SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 193/

OMB APPROVAL

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

			or Section 30(h) of the Investment Company Act of 1940					
1. Name and Address of Reporting Person [*] Singh Amit K.		ng Person [*]	2. Issuer Name and Ticker or Trading Symbol Asana, Inc. [ASAN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				X	Director	10% Owner		
·			—	_	Officer (give title	Other (specify		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)		
C/O ASANA, I	NC.		02/01/2022					
633 FOLSOM	STREET, S	UITE 100						
/Streat)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) SAN FRANCISCO	CA	94107		X	Form filed by One Re	porting Person		
					Form filed by More than One Reporting Person			
(City)	(State)	(Zip)						
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. Transa Code (8)	ction			Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Class A Common Stock	02/01/2022		A		107(1)	A	\$0.00	2,839	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction 6. Date Exercisable and 1. Title of 3A. Deemed 5. Number 7. Title and 8. Price of 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Ownership Derivative Conversion Date (Month/Day/Year) Execution Date, Transaction Amount of Derivative derivative of Indirect Derivative or Exercise Price of Derivative Security (Instr. 3) if any Code (Instr. 8) Securities Security (Instr. 5) Securities Form: Beneficial Direct (D) (Month/Day/Year) Underlying Derivative Securities Beneficially Ownership or Indirect (I) (Instr. 4) Acquired Owned (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 Security (Instr. Security Following 3 and 4) Reported Transaction(s) (Instr. 4) and 5) Amount Number Date Expiration Date of Code v (A) (D) Exercisable Title Shares

Explanation of Responses:

1. These shares represent the Class A Common Stock that the Reporting Person elected to receive in lieu of cash compensation under the Issuer's Non-Employee Director Compensation Policy for the quarter ended January 31, 2022. The number of shares of Class A Common Stock received in lieu of cash was calculated based on the closing price of a share of Class A Common Stock on January 31, 2022

Remarks:

/s/ Katie Colendich, Attorney-02/03/2022

in-Fact

** 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.