### SEC Form 4

### 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 Ad Barnes Ste	dress of Reporting phen <u>H.</u>	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Accolade, Inc. [ ACCD ]		tionship of Reporting Po all applicable) Director	10% Owner				
(Last) C/O ACCOL	(First) ADE, INC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/18/2023	X	Officer (give title below) Chief Financia	Other (specify below) al Officer				
1201 THIRD	AVENUE, SUI	ГЕ 1700	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	, ,					
(Street) SEATTLE	WA	98101			Form filed by More th 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.							

# Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code ( 8)	Disposed Of ( 5)	D) (Instr.	3, 4 and		Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
		Code V Amount (A) or Price		Price	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock	09/18/2023		М	414	Α	(1)	144,140	D	
Common Stock	09/19/2023		<b>S</b> <sup>(2)</sup>	121	D	\$11.81	144,019	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. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	Expiration Date (Month/Day/Year) rities rssed ) : 3, 4		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Restricted Stock Units	(3)	09/18/2023		М			414	(4)	(4)	Common Stock	414	(3)	8,708	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 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.

#### <u>/s/ Richard Eskew, Attorney-</u> in-Fact 09/20/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\star$  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.