FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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*  Corvino Frank						2. Issuer Name <b>and</b> Ticker or Trading Symbol HEALTHEQUITY, INC. [ HQY ]							Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner					
COLVINO I TAIIK													Directo	r	10% C	wner		
(Last) (First) (Middle) C/O HEALTHEQUITY, INC.						3. Date of Earliest Transaction (Month/Day/Year) 01/08/2021							Officer below)	(give title	Other ( below)	(specify		
15 W. SCENIC POINTE DR., STE. 100						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)													Form filed by One Reporting Person					
DRAPER UT 84020													Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)															
		Tab	le I - No	on-Deriv	ative	Securities A	cquir	ed, C	Disposed o	of, or E	Benefic	ially	Owned					
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Y					Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			5. Amount of Securities Beneficially Owned Follov Reported		es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amount	(A) or (D)	Price		Transac (Instr. 3	tion(s)		(11150.4)		
Common Stock 01/08/20					)21		S		1,636	D	\$75.7	565(1)	5,	810	D			
Common Stock 01/08/202					)21		S		1,637	D	\$75.7	759(2)	4,	173	D			
Common Stock 01/08/202					)21		M		4,130	A	\$1	4	8,303		D			
Common Stock 01/08/202							S		4,130 D \$75		\$75.8	317(3)	4,173		D			
		7	able II			ecurities Accalls, warrant							wned					
1. Title of Derivative Security (Instr. 3)	e Conversion Date Execution Date, or Exercise (Month/Day/Year) if any		4. Transac Code (In 8)			ation D			De Se (Ir	Price of derivative decurity (security Instr. 5)  9. Number derivative Securities Beneficiall Owned		Ownership Form:	Beneficial Ownership					

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				
Stock Option (right to buy)	\$21.27							(4)	02/01/2026	Common Stock	6,482		6,482	D	
Stock Option (right to buy)	\$14	01/08/2021		М			4,130	(4)	07/30/2024	Common Stock	4,130	\$0	8,370	D	

## **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.73 to \$75.81, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnotes (1), (2), and (3) of this Form 4.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.75 to \$75.81, inclusive.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.74 to \$75.88, inclusive.
- 4. The option is immediately exercisable.

## Remarks:

The Power of Attorney given by Mr. Corvino was previously filed with the U.S. Securities & Exchange Commission on February 3, 2017, as an exhibit to a statement on Form 4 filed by Mr. Corvino with respect to HealthEquity, Inc. and is hereby incorporated by reference.

/s/ Delano W. Ladd, attorneyin-fact

01/11/2021

\*\* 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.