

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001615062
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer HealthEquity, Inc.
SEC File Number 001-36568
Address of Issuer 15 West Scenic Pointe Drive
Suite 100
Draper
UTAH
84020
Phone 1-866-855-8908
Name of Person for Whose Account the Securities are To Be Sold Jon Kessler

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Director

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common Stock	Goldman Sachs & Co. LLC 200 West Street New York NY 10282	46818	3538972.62	85627521	09/27/2023	NASD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
--------------------	-------------------	-----------------------	---------------------	---------	------------	----------------------	-----------------	---------------------

Transaction	Whom Acquired	a Gift?	Acquired	Acquired
Common Stock 01/12/2022 Acquired as gift -- Transmutation to Community Property	Laura Gottsman	<input checked="" type="checkbox"/>	03/31/2021	2212 01/12/2022 None
Common Stock 03/31/2021 Acquired as compensation -- Performance Awards	Issuer	<input type="checkbox"/>		1663 03/31/2021 Compensation
Common Stock 11/04/2021 Acquired as gift	Laura Gottsman	<input checked="" type="checkbox"/>	03/31/2021	7764 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Jon Kessler	<input checked="" type="checkbox"/>	03/31/2021	1681 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Jon Kessler	<input checked="" type="checkbox"/>	07/12/2019	2500 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Jon Kessler	<input checked="" type="checkbox"/>	03/31/2020	6146 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Jon Kessler	<input checked="" type="checkbox"/>	09/01/2017	3750 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Jon Kessler	<input checked="" type="checkbox"/>	12/14/2018	4353 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Laura Gottsman	<input checked="" type="checkbox"/>	07/12/2019	2500 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Laura Gottsman	<input checked="" type="checkbox"/>	03/31/2020	6146 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Laura Gottsman	<input checked="" type="checkbox"/>	09/01/2017	3750 11/04/2021 None
Common Stock 11/04/2021 Acquired as gift	Laura Gottsman	<input checked="" type="checkbox"/>	12/14/2018	4353 11/04/2021 None

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Jon Kessler and Laura M. Gottsman Family Trust 15 West Scenic Pointe Drive Suite 100 Draper UT 84020	Common Stock	06/26/2023	1621	97456.95
Team Gracie Trust 15 West Scenic Pointe Drive Suite 100 Draper UT 84020	Common Stock	06/26/2023	10256	616606.1
Team Bear Trust 15 West Scenic Pointe Drive Suite 100 Draper UT 84020	Common Stock	06/26/2023	7711	463596.89
Jon Kessler and Laura M. Gottsman Family Trust 15 West Scenic Pointe Drive Suite 100 Draper UT 84020	Common Stock	06/27/2023	2254	137408.35
Team Gracie Trust 15 West Scenic Pointe Drive	Common Stock	06/27/2023	14257	869135.23

Suite 100
Draper UT 84020
Team Bear Trust
15 West Scenic Pointe Drive
Suite 100
Draper UT 84020

Common Stock

06/27/2023 10719

653451.68

144: Remarks and Signature

Remarks The sales of shares set forth herein are made in connection with a selling plan dated 3/24/2023 that is intended to comply with Rule 10b5-1(c). The representation below regarding the seller's knowledge of material information was true as of the date the selling plan was entered into. Jon Kessler and Laura M. Gottsman Family Trust to sell 3,875 shares. Team Bear Trust to sell 18,430 shares. Team Gracie Trust to sell 24,513 shares.

Date of Notice 09/27/2023

Date of Plan
Adoption or
Giving of
Instruction, If
Relying on Rule
10b5-1 03/24/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature Goldman Sachs & Co. LLC on behalf of Jon Kessler

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)