FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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hours per response	. 0.5							

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-

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

	ee Instruction 1																	
1. Name and Address of Reporting Person* <u>ALBA MANUEL</u>			2. Issuer Name and Ticker or Trading Symbol Astera Labs, Inc. [ALAB]								5. Relationship of Reporting (Check all applicable) i Director			10% (Owner			
(Last) (First) (Middle) C/O ASTERA LABS, INC. 2901 TASMAN DRIVE, SUITE 205		3. Date of Earliest Transaction (Month/Day/Year) 09/20/2024										Office below	er (give title v)	Other below	(specify			
(Street) SANTA CLARA	CA	Λ 9	5054	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							r)	6. Individual or Joint/Group Filing (Check Applicabl Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(St	ate) (Ž	Zip)															
		Table	I - Non-Deriva	ative	Secui	rities	Ac	quire	ed, D	isposed o	of, or	Benefi	cially	Own	ed			
Date		2. Transaction Date (Month/Day/Ye	ear) l	2A. Deemed Execution Date, if any (Month/Day/Year)	T	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			d 5)	Securi Benefi Owner	i. Amount of Securities Beneficially Dwned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership			
							G	ode	v	Amount	(A) or (D)	Price	Reported Transactio (Instr. 3 ar		action(s)	(Instr. 4)	(Instr. 4)	
Common	Stock		09/20/202	4				S ⁽¹⁾		12,000	D	\$5	50	5(06,863	I	By Casa Alameda 2007, LLC ⁽²⁾	
Common	Stock		09/20/202	4				S ⁽¹⁾		51,000	D	\$50.0	019(3)	2,2	263,498	I	By Alba Trust ⁽⁴⁾	
Common	Stock		09/23/202	4				S ⁽¹⁾		7,977	D	\$50.3	146(5)	49	98,886	I	By Casa Alameda 2007, LLC ⁽²⁾	
Common	Stock		09/23/202	4				S ⁽¹⁾		23	D	\$5	51	498,863		I	By Casa Alameda 2007, LLC ⁽²⁾	
Common	Stock		09/23/202	4				S ⁽¹⁾		28,916	D	\$50.3	146(5)	2,234,582		I	By Alba Trust ⁽⁴⁾	
Common	Stock		09/23/202	4				S ⁽¹⁾		84	D	\$5	51	2,234,498		I	By Alba Trust ⁽⁴⁾	
Common	Stock													5,000		I	By spouse	
		Tal	ble II - Derivati (e.g., pu							sposed of , converti				Owne	d			
1. Title of Derivative Conversion Date Execution Date Execution Date If any		3A. Deemed Execution Date,	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. Tit Amo Secu Unde Deriv Secu	7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		yative derivative securities Beneficially Owned Following Reported Transactior (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)			
			Code	. V	(A)	(D)	Date Exe	e rcisab	Expiration le Date	n Title	Amour or Number of Shares	er						

Explanation of Responses:

^{1.} The sales reported in this Form 4 occurred automatically pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 31, 2024.

^{2.} These shares are owned directly by Casa Alameda 2007, LLC, of which the Reporting Person is manager. The Reporting Person disclaims beneficial ownership of these securities, except to the extent, if any, of his pecuniary interest therein, and the filing of this Form 4 is not an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

- 3. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$50.0000 to \$50.0800, 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.
- 4. These shares are owned directly by Manuel Alba-Marquez in trust for Alba 2003 Living Trust (the "Alba Trust"), of which the Reporting Person and his spouse are co-trustees. The Reporting Person disclaims beneficial ownership of these securities, except to the extent, if any, of his pecuniary interest therein, and the filing of this Form 4 is not an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- 5. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$50,0000 to \$50,9900, 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, Attorneyin-Fact <u>0</u>

09/24/2024

** Signature of Reporting Person

erson 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.