and strong brand position us well in the enormous and untapped Work Management market over the long term. We will continue to actively manage the business to improve efficiencies while maintaining our leadership in product innovation."

Third Quarter Fiscal 2023 Financial Highlights

- Revenues: Revenues were \$141.4 million, an increase of 41% year over year.
- Operating Loss: GAAP operating loss was \$101.1 million, or 71% of revenues, compared to GAAP operating loss of \$68.1 million, or 68% of revenues, in the third quarter of fiscal 2022. Non-GAAP operating loss was \$52.6 million, or 37% of revenues, compared to non-GAAP operating loss of \$41.3 million, or 41% of revenues, in the third quarter of fiscal 2022.
- Net Loss: GAAP net loss was \$100.9 million, compared to GAAP net loss of \$69.3 million in the third quarter of fiscal 2022. GAAP net loss per share was \$0.49, compared to GAAP net loss per share of \$0.37 in the third quarter of fiscal 2022. Non-GAAP net loss was \$52.4 million, compared to non-GAAP net loss of \$42.5 million in the third quarter of fiscal 2022. Non-GAAP net loss per share was \$0.26, compared to non-GAAP net loss per share of \$0.23 in the third quarter of fiscal 2022.
- Cash Flow: Cash flows from operating activities were negative \$46.2 million, compared to negative \$28.5 million in the third quarter of fiscal 2022. Free cash flow was negative \$48.5 million, compared to negative \$29.5 million in the third quarter of fiscal 2022.

Business Highlights

- The number of customers spending \$5,000 or more on an annualized basis in Q3 grew to 18,700, an increase of 32% year over year. Revenues from these customers in Q3 grew 52% year over year.
- The number of customers spending \$100,000 or more on an annualized basis in Q3 grew to 493, an increase of 78% year over year.
- Overall dollar-based net retention rate in Q3 was over 120%.
- Dollar-based net retention rate for customers with \$5,000 or more in annualized spend in Q3 was over 128%.
- Dollar-based net retention rate for customers with \$100,000 or more in annualized spend in Q3 was over 140%.

- Launched Enterprise-Grade Goals, a new suite of features to give enterprise leaders a holistic view of progress
 against strategic initiatives, and provided new enterprise-focused insights in the latest Anatomy of Work Special
 Report.
- Established The Work Innovation Lab, a think tank by Asana that develops human-centered, cutting-edge research to help businesses evolve today to meet the growing changes and challenges of the future of work.
- Named a Customers' Choice in the 2022 Gartner Peer Insights 'Voice of the Customer' for the 'Enterprise Agile Planning Tools' market.
- Recognized for our influential enterprise offerings in Fast Company's Brands That Matter list and for Asana Flow in Fast Company's Innovation by Design.

Financial Outlook

For the fourth quarter of fiscal 2023, Asana expects:

- Revenues of \$144.0 million to \$146.0 million, representing year over year growth of 30% at the midpoint.
- Non-GAAP operating loss of \$60.0 million to \$57.0 million.
- Non-GAAP net loss per share of \$0.28 to \$0.27, assuming basic and diluted weighted average shares outstanding of approximately 215 million.

For fiscal year 2023, Asana expects:

- Revenues of \$541.0 million to \$543.0 million, representing year over year growth of 43%.
- Non-GAAP operating loss of \$230.0 million to \$227.0 million.
- Non-GAAP net loss per share of \$1.15 to \$1.14, assuming basic and diluted weighted average shares outstanding of approximately 200 million.

These statements are forward-looking and actual results may materially differ. Refer to the "Forward-Looking Statements" section below for information on the factors that could cause Asana's actual results to materially differ from these forward-looking statements.

A reconciliation of non-GAAP outlook measures to corresponding GAAP measures is not available on a forward-looking basis without unreasonable effort due to the uncertainty regarding, and the potential variability of, many of these costs and expenses that may be incurred in the future. Asana has provided a reconciliation of GAAP to non-GAAP financial measures in the financial statement tables for its third quarter fiscal year 2023 non-GAAP results included in this press release.

