

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Milne David Bruce</u> (Last) (First) (Middle) C/O ASENSUS SURGICAL, INC. 1 TW ALEXANDER DRIVE, SUITE 160 (Street) DURHAM NC 27703 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ASENSUS SURGICAL, INC. [ASXC]</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) 03/04/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/04/2022		P		50,000	A	\$0.6377 ⁽¹⁾	294,884	D	
Common Stock	03/04/2022		P		50,000	A	\$0.6423 ⁽²⁾	344,884	D	
Common Stock	03/04/2022		P		50,000	A	\$0.6349 ⁽³⁾	394,884	D	
Common Stock	03/07/2022		P		50,000	A	\$0.6065 ⁽⁴⁾	444,884	D	
Common Stock	03/07/2022		P		100,000	A	\$0.6155 ⁽⁵⁾	544,884	D	
Common Stock	03/07/2022		P		5,768	A	\$0.6191 ⁽⁶⁾	550,652	D	
Common Stock	03/07/2022		P		69,232	A	\$0.6297 ⁽⁷⁾	619,884 ⁽⁸⁾	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)					

Explanation of Responses:

- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.6305 to \$0.64 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.6385 to \$0.6485 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.6325 to \$0.64 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.6051 to \$0.6136 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.61 to \$0.6161 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.6161 to \$0.62 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The purchase price reported here is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$0.6232 to \$0.63 inclusive. The reporting person undertakes to provide to Asensus Surgical, Inc., any security holder of Asensus Surgical, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.
- The securities held following the reported transactions include 29,231 Restricted Stock Units granted on July 1, 2021. Forfeiture restrictions will lapse on such Restricted Stock Units on the first anniversary of the date of grant, or, if earlier, on the date of the Company's 2022 annual meeting of stockholders.

Remarks:

/s/Joshua Weingard, as Attorney-in-Fact for David B. Milne 03/08/2022

** 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.

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