SEC Form 4

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FORM 4

obligations may continue. See Instruction 1(b).

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*				2. Issuer Name and Ticker or Trading Symbol Accolade, Inc. [ACCD]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Klein Peter</u>	<u>: 5</u>			<u>inde, inci</u> [i			X	Director	10% (Owner		
(Last)	(First)	(Middle)	3. Date 03/01	of Earliest Transa /2022	ction (Month/D	ay/Year)	1	Officer (give title below)	Other below	(specify /)		
C/O ACCOL	ADE, INC.											
(Street) SEATTLE	WA	98101	4. If Ar	nendment, Date of	Original Filed ((Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Grou Form filed by On				
	WA	50101						Form filed by Mo Person	ore than One Rep	oorting		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
4	it		Trancation	24 Deement		4. Committing Approximated (A	\ 	E Amount of	C. Ourrenshin	7 Nature		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(Instr. 4)	

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

1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature															
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. Transa Code (8)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. 3 and 5)	tive ties red sed 3, 4	Expiration Date (Month/Day/Year)		ation Date Amount of Securities Underlying		mount of Derivative Security (Instr. 5) erivative Security		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				
Restricted Stock Units	(1)	03/01/2022		A		2,414		(2)	03/01/2026	Common Stock	2,414	(1)	2,414	D	

Explanation of Responses:

1. Each restricted stock unit ("RSU") represents the contingent right to receive one share of Common Stock upon vesting of the RSU.

2. The shares subject to this RSU shall vest at a rate of twenty-five percent of the total number of shares on the last day of each quarter following March 1, 2022 (the "Vesting Commencement Date") for so long as the recipient of the RSU provides Continuous Service to the Issuer, such that the total number of shares shall be fully vested on the one-year anniversary of the Vesting Commencement Date.

<u>/s/ Richard Eskew, Attorney-</u>	03/02/2022
<u>in-Fact</u>	03/02/2022
** 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.