Earnings Conference Call Information

Asana will hold a conference call and live webcast today to discuss these results at 1:30 p.m. Pacific Time. A live webcast and replay will be available on the Asana Investor Relations website at: https://investors.asana.com. The conference call can also be accessed by dialing (844) 200-6205, or +1 929-526-1599 (outside of the US). The conference access code is 762183.

Forward-Looking Statements

This press release contains "forward-looking" statements within the meaning of the Private Securities Litigation Reform Act of 1995 that are based on management's beliefs and assumptions and on information currently available to management. Forward-looking statements include, but are not limited to, statements about our ability to execute on our current strategies, the ability of our technology and brand to withstand macroeconomic pressures, our estimates regarding the size of the addressable market for our solutions, Asana's outlook for the fourth fiscal quarter and the full fiscal year ending January 31, 2023,

expected benefits of our offerings, Asana's market position, and potential market opportunities. Forward-looking statements generally relate to future events or Asana's future financial or operating performance. Forward-looking statements include all statements that are not historical facts and in some cases can be identified by terms such as "anticipate," "expect," "intend," "plan," "believe," "continue," "could," "potential," "may," "will," "goal," or similar expressions and the negatives of those terms. However, not all forward-looking statements contain these identifying words. Forwardlooking statements involve known and unknown risks, uncertainties and other factors, including factors beyond Asana's control, that may cause Asana's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks include, but are not limited to, risks and uncertainties related to: Asana's ability to achieve future growth and sustain its growth rate, Asana's ability to attract and retain customers and increase sales to its customers, Asana's ability to develop and release new products and services and to scale its platform, Asana's ability to increase adoption of its platform through Asana's self-service model, Asana's ability to maintain and grow its relationships with strategic partners, the highly competitive and rapidly evolving market in which Asana participates, Asana's international expansion strategies, and the impact of the COVID-19 pandemic. Further information on risks that could cause actual results to differ materially from forecasted results are included in Asana's filings with the SEC, including Asana's Quarterly Report on Form 10-Q for the quarter ended July 31, 2022 and subsequent filings with the SEC. Any forward-looking statements contained in this press release are based on assumptions that Asana believes to be reasonable as of this date. Except as required by law, Asana assumes no obligation to update these forward-looking statements, or to update the reasons if actual results differ materially from those anticipated in the forward-looking statements.

Use of Non-GAAP Financial Measures

To supplement our consolidated financial statements, which are prepared and presented in accordance with GAAP, Asana uses certain non-GAAP financial measures to understand and evaluate its core operating performance. In this release, Asana's non-GAAP gross profit, gross margin, operating expenses, operating expenses as a percentage of revenue, operating loss, operating margin, net loss, net loss per share, free cash flow are not presented in accordance with GAAP and are not intended to be used in lieu of GAAP presentations of results of operations. These non-GAAP financial measures, which may be different from similarly titled measures used by other companies, are presented to enhance investors' overall understanding of Asana's financial performance and should not be considered a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP. Investors are encouraged to review the reconciliation of these non-GAAP measures to their most directly comparable GAAP financial measures. A reconciliation of the non-GAAP financial measures to such GAAP measures can be found in the accompanying financial statements included with this press release.

Asana believes that these non-GAAP financial measures provide useful information about its financial performance, enhance the overall understanding of Asana's past performance and future prospects, facilitate period-to-period comparisons of operations, and allow for greater transparency with respect to important metrics used by Asana's management for financial and operational decision-making. Asana is presenting these non-GAAP financial metrics to assist investors in seeing its financial performance through the eyes of management, and because Asana believes that these measures provide an additional tool for investors to use in comparing its core financial performance over multiple periods with other companies in Asana's industry.

