SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 [*] HUFF PHILLIP E		erson*	2. Issuer Name and Ticker or Trading Symbol <u>EVERBRIDGE</u> , <u>INC.</u> [EVBG]		tionship of Reporting Pe all applicable) Director	10% Owner
(Last) C/O EVERBRID 25 CORPORATE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/30/2022	- X	Officer (give title below) VP, Chief Account	Other (specify below) ting Officer
(Street) BURLINGTON		01803 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Fili Form filed by One Re Form filed by More the Person	porting Person
	(0000)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
	Code		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	04/30/2022		М		343	Α	(1)	4,139	D	
Common Stock	04/30/2022		F		119(2)	D	\$43.1	4,020	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)		of Deriv	rities lired r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/)			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				
Restricted Stock Unit	\$0.00	04/30/2022		М			343	(3)	(4)	Common Stock	343	\$0.00	695	D	

Explanation of Responses:

1. Restricted stock units convert into common stock on a one-for-one basis.

2. Represents shares of Common Stock withheld by the Company to satisfy tax withholding obligations in connection with the net issuance of shares of Common Stock delivered to the Reporting Person on April 30, 2022, from the vesting of restricted stock units. Shares withheld by the Company to satisfy tax withholding obligations (and the net issuance) are based on the closing price of the Company's Common Stock on April 29, 2022.

3. On May 5, 2021, the reporting person was granted restricted stock units (RSUs). 33% of the RSUs vested on April 30, 2022. Subject to accelerated vesting in certain circumstances, the restricted stock units are scheduled to vest 33% on April 30, 2023, and 34% on April 30, 2024, as long as the reporting person remains in the service of Everbridge through the respective vesting date. 4. Not applicable.

Remarks:

Remarks.

<u>Elliot J.</u>	<u>Mark, Attorney-in-</u>
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ract	

05/03/2022

** 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.

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