

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* HOROWITZ BENJAMIN A (Last) (First) (Middle) C/O OKTA, INC. 301 BRANNAN STREET (Street) SAN FRANCISCO CA 94107 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Okta, Inc. [OKTA]	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) 06/08/2018	
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			
Class A Common Stock	06/08/2018		C		3,171,395	A	\$0.00	3,171,395	I	By Andreessen Horowitz Fund I, L.P. ⁽¹⁾
Class A Common Stock	06/08/2018		J ⁽²⁾		3,171,395	D	\$0.00	0	I	By Andreessen Horowitz Fund I, L.P. ⁽¹⁾
Class A Common Stock	06/08/2018		J ⁽²⁾		921,168	A	\$0.00	921,168	I	By AH Equity Partners I, L.L.C. ⁽¹⁾
Class A Common Stock	06/08/2018		J ⁽²⁾		921,168	D	\$0.00	0	I	By AH Equity Partners I, L.L.C. ⁽¹⁾
Class A Common Stock	06/08/2018		J ⁽²⁾		15,857	A	\$0.00	63,733	I	By AH Capital Management, L.L.C. ⁽³⁾
Class A Common Stock	06/08/2018		J ⁽²⁾		438,083	A	\$0.00	1,712,116	I	See footnote ⁽⁴⁾
Class A Common Stock								11,765	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)	Date Exercisable	Expiration Date					
Class B Common Stock	(5)	06/08/2018		C		3,171,395		(5)	(5)	Class A Common Stock	\$0.00 ⁽⁵⁾	0	I	By Andreessen Horowitz Fund I, L.P. ⁽¹⁾

