Exhibit 10.1  
SHARE PURCHASE AGREEMENT  
This SHARE PURCHASE AGREEMENT (this “Agreement”) is made and entered into as of September 6, 2022 (the “Effective Date”) by and among Asana, Inc., a Delaware corporation (the “Company”), and the Investor identified on Exhibit A attached hereto (the “Investor”).  
RECITALS  
A. The Company and the Investor are executing and delivering this Agreement in reliance upon the exemption from securities registration afforded by the provisions of Section 4(a)(2) of the 1933 Act (as defined below); and  
B. The Investor wishes to purchase from the Company, and the Company wishes to sell and issue to the Investor, upon the terms and subject to the conditions stated in this Agreement, shares (the “Shares”) of the Company’s Class A Common Stock, par value $0.00001 per share (the “Class A Common Stock”).  
In consideration of the mutual promises made herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:  
1. Definitions. For the purposes of this Agreement, the following terms shall have the meanings set forth below:  
“Affiliate” means, with respect to any Person, any other Person which directly or indirectly through one or more intermediaries Controls, is controlled by, or is under common Control with such Person. For the avoidance of doubt, the Company and its subsidiaries shall not be deemed to be Affiliates of the Investor.