SEC	Form 4	
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL
OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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* HILTON MICHAEL W				Acc	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Accolade, Inc.</u> [ ACCD ]								Relationship neck all app X Direct	,		son(s) to Is 10% Ov		
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 06/16/2023								Office below	r (give title )		Other (s below)	specify	
C/O ACCOLADE, INC.				4. If Ar	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. I Lin	Individual or Joint/Group Filing (Check Applicable ne)				oplicable		
(Street) SEATTLE WA 98101													X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip) Rule 10b5-1(c) Transaction Indication																		
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												ded to						
		Table	e I - No	n-Deriva	ative S	ecuriti	ies Ac	quired,	Disp	osed	of, o	r Ben	eficia	lly Owne	d			
D			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (I	Transaction Code (Instr.		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			Benefic	ies ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	r Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amour	nt	(A) or (D)	Price	Transa (Instr. 3	tion(s)			(11150.4)	
Common Stock			06/16/2023				М		332		Α	(1)	14	141,676		D		
Common Stock														19	195,042		Ι	By Hilton Family Trust <sup>(2)</sup>
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. Deer Executio if any (Month/E	n Date,	4. Transacti Code (Ins 8)	str. of Deri Sec Acq (A) Disj of (I	posed D) str. 3, 4	6. Date Exercisal Expiration Date (Month/Day/Year			7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		4)	8. Price of Derivative Security (Instr. 5)	Derivative derivative Security Securities		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			1								mount							

Stock (3) 06/16/2023 Units

Restricted

Explanation of Responses:

1. Each "Restricted Stock Unit" converted into one share of the Issuer's common stock.

2. The Reporting Person is a trustee of the Hilton Family Trust and has voting and investment power with respect to the securities held by the Hilton Family Trust.

V (A) (D)

Code

Μ

3. Each RSU represents a 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 twenty-five percent of the total number of shares on the one-year anniversary of June 16, 2021 (the "June 2021 Vesting Commencement Date") and 1/48th of the total number of shares each monthly anniversary of the June 2021 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 four-year anniversary of the June 2021 Vesting Commencement Date.

Date

332

Exercisable

(4)

Expiration Date

(4)

Title

Commo

Stock

/s/ Richard Eskew, Attorney	<u>/-</u>
in-Fact	

or Number

Shares

332

(3)

of

06/21/2023

7,960

D

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.