

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)**

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- ☐ Definitive Proxy Statement
- ☒ Definitive Additional Materials
- ☐ Soliciting Material under §240.14a-12

HealthEquity, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ No fee required.
- ☐ Fee paid previously with preliminary materials.
- ☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11

Your **Vote** Counts!

HEALTHEQUITY, INC.

2022 Annual Meeting

Vote by June 22, 2022

11:59 PM ET



You invested in HEALTHEQUITY, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on June 23, 2022.**

Get informed before you vote

View the Annual Report and Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 09, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit **www.ProxyVote.com**

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote in Person at the Meeting*

June 23, 2022
10:00 AM MDT

Virtual Meeting: <https://web.lumiagm.com/261252145>
Code: hlthvirt2022

*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.ProxyVote.com or request a paper copy of the materials, which will contain the appropriate instructions. Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

HEALTH EQUITY, INC.
2022 Annual Meeting
Vote by June 22, 2022
11:59 PM ET

Voting Items		Board Recommends
1.	Election of Directors Nominees:	
1A	Robert Selander	✓ For
1B	Jon Kessler	✓ For
1C	Stephen Neeleman, M.D.	✓ For
1D	Frank Corvino	✓ For
1E	Adrian Dillon	✓ For
1F	Evelyn Dilsaver	✓ For
1G	Debra McCowan	✓ For
1H	Rajesh Natarajan	✓ For
1I	Stuart Parker	✓ For
1J	Ian Sacks	✓ For
1K	Gayle Wellborn	✓ For
2	To ratify the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for our fiscal year ending January 31, 2023.	✓ For
3	To approve, on a non-binding, advisory basis, the fiscal 2022 compensation paid to our named executive officers.	✓ For
NOTE: Such other business as may properly come before the meeting or any adjournment thereof.		