**Form 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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

**OMB APPROVAL**

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1. **Name and Address of Reporting Person**
   - IRVIN VERNON
   - (Last) C/O EVERBRIDGE, INC.
   - (First) 25 CORPORATE DRIVE
   - (Middle) BURLINGTON MA 02108

2. **Issuer Name and Ticker or Trading Symbol**
   - EVERBRIDGE, INC. [ EVBG ]

3. **Date of Earliest Transaction**
   - 09/30/2020

4. **If Amendment, Date of Original Filed**

5. **Relationship of Reporting Person(s) to Issuer**
   - Director
   - 10% Owner
   - EVP, Chief Revenue Officer

6. **Individual or Joint/Group Filing (Check Applicable Line)**
   - Form filed by One Reporting Person

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>09/30/2020</td>
<td>M</td>
<td>V</td>
<td>A</td>
<td>12,500 (1)</td>
<td>D</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>$0.00</td>
<td>09/30/2020</td>
<td>M</td>
<td>(A)</td>
<td>12,500</td>
<td>(3) (4)</td>
<td>Common Stock</td>
<td>12,500</td>
<td>$0.00</td>
<td>37,500</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Restricted stock units convert into common stock on a one-for-one basis.
2. Includes an additional 41 shares purchased through ESPP on September 15, 2020.
3. On October 24, 2019, the reporting person was granted restricted stock units (RSUs) which vest annually in four equal installments.
4. Not applicable.

**Remarks:**

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

**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).


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.