

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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>AH Parallel Fund IV, L.P.</u> <hr/> (Last) (First) (Middle) 2865 SAND HILL ROAD SUITE 101 <hr/> (Street) MENLO PARK CA 94025 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/01/2020	3. Issuer Name and Ticker or Trading Symbol <u>Accolade, Inc. [ACCD]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	35,000	I	By AH Parallel Fund IV, L.P. ⁽¹⁾⁽²⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series E Preferred Stock	(3)	(3)	Common Stock	(3)	(3)	I	By AH Parallel Fund IV, L.P. ⁽¹⁾⁽²⁾
Warrant (Right to Buy)	(4)	07/26/2026 ⁽⁵⁾	Common Stock	354,658	0.0005	I	By AH Parallel Fund IV, L.P. ⁽¹⁾⁽²⁾
Warrant (Right to Buy)	(4)	03/16/2028 ⁽⁵⁾	Common Stock	35,465	0.0005	I	By AH Parallel Fund IV, L.P. ⁽¹⁾⁽²⁾

1. Name and Address of Reporting Person*
AH Parallel Fund IV, L.P.

 (Last) (First) (Middle)
 2865 SAND HILL ROAD
 SUITE 101

 (Street)
 MENLO PARK CA 94025

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
AH Parallel Fund IV-A, L.P.

 (Last) (First) (Middle)
 (Street)
 (City) (State) (Zip)

(Last) (First) (Middle)
2865 SAND HILL ROAD
SUITE 101

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[AH Parallel Fund IV-B, L.P.](#)

(Last) (First) (Middle)
2865 SAND HILL ROAD
SUITE 101

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[AH Parallel Fund IV-Q, L.P.](#)

(Last) (First) (Middle)
2865 SAND HILL ROAD
SUITE 101

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[AH Equity Partners IV \(Parallel\), L.L.C.](#)

(Last) (First) (Middle)
2865 SAND HILL ROAD
SUITE 101

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[AH Equity Partners IV, L.L.C.](#)

(Last) (First) (Middle)
2865 SAND HILL ROAD
SUITE 101

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

Explanation of Responses:

1. These shares are held of record by AH Parallel Fund IV, L.P., for itself and as nominee for AH Parallel Fund IV-A, L.P., AH Parallel Fund IV-B, L.P., and AH Parallel Fund IV-Q, L.P. (collectively the "AH Parallel Fund IV Entities"). AH Equity Partners IV (Parallel), L.L.C. ("AH EP IV Parallel") is the general partner of the AH Parallel Fund IV Entities and has sole voting and dispositive power with regard to the shares held by the AH Parallel Fund IV Entities. The managing members of AH EP IV Parallel are Marc Andreessen and Benjamin Horowitz. Marc Andreessen and Benjamin Horowitz share voting and dispositive power with respect to the shares held by the AH Parallel Fund IV Entities.

2. (Continued from Footnote 1) Such persons and entities disclaim the existence of a "group" and disclaim beneficial ownership of the securities held by the AH Parallel Fund IV Entities and this report shall not be deemed an admission that any such person is the beneficial owner of such shares, except to the extent of his or its pecuniary interest, if any, in such shares by virtue of his or its interest in the AH Parallel Fund IV Entities and/or AH EP IV Parallel, as applicable.

3. AH Parallel Fund IV, L.P. currently holds 1,609,159 shares of the Issuer's Series E Preferred Stock. Each share of the Issuer's Series E Preferred Stock has no expiration date and will automatically convert, on a certificate by certificate basis, upon the closing of the Issuer's initial public offering (the "IPO") into the number shares of the Issuer's Common Stock equal to (i) 1,609,159 plus (ii) a number equal to 1,609,159 multiplied by a fraction of \$23.86195 divided by the Issuer's initial public offering price per share of the Issuer's Common Stock offered to the public in the IPO. No fractional shares shall be issued as a result of this conversion.

4. The shares subject to this warrant are fully vested.

5. This warrant will automatically be net exercised upon closing of the IPO if it is not exercised on or before such date.

Remarks:

This Form 3 is the first of two Form 3s filed relating to the same event. Combined, the two reports report the holdings for the following reporting persons: AH Parallel Fund IV, L.P., AH Parallel Fund IV-A, L.P., AH Parallel Fund IV-B, L.P., AH Parallel Fund IV-Q, L.P., AH Equity Partners IV (Parallel), L.L.C., Andreesen Horowitz Fund IV, L.P., Andreesen Horowitz Fund IV-A, L.P., Andreesen Horowitz Fund IV-B, L.P., Andreesen Horowitz Fund IV-Q, L.P., AH Equity Partners IV, L.L.C., Marc Andreesen and Benjamin Horowitz. This Form 3 has been split into two filings because there are more than 10 reporting persons in total, and the SEC's EDGAR filing system limits a single Form 3 to a maximum of 10 reporting persons.

AH Parallel Fund IV, L.P.,
By: AH Equity Partners IV
(Parallel), L.L.C. Its: 07/01/2020
General Partner, By: /s/
Scott Kupor, Chief
Operating Officer

AH Parallel Fund IV-A,
L.P. By: AH Equity
Partners IV (Parallel),
L.L.C. Its: General Partner 07/01/2020
By: /s/ Scott Kupor Scott
Kupor, Chief Operating
Officer

AH Parallel Fund IV-B,
L.P. By: AH Equity
Partners IV (Parallel),
L.L.C. Its: General Partner 07/01/2020
By: /s/ Scott Kupor Scott
Kupor, Chief Operating
Officer

AH Parallel Fund IV-Q,
L.P. By: AH Equity
Partners IV (Parallel),
L.L.C. Its: General Partner 07/01/2020
By: /s/ Scott Kupor Scott
Kupor, Chief Operating
Officer

AH Equity Partners IV
(Parallel), L.L.C. By: /s/ 07/01/2020
Scott Kupor Scott Kupor,
Chief Operating Officer

AH Equity Partners IV,
L.L.C. By: /s/ Scott Kupor 07/01/2020
Scott Kupor, Chief
Operating Officer

** 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 5 (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.