FORM 4

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

Washington,	DC	20549
wasnington,	D.C.	20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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

1. Name and Address of Reporting Person*  Barnes Stephen H.					Ac	2. Issuer Name and Ticker or Trading Symbol Accolade, Inc. [ ACCD ]								5. Relationship of Reporting (Check all applicable) Director			g Person(s) to Issuer  10% Owner  Other (specify		
(Last)	(Fi	,	Middle)			oate of 10/20		st Tran	saction (N	1onth	'Day/Year)			below		ncial C	below)		
1201 THIRD AVENUE, SUITE 1700					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) SEATTL	E W	A 9	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.												
		Tabl	e I - No	n-Deriv	ative	Sec	uritie	es Ac	quired	Dis	posed	of, or Be	eneficia	lly Owne	d				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					Execution Date,			Code (Instr. 5)			Benefic	es ially Following	Form:	Direct Condition of the Direct	7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) o (D)	Price	Transa (Instr. 3	ction(s)			(Instr. 4)	
Common Stock 05/10				05/10/	2024		M		770 A		(1)	17	179,286		D				
Common Stock 05/13/2				/2024				S <sup>(2)</sup>		214 D		\$7.4	14 17	179,072		D			
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 D if any (Month/Day/	Date,	4. Transa Code ( 8)		n of E		6. Date Exercisa Expiration Date (Month/Day/Yea		)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owners Form: Direct ( or Indir (I) (Inst	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares						
Restricted Stock Units	(3)	05/10/2024			M			770	(4)		(4)	Common Stock	770	(3)	10,011	1	D		

## Explanation of Responses:

- 1. Each Restricted Stock Unit ("RSU") converted into one share of the Issuer's common stock
- 2. 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 was to satisfy tax withholding to be funded by a "mandatory sell to cover" transaction and does not represent a discretionary transaction by the Reporting Person.
- 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 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-

05/14/2024

\*\* 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.

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.