SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

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0.5

Check this box if no longer subject to
Section 16. Form 4 or Form 5
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 Addres	1 8	erson*	2. Issuer Name and Ticker or Trading Symbol EVERBRIDGE, INC. [EVBG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
HUFF PHILL	<u> </u>				Director	10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	- X	Officer (give title below)	Other (specify below)		
C/O EVERBRID	· · /	(09/30/2020		VP, Chief Accoun	ting Officer		
25 CORPORATE	E DRIVE							
			_ 4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Ap			
(Street) BURLINGTON	МΔ	01803		X	Form filed by One Re	porting Person		
		01005	-		Form filed by More that Person	an One Reporting		
(City)	(State)	(Zip)						
		Table I - Non-Deriv	vative Securities Acquired, Disposed of, or Bene	ficially	Owned			

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	09/30/2020		М		594	Α	(1)	3,744 ⁽²⁾	D	
Common Stock	09/30/2020		F		206 ⁽³⁾	D	\$125.73	3,538	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 E		6. Date Exerc Expiration Da (Month/Day/)	ate	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	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	\$0.00	09/30/2020		М			594	(4)	(5)	Common Stock	594	\$0.00	612	D	

Explanation of Responses:

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

2. Includes an additional 97 shares purchased through ESPP on September 15, 2020.

3. 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, 2020.

4. 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, 2020.

5. Not applicable.

Remarks:

/s/ Elliot J. Mark, Attorney-in-10/01/2020 Fact

** 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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