

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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			2. Issuer Name and Ticker or Trading Symbol EVERBRIDGE, INC. [EVBG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) VP, Chief Accounting Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/01/2019			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O EVERBRIDGE, INC. 25 CORPORATE DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) BURLINGTON MA 01803								
(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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/01/2019		M		811 ⁽¹⁾	A	(2)	4,473	D	
Common Stock	09/30/2019		M		388 ⁽³⁾	A	(4)	4,987 ⁽⁵⁾	D	
Common Stock	11/21/2019		S		49	D	\$86.5	4,938	D	
Common Stock	11/25/2019		S		762	D	\$86.5	4,176	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title 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
Restricted Stock Unit	\$0.00	09/01/2019		M		1,237	(6)	(7)	Common Stock	1,237	\$0.00	1,275	D	
Restricted Stock Unit	\$0.00	09/30/2019		M		594	(8)	(7)	Common Stock	594	\$0.00	1,206	D	

Explanation of Responses:

- Restricted stock units convert into common stock on a one-for-one basis. Represents the net issuance of shares of Common Stock delivered to the Reporting Person on September 1, 2019, after 426 shares were withheld by the Company to satisfy tax withholding obligations in connection with 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 September 1, 2019.
- Restricted stock units convert into common stock on a one-for-one basis. Represents the net issuance of shares of Common Stock delivered to the Reporting Person on September 30, 2019, after 206 shares were withheld by the Company to satisfy tax withholding obligations in connection with 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 September 30, 2019.
- Includes an addition 126 shares purchased through ESPP on September 13, 2019.
- On November 16, 2017, the reporting person was granted restricted stock units (RSUs). The RSUs vested as to 33% of the total shares on September 1, 2019.
- Not applicable.
- On October 1, 2018, the reporting person was granted restricted stock units (RSUs). The RSUs vested as to 33% of the total shares on September 30, 2019.

Remarks:

/s/ Elliot J. Mark, Attorney-in-Fact 11/25/2019

** 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.

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.