SEC Form 4
------------

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

FORM 4

## 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 HUFF PHILLIP E	I Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>EVERBRIDGE</u> , INC. [ EVBG ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) (First) C/O EVERBRIDGE, INC. 25 CORPORATE DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2021	X Officer (give title Other (specify below) below) VP, Chief Accounting Officer						
(Street) BURLINGTON MA	01803	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City) (State)	(Zip)								
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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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 (Instr. 4)
	Code V Ar		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)		
Common Stock	05/10/2021		М		2,500	A	(1)	3,538	D	
Common Stock	05/11/2021		F		865 <sup>(2)</sup>	D	\$110.28	2,673	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 Deri Seci Acq (A) ( Disp of (E	oosed 0) tr. 3, 4	Expiration Date (Month/Day/Year) S		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				
Performance- based Restricted Stock Unit	\$0.00	05/10/2021		М			2,500	(3)	(4)	Common Stock	2,500	\$0.00	2,500	D	

#### **Explanation of Responses:**

1. Performance-based restricted stock units (PSUs) convert into common stock on a one-for-one basis.

2. 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 May 10, 2021.

3. On February 14, 2019, the reporting person was granted performance-based restricted stock units (PSUs). The PSUs vested as to 50% on May 10, 2021.

#### 4. Not applicable.

Remarks:

### /s/ Elliot J. Mark, Attorney-in-

05/12/2021

\*\* Signature of Reporting Person Date

Fact

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.