Asana believes excluding the following items from the GAAP Condensed Consolidated Statements of Operations is useful to investors and others in assessing Asana's operating performance due to the following factors:

- Share-based compensation expenses. Although share-based compensation is an important aspect of the compensation of our employees and executives, management believes it is useful to exclude share-based compensation expenses to better understand the long-term performance of our core business and to facilitate comparison of our results to those of peer companies.
- Employer payroll tax associated with RSUs. The amount of employer payroll tax-related items on employee stock transactions is dependent on Asana's stock price and other factors that are beyond its control and that do not correlate to the operation of the business.
- Non-cash and non-recurring expenses. Non-cash expenses include the amortization of debt discount and non-cash interest related to the senior mandatory convertible promissory notes and non-recurring expenses include direct listing fees and costs related to restructuring. Asana believes the exclusion of the non-cash and non- recurring items provides useful supplemental information to investors and facilitates the analysis of our operating results and comparison of operating results across reporting periods.

There are a number of limitations related to the use of non-GAAP measures as compared to GAAP measures of gross profit, gross margin, operating expenses, operating expenses as a percentage of revenue, operating loss, operating margin, net loss, and net loss per share, including that the non-GAAP measures exclude stock-based compensation expense, which has been, and will continue to be for the foreseeable future, a significant recurring expense in Asana's business and an important part of its compensation strategy.

Asana also uses the non-GAAP financial measure of free cash flow, which is defined as net cash from operating activities less cash used for purchases of property and equipment and capitalized internal-use software costs, plus non-recurring expenditures such as capital expenditures from the purchases of property and equipment associated with the build-out of Asana's corporate headquarters in San Francisco. Asana believes free cash flow is an important liquidity measure of the cash that is available, after capital expenditures and operational expenses, for investment in its business and to make acquisitions. Asana believes that free cash flow is useful to investors as a liquidity measure because it measures Asana's ability to generate or use cash. There are a number of limitations related to the use of free cash flow as compared to net cash from operating activities, including that free cash flow includes capital expenditures, the benefits of which are realized in periods subsequent to those when expenditures are made.

Definitions of Business Metrics

Customers spending over \$5,000, \$50,000, and \$100,000 on an annualized basis

We define customers spending over \$5,000, \$50,000, and \$100,000 as those organizations on a paid subscription plan that had \$5,000 or more or \$50,000 or more or \$100,000 or more in annualized GAAP revenues in a given quarter, respectively, inclusive of discounts.

Dollar-based net retention rate

Asana's reported dollar-based net retention rate equals the simple arithmetic average of its quarterly dollar-based net retention rate for the four quarters ending with the most recent fiscal quarter. Asana calculates its dollar-based net retention rate by comparing its revenues from the same set of customers in a given quarter, relative to the comparable prior-year

period. To calculate Asana's dollar-based net retention rate for a given quarter, Asana starts with the revenues in that quarter from customers that generated revenues in the same quarter of the prior year. Asana then divides that amount by the revenues attributable to that same group of customers in the prior-year quarter. Current period revenues include any upsells and are net of contraction or attrition over the trailing 12 months, but exclude revenues from new customers in the current period. Asana expects its dollar-based net retention rate to fluctuate in future periods due to a number of factors, including the expected growth of its revenue base, the level of penetration within its customer base, and its ability to retain its customers.

About Asana

Asana helps organizations orchestrate their work, from small projects to strategic initiatives. Headquartered in San Francisco, CA, Asana has more than 135,000 paying customers and millions of free organizations in over 200 countries and territories. Global customers such as Amazon, Affirm, Japan Airlines, and Sky rely on Asana to manage everything from company objectives to digital transformation to product launches and marketing campaigns. For more information, visit www.asana.com.

Disclosure of Material Information

Asana announces material information to its investors using SEC filings, press releases, public conference calls, and on its investor relations page of Asana's website at https://investors.asana.com. Asana uses these channels, as well as social media, including its Twitter account (@asana), its blog (blog.asana.com), its LinkedIn page (www.linkedin.com/company/asana), its Instagram account (@asana), and its Facebook page (www.facebook.com/asana/), to communicate with investors and the public about Asana, its products and services and other matters. Therefore, Asana encourages investors, the media and others interested in Asana to review the information it makes public in these locations, as such information could be deemed to be material information.

