

**Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Rule 14a-11(c) or rule 14a-12

ASENSUS SURGICAL, INC.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
 - Fee paid previously with preliminary materials
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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P.O. BOX 8016, CARY, NC 27512-9903

Asensus Surgical, Inc. Important Notice Regarding the Availability of Proxy Materials

Stockholders Meeting to be held on
June 14, 2022

For Stockholders of record as of April 18, 2022

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to obtain directions to attend the meeting, go to: www.proxydocs.com/ASXC

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



For a convenient way to view proxy materials and VOTE go to
www.proxydocs.com/ASXC

Have the 12 digit control number located in the shaded box above available when you access the website and follow the instructions.

If you want to receive a paper or e-mail copy of the proxy material, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before June 03, 2022.

To order paper materials, use one of the following methods.


INTERNET
www.investorelections.com/ASXC


TELEPHONE
(866) 648-8133


*** E-MAIL**
paper@investorelections.com

When requesting via the Internet or telephone you will need the 12 digit control number located in the shaded box above.

* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

Asensus Surgical, Inc.

Meeting Type: Annual Meeting of Stockholders

Date: Tuesday, June 14, 2022

Time: 11:00 AM, Eastern Time

Place: Annual Meeting to be held live via the Internet - please visit www.proxydocs.com/ASXC to register to attend the meeting prior to June 13, 2022 11:59 PM, Eastern Time

You must register to attend the meeting online and/or participate at www.proxydocs.com/ASXC

SEE REVERSE FOR FULL AGENDA

Asensus Surgical, Inc.

Annual Meeting of Stockholders

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:
FOR ON PROPOSALS 1, 2 AND 3**

PROPOSAL

1. Election of seven directors.
 - 1.01 David B. Milne
 - 1.02 Anthony Fernando
 - 1.03 Andrea Biffi
 - 1.04 Kevin Hobert
 - 1.05 Elizabeth Kwo, M.D.
 - 1.06 Richard C. Pfenniger, Jr.
 - 1.07 William N. Starling
2. Advisory vote on the approval of the compensation of the Company's Named Executive Officers for 2021.
3. Ratification of the appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022.

In their discretion, the proxy holders are authorized to vote upon such other matters as may properly come before the Annual Meeting or any postponement or adjournment thereof.