FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

wasnington,	D.C.	20549	

<b>STATEMENT</b>	OF CHANGES	S IN BENEFICIAL	. OWNERSHIP

OMB APPROVAL										
OMB Number: 3235-0										
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

								<u> </u>			' '								
Name and Address of Reporting Person*     Cavanaugh Robert N						2. Issuer Name and Ticker or Trading Symbol Accolade, Inc. [ ACCD ]									all applic Directo	or	g Pers	10% Ov	wner
(Last)	,	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 08/10/2023								X Officer (give title below) Other (spe below)  President					specify
C/O ACCOLADE, INC.					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street) SEATTL	E W	A	98101		_								Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City)	(Si	tate)	(Zip)		Rı	Rule 10b5-1(c) Transaction Indication													
						Check	this bo	ox to ind	licate that a	trans	saction was ons of Rule	made pursu	uant to a c			on or writter	n plan th	nat is intende	ed to
		Tabl	e I - No	n-Deriv	<i>r</i> ative	Sec	uritie	es Ac	quired,	Dis	sposed o	of, or Be	enefici	ally	Owned	t			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Date)					Execution Date,					es Acquired (A) or Of (D) (Instr. 3, 4 and 5)		Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount	(A) or (D) Prid			Reported Transact (Instr. 3	tion(s)			(Instr. 4)	
Common	Stock			08/11	/2023				S <sup>(1)</sup>		217	D	\$14.	049	165	165,176 D			
Common	Stock			08/10	/2023				М		710	A	(2	(2) 165,393 D					
		Т	able II -								osed of converti				wned				•
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	conversion Date (Month/Day/Year) Price of Derivative				iction Instr.	n of l		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)		Date Exercisab		Expiration Date	Title	Amoun or Number of Shares	r					
Restricted Stock	(3)	08/10/2023			М			710	(4)	T	(4)	Common Stock	710		(3)	15,631		D	

## **Explanation of Responses:**

- 1. The sale reported on this Form 4 represents shares sold by the Reporting Person to cover tax withholding obligations in connection with the vesting and settlement of RSUs. The sale is mandated by the Issuer's election to require the satisfaction of tax withholding obligations to be funded by a "mandatory sell to cover" transaction and does not represent a discretionary transaction by the Reporting Person.
- 2. Each Restricted Stock Unit ("RSU") converted into one share of the Issuer's common stock,
- 3. Each RSU represents the contingent right to receive one share of the Issuer's common stock.
- 4. The shares subject to this RSU shall vest at a rate of one-third of the total number of shares on the one-year anniversary of June 10, 2022 (the "June 2022 RSU Vesting Commencement Date") and 1/36th of the total number of shares each monthly anniversary of the June 2022 RSU Vesting Commencement Date thereafter for so long as the Reporting Person provides continuous service to the Issuer, such that the total number of shares shall be fully vested on the three-year anniversary of the June 2022 RSU Vesting Commencement Date.

/s/ Richard Eskew, Attorney-

08/14/2023

\*\* Signature of Reporting Person

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.

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.