Catherine Buan Asana Investor Relations ir@asana.com

Stephanie Hess Asana Corporate Communications press@asana.com

ASANA, INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (In thousands, except per share data)

(unau	dited)

	,	Three Months Ended October 31,				Nine Months Ended October 31				
		2022		2021		2022		2021		
Revenues	\$	141,439	\$	100,337	\$	396,981	\$	266,488		
Cost of revenues ⁽¹⁾		15,160		9,581		41,354		27,364		
Gross profit		126,279		90,756		355,627		239,124		
Operating expenses:										
Research and development(1)		75,509		53,788		215,947		142,209		
Sales and marketing(1)		113,713		73,295		320,228		194,009		
General and administrative(1)		38,165		31,761		128,064		81,027		
Total operating expenses		227,387		158,844		664,239		417,245		
Loss from operations		(101,108)		(68,088)		(308,612)		(178,121)		
Interest income and other income (expense), net		1,291		(446)		(219)		(766)		
Interest expense		(457)		(353)		(1,125)		(18,078)		
Loss before provision for income taxes		(100,274)		(68,887)		(309,956)		(196,965)		
Provision for income taxes		631		393		2,786		1,328		
Net loss	\$	(100,905)	\$	(69,280)	\$	(312,742)	\$	(198,293)		
Net loss per share:					-					
Basic and diluted	\$	(0.49)	\$	(0.37)	\$	(1.60)	\$	(1.15)		
Weighted-average shares used in calculating net loss per share:										
Basic and diluted		204,657		185,022		195,261		172,684		

(1) Amounts include stock-based compensation expense as follows:

	Three Months Ended October 31,			Nine Months En	nded October 31,																																		
	2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2022		2021
Cost of revenues	\$	461	\$	192	\$ 1,200	\$	462																																
Research and development		25,030		14,351	70,606		34,741																																
Sales and marketing		15,018		7,138	43,028		16,641																																
General and administrative		7,482		4,172	21,000		10,421																																
Total stock-based compensation expense	\$	47,991	\$	25,853	\$ 135,834	\$	62,265																																

ASANA, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (In thousands) (unaudited)

	(October 31, 2022	J	January 31, 2022
Assets				
Current assets				
Cash and cash equivalents	\$	509,091	\$	240,403
Marketable securities		36,322		71,628
Accounts receivable, net		59,345		59,085
Prepaid expenses and other current assets		50,955		40,278
Total current assets		655,713		411,394
Property and equipment, net		94,632		99,632
Restricted cash, noncurrent		1,499		_
Operating lease right-of-use assets		179,639		174,083
Investments, noncurrent		_		2,760
Other assets		21,525		19,166
Total assets	\$	953,008	\$	707,035
Liabilities and Stockholders' Equity				
Current liabilities				
Accounts payable	\$	8,119	\$	11,557
Accrued expenses and other current liabilities		75,432		60,915
Deferred revenue, current		212,194		170,143
Operating lease liabilities, current		14,627		12,573
Total current liabilities		310,372		255,188
Term loan, net		30,458		34,612
Deferred revenue, noncurrent		2,644		4,082
Operating lease liabilities, noncurrent		212,935		208,422
Other liabilities		1,630		891
Total liabilities		558,039		503,195
Stockholders' equity				
Common stock		2		2
Additional paid-in capital		1,540,200		1,034,252
Accumulated other comprehensive loss		(2,703)		(626)
Accumulated deficit		(1,142,530)		(829,788)
Total stockholders' equity		394,969		203,840
Total liabilities and stockholders' equity	\$	953,008	\$	707,035

ASANA, INC. SUMMARY OF CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (In thousands) (unaudited)

