

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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* GRAYSON BRUNS H (Last) (First) (Middle) 950 WINTER STREET (Street) WALTHAM MA 02451 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol EVERBRIDGE, INC. [EVBG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 09/21/2016	

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	09/21/2016		C		3,106,459	A	(1)	3,106,459	I	See Footnote(2)
Common Stock	09/21/2016		C		3,331,153	A	(3)	6,437,612	I	See Footnote
Common Stock	09/21/2016		S(4)		563,275	D	\$11.16(4)	5,874,337	I	See Footnote(2)

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	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(1)	09/21/2016		C		3,106,459		(1)	(1)	Common Stock	3,106,459	(1)	0	I	See Footnote(2)
Series A-1 Preferred Stock	(3)	09/21/2016		C		3,331,153		(3)	(3)	Common Stock	3,331,153	(3)	0	I	See Footnote(2)

Explanation of Responses:

- The Series A Preferred Stock, which had no expiration date, automatically converted to common stock on a 1-for-1 basis upon the completion of the Issuer's initial public offering.
- The shares are held in the name of ABS Ventures IX, L.P. ("ABS"). The reporting person is a managing member of Calvert Capital V LLC, the general partner of ABS, and has voting and dispositive power with respect to the shares held by ABS.
- The Series A-1 Preferred Stock, which had no expiration date, automatically converted to common stock on a 1-for-1 basis upon the completion of the Issuer's initial public offering.
- The shares were sold in the Issuer's initial public offering, pursuant to a Form S-1 Registration Statement which was declared effective on September 15, 2016. The reported sale price reflects the price at which the shares were sold to the underwriters.

Remarks:

/s/ Richard Segal, Attorney-in-Fact 09/21/2016

** 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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