FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

affirmative defense 10b5-1(c). See Inst						
Name and Address of Reporting Person* Sim Brandon			2. Issuer Name and Ticker or Trading Symbol Astrana Health, Inc. [ASTH]	5. Relat (Check	s) to Issuer	
(Last) C/O ASTRANA	(First) HEALTH, INC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/29/2024	X	Officer (give title below) CEO and Presi	Other (specify below)
1668 S. GARFIE	LD AVENUE, 2ND	FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing (C	
(Street) ALHAMBRA	CA	91801		X Form filed by One Reporting Person Form filed by More than One Reporting Per		·
(City)	(State)	(Zip)				

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code V		Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/29/2024		F		37,957(3)	D	\$41.99	950,968(4)(5)	D	
Common Stock								258,824(1)	I	By Sim Family Irrevocable Trust 2021
Common Stock								392,816 ⁽²⁾	I	By Brandon Sim 2020 Irrevocable Trust

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	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)		5. Num Derivat Securit Acquire or Disp (D) (Ins and 5)	ive ies ed (A) osed of	6. Date Exerc Expiration Day/\(\text{Month/Day/\}\)	ate	7. Title and A Securities Un Derivative So (Instr. 3 and	nderlying ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

Explanation of Responses:

- 1. These securities are held by the Sim Family Irrevocable Trust 2021. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the filing of this report 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.
- 2. These securities are held by the Brandon Sim 2020 Irrevocable Trust. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the filing of this report 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. Represents the surrender of shares to offset against tax withholding obligations associated with certain shares of restricted stock that vested on March 29, 2024.
- 4. Includes 559,168 shares of unvested restricted stock, which will vest as follows (in each case subject to continuous employment with the Issuer): (i) 14,151 shares, which vest on November 2, 2024; (ii) 81,420 shares, which vest in three equal annual installments on June 27, 2024, 2025, and 2026; (iii) 8,335 shares, which vest in three equal annual installments on June 27, 2024, 2025, and 2026; (iv) 102,613 shares, which vest in six equal semi-annual installments, beginning September 30, 2024; and (v) 352,649 shares, which vest upon achievement of certain pre-established performance goals. Also includes 86,305 restricted stock units, which will vest in eight equal semi-annual installments beginning on October 2, 2024 (subject to continuous employment with the Issuer).
- 5. Total holdings includes 86,305 restricted stock units that were granted on April 2, 2024, as previously disclosed in a Form 4 filed on April 4, 2024.

<u>/s/ Brandon Sim</u> <u>04/19/2024</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.