

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

| | | |
|---|--|---|
| 1. Name and Address of Reporting Person* <u>ALBA MANUEL</u> (Last) (First) (Middle) <u>C/O ASTERA LABS, INC.</u> <u>2901 TASMAN DRIVE, SUITE 205</u> (Street) <u>SANTA CLARA</u> CA 95054 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Astera Labs, Inc. [ALAB]</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) <u>12/02/2024</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 12/02/2024 | | s ⁽¹⁾ | | 1,677 | D | \$101.5975 ⁽²⁾ | 482,186 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 4,100 | D | \$102.5737 ⁽⁴⁾ | 478,086 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 5,823 | D | \$103.5033 ⁽⁵⁾ | 472,263 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 400 | D | \$104.195 ⁽⁶⁾ | 471,863 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 7,178 | D | \$101.6161 ⁽⁷⁾ | 2,167,320 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 16,930 | D | \$102.5762 ⁽⁹⁾ | 2,150,390 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 25,520 | D | \$103.4835 ⁽¹⁰⁾ | 2,124,870 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/02/2024 | | s ⁽¹⁾ | | 1,372 | D | \$104.3701 ⁽¹¹⁾ | 2,123,498 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 4,100 | D | \$105.5215 ⁽¹²⁾ | 467,763 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 105 | D | \$108.2971 ⁽¹³⁾ | 467,658 | I | By Casa Alameda 2007, LLC ⁽³⁾ |

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 | 12/03/2024 | | s ⁽¹⁾ | | 100 | D | \$108.46 | 467,558 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 1,100 | D | \$110.45 ⁽¹⁴⁾ | 466,458 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 1,100 | D | \$111.3727 ⁽¹⁵⁾ | 465,358 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 1,342 | D | \$112.6923 ⁽¹⁶⁾ | 464,016 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 999 | D | \$113.5797 ⁽¹⁷⁾ | 463,017 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 700 | D | \$114.5671 ⁽¹⁸⁾ | 462,317 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 1,400 | D | \$115.7886 ⁽¹⁹⁾ | 460,917 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 1,054 | D | \$116.5896 ⁽²⁰⁾ | 459,863 | I | By Casa Alameda 2007, LLC ⁽³⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 300 | D | \$105.7533 ⁽²¹⁾ | 2,123,198 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 400 | D | \$106.94 ⁽²²⁾ | 2,122,798 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 600 | D | \$108.15 ⁽²³⁾ | 2,122,198 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 1,700 | D | \$109.6523 ⁽²⁴⁾ | 2,120,498 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 6,345 | D | \$110.5421 ⁽²⁵⁾ | 2,114,153 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 6,086 | D | \$111.3372 ⁽²⁶⁾ | 2,108,067 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 8,910 | D | \$112.5609 ⁽²⁷⁾ | 2,099,157 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 5,223 | D | \$113.5478 ⁽²⁸⁾ | 2,093,934 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 6,949 | D | \$114.5955 ⁽²⁹⁾ | 2,086,985 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 8,995 | D | \$115.8509 ⁽³⁰⁾ | 2,077,990 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | 12/03/2024 | | s ⁽¹⁾ | | 5,492 | D | \$116.6297 ⁽³¹⁾ | 2,072,498 | I | By Alba Trust ⁽⁸⁾ |
| Common Stock | | | | | | | | 5,000 | I | By spouse |

29. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$114.1500 to \$115.1400, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

30. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$115.2900 to \$116.2800, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

31. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$116.2900 to \$117.2100, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

/s/ Philip Mazzara, Attorney-
in-Fact 12/04/2024

** 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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