**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**
   - **ARCHAMBEAU SHELLYE L**
     - (Last) FRANCISCO
     - (First) SHELLYE
     - (Middle) L
     - C/O OKTA, INC. 100 FIRST ST, SUITE 600 SAN FRANCISCO CA 94105

2. **Issuer Name and Ticker or Trading Symbol**
   - **Okta, Inc. [OKTA]**

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 12/13/2020

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   - 12/15/2020

5. **Relationship of Reporting Person(s) to Issuer**
   - (Check all applicable)
     - Director
     - 10% Owner
     - Officer (give title below)
     - Other (specify below)

---

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Date of Earliest Transaction (Month/Day/Year)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Class A Common Stock</strong></td>
<td>12/13/2020</td>
<td>M 1,734 A $0.00</td>
<td>5,003 D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Date of Expiration Date</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Restricted Stock Units</strong></td>
<td>(1) 12/13/2020</td>
<td>M 1,734 (2) (2) Class A Common Stock 1,734</td>
<td>$0.00 1,735 D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

**Explanation of Responses:**
1. Each Restricted Stock Unit ("RSU") represents the right to receive one share of the Issuer's Class A Common Stock.
2. 33-1/3% of the shares underlying the RSU vested on December 13, 2019, and the remaining shares underlying the RSU shall vest in 2 equal annual installments thereafter, subject to the Reporting Person's continued service with the Issuer on each such date.

**Remarks:**

As/ Larissa Schwartz, attorney-in-fact of the Reporting Person 12/15/2020

**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).


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.