



ASTRA SPACE, INC.  
34,000,000 SHARES OF CLASS A COMMON STOCK

This prospectus supplement amends and supplements the prospectus dated September 13, 2022 (as supplemented or amended from time to time, the “Prospectus”), which forms a part of our Registration Statement on Form S-1 (No. 333-267113). This prospectus supplement is being filed to update and supplement the information in the Prospectus with the information contained in our Current Report on Form 8-K, filed with the Securities and Exchange Commission (the “SEC”) on January 27, 2023 (the “Current Report”). Accordingly, we have attached the Current Report to this prospectus supplement.

The Prospectus and this prospectus supplement relate to the offer and resale of up to 34,000,000 shares of Class A Common Stock, par value \$0.0001 per share (the “**Class A Common Stock**”), of Astra Space, Inc. by B. Riley Principal Capital II, LLC (the “**Selling Stockholder**”). The shares included in the Prospectus and this Prospectus supplement consist of shares of Class A Common Stock that we may, in our discretion, elect to issue and sell to the Selling Stockholder pursuant to a common stock purchase agreement we entered into with the Selling Stockholder on August 2, 2022 (the “**Purchase Agreement**”). Such shares of Class A Common Stock include (i) up to 33,281,805 shares of our Class A Common Stock that we may, in our sole discretion, elect to sell to the Selling Stockholder from time to time after the date of this prospectus, pursuant to the Purchase Agreement and (ii) 718,195 shares of our Class A Common Stock we issued, or may issue if certain conditions are met, in each case, to the Selling Stockholder as consideration for its commitment to purchase shares of our Class A Common Stock in one or more purchases that we may, in our sole discretion, direct them to make, from time to time after the date of this prospectus, pursuant to the Purchase Agreement. See “*The Committed Equity Financing*” for a description of the Purchase Agreement and “*Selling Stockholder*” for additional information regarding the Selling Stockholder.

Our Class A common stock is listed on Nasdaq under the symbol “ASTR”. On January 26, 2023, the closing price of our Class A common stock was \$0.61 per share.

This prospectus supplement updates and supplements the information in the Prospectus and is not complete without, and may not be delivered or utilized except in combination with, the Prospectus, including any amendments or supplements thereto. This prospectus supplement should be read in conjunction with the Prospectus and if there is any inconsistency between the information in the Prospectus and this prospectus supplement, you should rely on the information in this prospectus supplement.

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**Investing in our securities involves risks that are described in the “Risk Factors” section beginning on page 17 of the Prospectus.**

**Neither the SEC nor any state securities commission has approved or disapproved of the securities to be issued under the Prospectus or determined if the Prospectus or this prospectus supplement is truthful or complete. Any representation to the contrary is a criminal offense.**

**The date of this prospectus supplement is January 27, 2023.**

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 25, 2023**

**Astra Space, Inc.**

(Exact name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-39426**  
(Commission File Number)

**85-1270303**  
(IRS Employer  
Identification No.)

**1900 Skyhawk Street**  
**Alameda, California**  
(Address of Principal Executive Offices)

**94501**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (866) 278-7217**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Securities registered pursuant to Section 12(b) of the Act:**

| <b>Title of each class</b>                         | <b>Trading<br/>Symbol(s)</b> | <b>Name of each exchange on which registered</b> |
|----------------------------------------------------|------------------------------|--------------------------------------------------|
| Class A common stock, par value \$0.0001 per share | ASTR                         | NASDAQ Global Select Market                      |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

## **Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

### **New Director Appointment**

On January 25, 2023, the Board of Directors of Astra Space, Inc. (the “Company”) appointed Julie Cullivan, as an independent director and as a member of the Board of Directors. Ms. Cullivan’s appointment is effective on February 1, 2023, and she will serve as Class II director for a term expiring at the 2025 annual meeting of stockholders (coterminous with the other Class II director). Ms. Cullivan was also appointed as a member of the Company’s Audit Committee.

Ms. Cullivan currently serves a special advisor to Brighton Park Capital, an investment firm specializing in the technology and healthcare sectors, joining there in 2020. From 2017 through 2021, she was the Chief Technology and People Officer at Forescout Technologies, Inc., a leading provider of compliance and cybersecurity for all connected devices, reporting to the CEO, where she was responsible for leading the company’s business model transformation, information technology strategy, security risk and compliance program, customer production operations, and human resources.

