Instruction 1(b).

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Check this box if no longer subject to	STATEMENT OF CHANGES IN BENEFICIAL	<b>OWNERSHIP</b>
Section 16. Form 4 or Form 5		
obligations may continue. See		

**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 Goldman Kenneth S  (Last) (First) (Middle)  C/O EVERBRIDGE, INC.						EVERBRIDGE, INC. [ EVBG ]  3. Date of Earliest Transaction (Month/Day/Year) 04/05/2017											attonship of Reporting ek all applicable)  Director  Officer (give title below)  SVP, CFO a		10% Ov Other (s below)	vner
		RIVE, SUITE 4	00		4 1	If Ame	ndme	nt Date	of Or	riginal Fi	iled i	(Month/Da	v/Year)		6 In	dividual or	loint/Grour	Filing	ı (Check An	nlicable
(Street) BURLIN	NGTON M	[A	01803		_	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Che Line)  X Form filed by One Reporting Form filed by More than One Person							orting Perso	n						
(City)	(S	tate)	(Zip)																	
		Tab	le I - Non	-Deri	vativ	e Se	curit	ies Ac	qui	red, D	isp	osed o	f, or E	ene	eficiall	y Owned	l			
Date			Date	saction	Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispos Code (Instr. 5)		Disposed	rities Acquired (A) ed Of (D) (Instr. 3, 4			5. Amou Securiti Benefic Owned Reporte	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									G	Code	v	Amount	(A (D	or	Price	Transac (Instr. 3	tion(s)		(11150.4)	
Common	Stock			04/0	)5/201	L7				M		35,00	0	4	\$9.38	35	,000		D	
		-	Table II - I (									sed of, onvertil				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day	Date,		ansaction ode (Instr.		umber vative urities uired or oosed o) (Instr. and 5)	Exp	Date Exercisable and xpiration Date Month/Day/Year)			7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)		e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exe	e ercisable		xpiration ate	Title	0 0	Amount or Number of Shares					
Employee Stock Option (Right to	\$9.38	04/05/2017			М			35,000		(1)	04	4/21/2025	Commo Stock	n 3	35,000	\$0.00	130,21	18	D	

## **Explanation of Responses:**

1. 25% of the shares subject to the Stock Option vested and became exercisable on April 1, 2016, and the remaining shares vest in 12 equal quarterly installments thereafter.

## Remarks:

/s/ Richard Segal, Attorney-in-

04/07/2017

**Fact** 

\*\* Signature of Reporting Person

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.