Adjustments to reconcile net loss to net cash used in operating activities: Allowance for expected credit losses Depreciation and amortization Amortization of deferred contract acquisition costs Stock-based compensation expense Net amortization (accretion) of premium (discount) on marketable securities Non-cash lease expense Amortization of discount on convertible notes and term loan issuance costs Non-cash interest expense Changes in operating assets and liabilities: Accounts receivable Prepaid expenses and other current assets Other assets Other assets (1) Accounts payable Accrued expenses and other liabilities Deferred revenue Operating lease liabilities Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Maturities of marketable securities Maturities of marketable securities Sales of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1)	905) 315) ,204 937 ,991 (7) ,058 5 —		(69,280) 472 3,129 2,317 25,848 115 4,462	\$ 1,045 9,507 10,509 135,834	\$ (198,293 1,238 5,501 5,939 62,260
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securities Non-cash lease expense Amortization of discount on convertible notes and term loan issuance costs Non-cash interest expense Changes in operating assets and liabilities: Accounts receivable Prepaid expenses and other current assets Other assets Other assets (1 Accounts payable Accrued expenses and other liabilities Deferred revenue Operating lease liabilities (3) Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Maturities of marketable securities Maturities of marketable securities Sales of morketable securities Sales of morketable securities Sales of morketable securities Maturities of marketable securities Sales of morketable securities Accounts passets (1) (1) (2) (3) (4) (4) (4) (5) (5) (6) (6) (6) (6) (6) (6	5 - .580) ,547		4,462	50	
Amortization of discount on convertible notes and term loan issuance costs Non-cash interest expense Changes in operating assets and liabilities: Accounts receivable (6 Prepaid expenses and other current assets 5 Other assets (1 Accounts payable (1 Accrued expenses and other liabilities (1 Deferred revenue (4 Operating lease liabilities (3) Net cash used in operating activities (46 Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs	5 — (580) (547		ĺ	20	701
Amortization of discount on convertible notes and term loan issuance costs Non-cash interest expense Changes in operating assets and liabilities: Accounts receivable (6 Prepaid expenses and other current assets 5 Other assets (1 Accounts payable (1 Accrued expenses and other liabilities (1 Deferred revenue (4 Operating lease liabilities (3) Net cash used in operating activities (46 Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs			Í	11,426	13,242
Changes in operating assets and liabilities: Accounts receivable Prepaid expenses and other current assets Other assets Other assets (1 Accounts payable Accrued expenses and other liabilities (1) Deferred revenue Operating lease liabilities (3) Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs			4	13	10,640
Changes in operating assets and liabilities: Accounts receivable Prepaid expenses and other current assets Other assets Other assets (1 Accounts payable Accrued expenses and other liabilities (1 Deferred revenue Operating lease liabilities (3) Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs	,547		_		6,670
Accounts receivable Prepaid expenses and other current assets Other assets Other assets (1 Accounts payable Accrued expenses and other liabilities (1) Deferred revenue Operating lease liabilities (3) Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1) Proceeds from private placement—related party, net of offering costs	,547				.,
Prepaid expenses and other current assets Other assets Other assets (1 Accounts payable Accrued expenses and other liabilities (1 Deferred revenue Operating lease liabilities (3 Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs	,547	((12,979)	(1,377)	(13,979
