

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 144**  
**NOTICE OF PROPOSED SALE OF SECURITIES**  
**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

OMB APPROVAL  
OMB Number: 3235-0101  
Expires: July 31, 2023  
Estimated average burden  
hours per response: 1.00

SEC USE ONLY  
DOCUMENT SEQUENCE NO.

CUSIP NUMBER

1 (a) NAME OF ISSUER (if none type or print)		19 IRS IDENT. NO.		10 S.E.C. FILE NO.		WORK LOCATION	
ONESPAN INC.		36-4169320		000-24387		P CODE	
3 (a) ADDRESS OF ISSUER		STREET		CITY		STATE	
121 W WACKER DR		CHICAGO		IL		60601	
3 (b) NAME OF PERSON FOR WHOM ACCOUNT THE SECURITIES ARE TO BE SOLD		RELATIONSHIP TO ISSUER		64 ADDRESS STREET		CITY	
MARK HOYT KIM HOYT				347 GALE AVE		RIVER FOREST IL 60305	
				STATE		ZIP CODE	
				10 TELEPHONE NO.			
				3 1 2 7 6 6 4 0 0			

**INSTRUCTION:** The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) Title of the Class of Securities To Be Sold	3 (b) Name and Address of Each Broker Through Whom the Securities are to Be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY Broker-Dealer File Number	4 (a) Number of Shares or Other Units To Be Sold (See note 3(a))	4 (b) Aggregate Market Value (See note 3(b))	5 (a) Number of Shares or Other Units Outstanding (See note 3(c))	5 (b) Approximate Date of Sale (See note 3(d)) (MO, DAY, YR)	6 (a) Name of Each Securities Exchange (See note 3(e))
Common	MESIROW FINANCIAL 353 N CLARK ST CHICAGO IL 60654		78,692	2,069,599	40,232,701	06/14/2021	NASDAQ
Common							
Common							

**INSTRUCTIONS:**

- 1 (a) Name of issuer  
(b) Issuer's I.R.S. Identification Number  
(c) Issuer's S.E.C. file number, if any  
(d) Issuer's address, including zip code  
(e) Issuer's telephone number, including area code

- 2 (a) Name of person for whose account the securities are to be sold  
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
(c) Such person's address, including zip code

- 3 (a) Title of the class of securities to be sold  
(b) Name and address of each broker through whom the securities are intended to be sold  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer  
(f) Approximate date on which the securities are to be sold  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1147 (06-0)  
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**TABLE I — SECURITIES TO BE SOLD**

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor.

Date of the Class	Date of Acquisition	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment	Name of Payor
Common	04/05/2016		ONESPAN	3,071		Not Applicable
Common	10/20/2016		ONESPAN	2,957		Not Applicable
Common	04/13/2017		ONESPAN	2,855		Not Applicable
Common	06/29/2017		ONESPAN	30		Not Applicable
Common	07/19/2017		ONESPAN	1,235		Not Applicable
Common	10/9/2017		ONESPAN	4,311.0		Not Applicable

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS**

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Date of Securities Sold	Date of Sale	Amount of Securities Sold	Class Remarks
	ONESPAN INC.			

**REMARKS:**

**INSTRUCTIONS:**


See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:** The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not have any material adverse information as to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instructions given, the person makes such representation as of the plan adoption or instruction date.

14 JUN 2021

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTIONS,  
IF RELYING ON RULE 10b5-1



SIGNATURE

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed; any copies not manually signed shall have typed or printed signatures.

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

