FORM 4

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	STATEMEN
Section 16. Form 4 or Form 5	
obligations may continue. See	

IT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 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

1. Name and Address of Reporting Person* <u>SELANDER ROBERT W</u>						2. Issuer Name and Ticker or Trading Symbol HEALTHEQUITY INC [HQY]										tionship all appli Directo	· ·		rson(s) to Iss 10% Ov		
	ALTHEQU		(Middl	e)		3. Date of Earliest Transaction (Month/Day/Year) 01/08/2018										Officer below)	(give title		Other (s below)	specify	
15 W. SCENIC POINTE DR., STE. 100					4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) DRAPEI	R U'	Г	8402	0											X		filed by Mo		orting Perso n One Repo		
(City)	(S	tate)	(Zip)																		
		7	Table I -	Non-Der	ivativ	e Se	curiti	es A	cqı	uired,	Disp	osed	of, or B	eneficia	lly	Owned	k				
Date				Date	nsaction h/Day/Ye	ear)	2A. Deemed Execution Date if any (Month/Day/Yea			3. Transac Code (I 8)	tion Dispose		rities Acquired (A) ed Of (D) (Instr. 3,			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Code	v	Amount	(A) (D)	or Price		Transac (Instr. 3	tion(s)			(111511.4)	
Common Stock			01/	08/201	8				A		10,74	48 A	A \$0		11,748(1)			D			
			Table	II - Deriv (e.g.,									, or Ber ble sec			wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Ye	Exec ear) if an	Deemed ution Date, / th/Day/Year)		Transaction Code (Instr.		umber vative urities uired or osed) r. 3, 4	Ex	Date Exe piration I onth/Day	Date	of Sec Under Deriva		. Title and Amount f Securities Inderlying erivative Security nstr. 3 and 4)		Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e s ully	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Da: Ex	te ercisable		piration ate	Title	Amount or Number of Shares							
Stock Option (right to buy)	\$21.27									(2)	02	/01/2026	Common Stock	15,000			15,000	0	D		
Stock Option (right to	\$28.68									(3)	09	/29/2025	Common Stock	50,000			50,000	0	D		

Explanation of Responses:

- 1. Includes 10,748 shares underlying restricted stock units previously reported on Table II. 4,175 shares of common stock underlying these restricted stock units previously reported on Table II were delivered on January 8, 2018. The remaining 6,573 shares of common stock underlying these restricted stock units previously reported on Table II will be delivered to the reporting person on January 18, 2019, unless such date does not occur during an "open window period," in which case the shares will be delivered promptly following the first day of the next "open window period."
- 2. The option is immediately exercisable.
- 3. The option is exercisable as to 25,000 shares. The remaining shares become exercisable in two equal installments of 12,500 shares on September 29, 2018 and 2019; provided that the reporting person continues to serve as a director of the issuer through such dates.

The power of Attorney given by Mr. Selander 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. Selander with respect to HealthEquity, Inc. and is hereby incorporated by reference.

> /s/ DELANO W. LADD, 01/10/2018 attorney-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.