FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washingtor	, D.C.	20549
------------	--------	-------

STATEMENT	OF CHA	NGES IN	BENEFIC	CIAL	OWNER	SHIP

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

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

Name and Address of Reporting Person* <u>Biffi Andrea</u>				2. Issuer Name and Ticker or Trading Symbol ASENSUS SURGICAL, INC. [ ASXC ]									ck all applic Directo	able) r	g Pers	ion(s) to Issi 10% Ow			
(Last)	(F	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 06/06/2023								Officer below)	(give title		Other (s below)	pecify	
VIA CERESIO N. 7					4. If /	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) MILAN	L	6	20154											X		led by Mor		orting Person One Repor	
(City)	(S	itate)	(Zip)		Ru	le :	10b5-:	1(c)	Transa	actio	on Inc	licatio	n	•					
	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										to								
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transpose (Month/L				action 2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispos Code (Instr. 5)		urities Acquired (A) or sed Of (D) (Instr. 3, 4 a			5. Amour Securitie Beneficia Owned F	es Formally (D) (Following (I) (I		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership Instr. 4)				
					Code V Amount (A) or P			Price	Transaction(s)										
	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 Daif any (Month/Day/	ate, T	ransacti ode (Ins	snsaction de (Instr. Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s	e S Illy	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				С	ode	v	(A)	(D)	Date Exercisable		piration ate	Title	or Nu	nount mber Shares		(Instr. 4)			
Stock Option <sup>(1)</sup>	\$0.56	06/06/2023			A		117,690		(2)	06	/06/2030	Common	n 11	7,690	\$0.00	117,69	0	D	

## **Explanation of Responses:**

- $1.\ Represents\ an\ equity\ award\ is sued\ under\ the\ Registrant's\ Amended\ and\ Restated\ Incentive\ Compensation\ Plan.$
- 2. The stock options will vest on a quarterly basis over the one year following the date of grant, with the first vesting on the date of grant.

## Remarks:

/s/ Joshua Weingard, as attorney-in-fact for Andrea

06/08/2023

<u>Biffi</u>

\*\* 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.