Other assets Accounts payable Accrued expenses and other liabilities Deferred revenue Operating lease liabilities (3) Net cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan Proceeds from private placement—related party, net of offering costs (1) (1) (2) (3) (46) (46) (46) (50) (51) (52) (54) (61) (72) (73) (74) (74) (75) (75) (76) (76) (77) (77) (77) (77) (77) (77		,	(3,417)	(22,155)	(8,988
Accounts payable Accrued expenses and other liabilities Deferred revenue Operating lease liabilities Operating lease liabilities Ot cash used in operating activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs	178)		(2,843)	(3,201)	(6,316
Accrued expenses and other liabilities Deferred revenue Operating lease liabilities Net cash used in operating activities Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Maturities of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs	864)		7,371	(3,333)	9,063
Deferred revenue 4 Operating lease liabilities (3 Net cash used in operating activities (46 Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Purchases of property and equipment (1 Capitalized internal-use software costs Net cash provided by investing activities Proceeds from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs 347	258)		(2,779)	15,225	10,57
Net cash used in operating activities Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1) Proceeds from private placement—related party, net of offering costs	,665		15,157	40,614	48,82
Net cash used in operating activities Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Proceeds from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1) Proceeds from private placement—related party, net of offering costs	478)		3,923	(10,374)	8,464
Cash flows from investing activities Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs 347	178)		(28,500)	(128,959)	(44,460
Purchases of marketable securities Sales of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1) Proceeds from private placement—related party, net of offering costs			, , ,	 	 ,
Sales of marketable securities Maturities of marketable securities Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1) Proceeds from private placement—related party, net of offering costs	2	((13,453)	(72,216)	(61,923
Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan Proceeds from private placement—related party, net of offering costs (1) (2)	_		2		373
Purchases of property and equipment Capitalized internal-use software costs Net cash provided by investing activities Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan Proceeds from private placement—related party, net of offering costs (1)	314		43,549	110,204	124,58
Capitalized internal-use software costs Net cash provided by investing activities Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan Proceeds from private placement—related party, net of offering costs (1)	457)		(10,746)	(3,140)	(40,303
Net cash provided by investing activities 51 Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs 347	882)		(191)	(952)	(487
Cash flows from financing activities Proceeds from term loan, net of issuance costs Repayment of term loan Proceeds from private placement—related party, net of offering costs 347	,977		19,161	 33,896	22,248
Proceeds from term loan, net of issuance costs Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs 347					,
Repayment of term loan (1 Proceeds from private placement—related party, net of offering costs 347	_		_	_	9,000
Proceeds from private placement—related party, net of offering costs 347	000)		(500)	(2,667)	(1,167
	384		_	347,384	
	_		_	(2)	(36
Proceeds from exercise of stock options	980		3,859	4,627	12,82
•	959		7,223	17,115	13,350
	323		10,582	 366,457	 33,974
			260	 (1,207)	 178
			1,503	270,187	11,940
Cash, cash equivalents, and restricted cash	489)		1,505	270,107	11,01
		2	270,315	240,403	259,878
End of period \$ 510	489)		271,818	\$ 510,590	\$ 271,818