Prior to Forescout, Ms. Cullivan was the EVP, Business Operations and CIO at FireEye, Inc. Ms. Cullivan was a member of the executive team that set the company's strategy and helped scale FireEye from a private company with \$80 million in revenue, through its successful IPO, to a global publicly traded company with revenues of over \$700 million and a \$2.7 billion valuation.

Since 2017, Ms. Cullivan has served as a director for Axon Enterprise Inc. (Nasdaq: AXON), a leader in global public safety technology, where she is a member of the Audit Committee and chairs its Enterprise Risk and Information Security Committee. She also serves on the board of directors of Heartflow, Inc., a medical software company.

Ms. Cullivan has a B.S. degree in Finance from Santa Clara University.

### **Item 8.01 Other events**

On January 27, 2023, the Company issued a press release announcing the appointment of Ms. Cullivan to the Board. A copy of the press release is attached hereto as Exhibit 99.1.

### **Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u>                                                                  |
|--------------------|-------------------------------------------------------------------------------------|
| 99.1               | <u>Press release dated January 27, 2023, announcing appointment of new director</u> |
| 104                | Cover Page Interactive Data File (embedded with the Inline XBRL document)           |

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: January 27, 2023

Astra Space, Inc.

By: /s/ Axel Martinez

Name: Axel Martinez

Title: Chief Financial Officer

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**Julie Cullivan Joins Astra Board of Directors***Information technology and cybersecurity leader appointed to Audit Committee*

ALAMEDA, Calif., —January 27, 2023—Astra Space, Inc. (“Astra”) (Nasdaq: ASTR), a provider of products and services to the global space industry, is proud to announce the appointment of Julie Cullivan to the Astra Board of Directors effective February 1, 2023. Ms Cullivan will also join Astra’s Audit Committee.

Ms. Cullivan has held executive positions at FireEye, Autodesk, Forescout, McAfee, EMC, and Oracle. She is a recognized leader in cyber security and compliance and a sought-after speaker on topics including security as a boardroom imperative, women in security, innovation, and building high impact teams.

“Julie’s leadership will be instrumental as Astra focuses on delivering the next version of its launch system and spacecraft engines to support mission critical applications that demand the highest levels of security and reliability” said Chris Kemp, Founder, Chairman and CEO of Astra. “Her perspective and expertise will be invaluable to the organization, and we are excited to have her join our Board of Directors.”

“I am thrilled to be joining Astra’s board during this time of focus on operational excellence and growth,” said Cullivan. “I look forward to bringing my software, security and operational expertise to the leadership team and the board as we begin scaling production of mission-critical spacecraft engines, and the rigor required to deliver reliable launch services at scale.”

Ms. Cullivan has a B.S. degree in Finance from Santa Clara University and brings extensive business, information technology and cyber security expertise to the Astra Board of Directors. In addition to Astra, she serves on the board of directors for Axon Enterprise, Inc. and HeartFlow, Inc.

**About Astra**

Astra’s mission is to improve life on Earth from space® by creating a healthier and more connected planet. Today, Astra offers one of the lowest cost-per-launch dedicated orbital launch services of any operational launch provider in the world, and one of the industry’s first flight-proven electric propulsion systems for satellites, Astra Spacecraft Engine™. Astra delivered its first commercial launch to low Earth orbit in 2021, making it the fastest company in history to reach this milestone, just five years after it was founded in 2016. Astra (NASDAQ: ASTR) was the first space launch company to be publicly traded on Nasdaq. Visit [astra.com](https://astra.com) to learn more about Astra.

**Safe Harbor Statement**

Certain statements made in this press release are “forward-looking statements”. Forward-looking statements may be identified by the use of words such as “anticipate”, “believe”, “expect”, “estimate”, “plan”, “outlook”, and “project” and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters, including the timing of when we may file our quarterly report on Form 10-Q and those risks and uncertainties described from time to time in other reports and other public filings with the Securities and Exchange Commission.

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