## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

			0	Section So(ii) of the		inparty / let of 1040					
1. Name and Address of Reporting Person* HILTON MICHAEL W				Issuer Name <b>and</b> Tic .ccolade, Inc. [		Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last)	(First)	(Middle)		Date of Earliest Tran 5/25/2023	isaction (Month	n/Day/Year)		Officer (give title below)	Other below	(specify /)	
C/O ACCOLADE, INC.				If Amendment, Date	of Original File	ed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)							X Form filed by One Reporting Person				
SEATTLE	WA	98101						Form filed by Mo Person	ore than One Re	porting	
(City)	(State)	(Zip)	F	ule 10b5-1(c	) Transac	tion Indication					
Check this box to indicate that a transaction was made pursual satisfy the affirmative defense conditions of Rule 10b5-1(c). Set									itten plan that is i	ntended to	
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3) 2. Transaction Date				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A Disposed Of (D) (Instr. 3,		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year) 8)			Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock								195,042	Ι	By Hilton Family Trust <sup>(1)</sup>
Common Stock	05/25/2023		М		2,262	A	(2)	139,650	D	
Common Stock	05/26/2023		S <sup>(3)</sup>		505	D	\$11.379	139,145	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 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	Amount or Number of Shares				

Explanation of Responses:

1. 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.

2. Shares issued in settlement of the vesting of performance restricted stock units ("PRSUs") granted to the Reporting Person. Each PRSU converted into one share of the Issuer's common stock. The vesting and distribution of the PRSUs will occur in five (5) roughly equal installments commencing on May 19, 2023 with a total of 11,309 shares vesting.

3. 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 PRSUs. The sale was to satisfy tax withholding obligations to be funded by a "mandatory sell to cover" transaction and does not represent a discretionary transaction by the Reporting Person.

/s/ Richard Eskew, Attorney-	05/30/2023
<u>in-Fact</u>	03/30/2023

\*\* 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.