FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: 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

Name and Address of Reporting Person* Barnes Stephen H.						2. Issuer Name and Ticker or Trading Symbol Accolade, Inc. [ACCD]									k all appli Directo	ationship of Reporting all applicable) Director Officer (give title		10% Ov	vner
(Last)	(Fi	irst)			Date of 16/20	f Earliest Transaction (Month/Day/Year) 022						X	below)	Officer (give title Other (specify below) Chief Financial Officer					
(Street) SEATTLE WA 98101 (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Tab	le I - No	n-Deriv	vative	Sec	uriti	ies Ac	quired	, Dis	sposed o	of, or Be	nefic	ially	Owned	i			
				2. Transa Date (Month/I		r) Ex	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			and 5) Securiti Benefic Owned		es ally Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
										v	Amount	(A) or (D)	Pric	e Reported Transaction(s) (Instr. 3 and 4)		tion(s)			(Instr. 4)
Common Stock 06/16/2					5/2022				М		4,975	A		(1)	72,541			D	
Common Stock 06/17/					//2022	/2022					1,352	D	\$5.	6597	71,189(3)			D	
		Т	able II -						,		osed of converti	,		•	Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	n Date,	4. Transa Code (I 8)		n of		6. Date E Expiratio (Month/D	n Date	е	7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		S	i. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly Di or (I)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)		Date Exercisal		Expiration Date	Title	Amou or Numb of Share	mber					
Restricted Stock Units	\$0 ⁽⁴⁾	06/16/2022			M			4,975	(5)		06/16/2024	Common Stock	4,97	75	(4)	14,925	;	D	

Explanation of Responses:

- 1. The Reporting Person was granted restricted stock units ("RSUs"), which represent a contingent right to receive one share of Common Stock for each RSU. 25% of the RSUs vested on June 16, 2022, and additional RSUs will vest monthly thereafter provided that the Reporting Person remains in continuous service on each vesting date. Unless otherwise provided, on each vesting date shares of Common Stock will automatically be sold to satisfy the Reporting Person's tax withholding obligations in a non-discretionary transaction.
- 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 obligations to be funded by a "mandatory sell to cover" transaction and does not represent a discretionary transaction by the Reporting Person.
- 3. Includes 868 shares acquired under the Issuer's 2020 Employee Stock Purchase Plan on May 20, 2022
- 4. Each RSUs represent a contingent right to receive one share of the Issuer's Common Stock for each RSU.
- 5. 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.

/s/ Richard Eskew, Attorney-

06/20/2022

in-Fact

** 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.