ASANA, INC. Reconciliation of GAAP to Non-GAAP Data (In thousands, except percentages) (unaudited)

	unaud	· · · · · · · · · · · · · · · · · · ·		0.41.31		Nine Months Ended October 31,						
		Three Months E	nded (2021		Nine Months Er	ided (2021				
Reconciliation of gross profit and gross margin		2022		2021		2022		2021				
GAAP gross profit	\$	126,279	\$	90,756	\$	355,627	\$	239,124				
Plus: stock-based compensation and related employer payroll tax associated with RSUs	Ψ	470	Ψ	205	Ψ	1,226	Ψ	493				
Non-GAAP gross profit	\$	126,749	\$	90,961	\$	356,853	\$	239,617				
GAAP gross margin		89.3 %		90.5 %		89.6 %		89.7 %				
Non-GAAP adjustments		0.3 %		0.2 %		0.3 %		0.2 %				
Non-GAAP gross margin		89.6 %		90.7 %		89.9 %		89.9 %				
Reconciliation of operating expenses												
GAAP research and development	\$	75,509	\$	53,788	\$	215,947	\$	142,209				
Less: stock-based compensation and related employer payroll tax associated with RSUs		(25,293)		(14,671)		(72,216)		(36,004)				
Non-GAAP research and development	\$	50,216	\$	39,117	\$	143,731	\$	106,205				
GAAP research and development as percentage of revenue		53.4 %		53.6 %		54.4 %		53.4 %				
Non-GAAP research and development as percentage of revenue		35.5 %		39.0 %		36.2 %		39.9 %				
GAAP sales and marketing	\$	113,713	\$	73,295	\$	320,228	\$	194,009				
Less: stock-based compensation and related employer payroll tax associated with RSUs		(15,185)		(7,518)		(43,744)		(17,452)				
Non-GAAP sales and marketing	\$	98,528	\$	65,777	\$	276,484	\$	176,557				
GAAP sales and marketing as percentage of revenue		80.4 %		73.0 %		80.7 %		72.8 %				
Non-GAAP sales and marketing as percentage of revenue		69.7 %		65.6 %		69.6 %		66.3 %				
GAAP general and administrative	\$	38,165	\$	31,761	\$	128,064	\$	81,027				
Less: stock-based compensation and related employer payroll tax		(5.505)		(4.416)		(21.510)		(11.000)				
associated with RSUs	Φ.	(7,587)	Φ.	(4,416)	Ф	(21,510)	Φ.	(11,009)				
Non-GAAP general and administrative	\$	30,578	\$	27,345	\$	106,554	\$	70,018				
GAAP general and administrative as percentage of revenue		27.0 %		31.7 %		32.3 %		30.4 %				
Non-GAAP general and administrative as percentage of revenue		21.6 %		27.3 %		26.8 %		26.3 %				
Reconciliation of operating loss and operating margin		21.0 /0		27.5 70		20.0 70		20.5 70				
GAAP loss from operations	\$	(101,108)	\$	(68,088)	\$	(308,612)	\$	(178,121)				
Plus: stock-based compensation and related employer payroll tax associated with RSUs		48,535		26,810		138,696		64,958				
Non-GAAP loss from operations	\$	(52,573)	\$	(41,278)	\$	(169,916)	\$	(113,163)				
GAAP operating margin		(71.5)%		(67.9)%		(77.7)%		(66.8)%				
Non-GAAP adjustments		34.3 %		26.8 %		34.9 %		24.4 %				
Non-GAAP operating margin		(37.2)%		(41.1)%		(42.8)%		(42.4)%				
· r · · · · · · · · · · · · · ·		<u> </u>		<u> </u>	_			<u> </u>				

ASANA, INC. Reconciliation of GAAP to Non-GAAP Data (In thousands, except percentages and per share data) (unaudited)

(unau	ancu	• •							
	Three Months Ended October 31,				Nine Months Ended October 31,				
		2022		2021		2022		2021	
Reconciliation of net loss									
GAAP net loss	\$	(100,905)	\$	(69,280)	\$	(312,742)	\$	(198,293)	
Plus: stock-based compensation and related employer payroll tax associated with RSUs		48,535		26,810		138,696		64,958	
Plus: amortization of debt discount		_		_		_		10,628	
Plus: non-cash interest		_		_		_		6,670	
Non-GAAP net loss	\$	(52,370)	\$	(42,470)	\$	(174,046)	\$	(116,037)	
Reconciliation of net loss per share			_						
GAAP net loss per share, basic	\$	(0.49)	\$	(0.37)	\$	(1.60)	\$	(1.15)	
Non-GAAP adjustments to net loss		0.23		0.14		0.71		0.48	
Non-GAAP net loss per share, basic	\$	(0.26)	\$	(0.23)	\$	(0.89)	\$	(0.67)	
Weighted-average shares used in GAAP and non-GAAP per share calculation, basic and diluted		204,657	_	185,022		195,261	-	172,684	
		TI M (1 E		10.41 21		N' M d E		0.1.21	
		Three Months E	na	2021		Nine Months Er	iaea	2021	
Computation of free cash flow			_	2021	_			2021	
Net cash provided by investing activities	\$	51,977	\$	19,161	\$	33,896	\$	22,248	
Net cash provided by financing activities	\$	355,323	\$	5 10,582	\$	366,457	\$	33,974	
Net cash used in operating activities	\$	(46,178)	\$		\$	(128,959)	\$	(44,460)	
Less: purchases of property and equipment	-	(1,457)	4	(10,746)	-	(3,140)	-	(40,303)	
Less: capitalized internal-use software costs		(882)		(191)		(952)		(487)	
Plus: purchases of property and equipment from build-out of corporate headquarters		_		9,939		2		38,551	

(48,517) \$

(29,498) \$

(133,049)

Plus: direct listing expenses

Free cash flow

270

(46,429)