

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* <u>Jin H.P.</u> (Last) (First) (Middle) <u>C/O TELENV, INC.</u> <u>4655 GREAT AMERICA PARKWAY, SUITE 300</u> (Street) <u>SANTA CLARA CA 95054</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Telenav, Inc. [TNAV]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/01/2019</u>	
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			
Common Stock	05/01/2019		M		61,421	A	\$6.12	1,730,226	D	
Common Stock	05/01/2019		M		27,498	A	\$6.55	1,757,724	D	
Common Stock	05/01/2019		M		1,079	A	\$5.14	1,758,803	D	
Common Stock								20,200	I	By Son

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						Title
Incentive Stock Option (right to buy)	\$6.12	05/01/2019		M			61,421	(1)	08/18/2019	Common Stock	61,421	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$6.55	05/01/2019		M			27,498	(2)	11/02/2020	Common Stock	27,498	\$0	207,235	D	
Non-Qualified Stock Option (right to buy)	\$5.14	05/01/2019		M			1,079	(3)	09/15/2026	Common Stock	1,079	\$0	178,921	D	

Explanation of Responses:

- The terms of the option provide that 25% of the option would become exercisable on the one-year anniversary of the August 18, 2009 vesting commencement date, and the balance of the option would vest monthly over the subsequent three years.
- The terms of the option provide that 25% of the option would become exercisable on the one-year anniversary of the November 2, 2010 vesting commencement date, and the balance of the option would vest monthly over the subsequent three years.
- This option vests as to 1/48th of the shares underlying these options on each monthly anniversary of the vesting commencement date, which is October 10, 2016.

Remarks:

Fuad Ahmad by power of
attorney for H.P. Jin

05/03/2019

** 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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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