Totton James

1. Name and Address of Reporting Person

C/O EVERBRIDGE, INC.
25 CORPORATE DRIVE
BURLINGTON MA 01803

2. Issuer Name and Ticker or Trading Symbol

EVERBRIDGE, INC. [ EVBG ]

3. Date of Earliest Transaction (Month/Day/Year)

07/29/2020

4. Securities Acquired (A) or Disposed Of (D) (Instr. 4 and 5)

(A)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4 and 5)

1,226

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

D

7. Nature of Indirect Beneficial Ownership (Instr. 4)


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>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4 and 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>07/29/2020</td>
<td>A</td>
<td>1,226</td>
<td>1,226</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Performance-based Restricted Stock Unit</td>
<td>07/29/2020</td>
<td>A</td>
<td>1,226</td>
<td>07/28/2030</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

<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>4. Transaction Code (Instr. 4)</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>07/29/2020</td>
<td>A</td>
<td>1,226</td>
<td>(1)</td>
<td>Common Stock</td>
<td>1,226</td>
<td>$0.00</td>
<td>1,226</td>
<td>D</td>
</tr>
<tr>
<td>Performance-based Restricted Stock Unit</td>
<td>$0.00</td>
<td>07/29/2020</td>
<td>A</td>
<td>1,226</td>
<td>(3)</td>
<td>Common Stock</td>
<td>1,226</td>
<td>$0.00</td>
<td>1,226</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Represents a grant of restricted stock units under the Everbridge, Inc. 2016 Equity Incentive Plan. Each restricted stock unit represents the contingent right to receive, upon vesting of the unit, one share of Everbridge common stock. Subject to accelerated vesting in certain circumstances, the restricted stock units are scheduled to vest 33% on July 31, 2021, 33% on July 31, 2022, and 34% on July 31, 2023, as long as the reporting person remains in the service of Everbridge through the respective vesting date.

2. Not applicable.

3. Represents a grant of performance-based restricted stock units ("PSU") under the Everbridge, Inc. 2016 Equity Incentive Plan. Each PSU represents the contingent right to receive, upon vesting of the unit, one share of Everbridge common stock. Up to sixty-two and one-half percent (62.5%) of the PSUs will become eligible to vest at the end of the fiscal quarter after the second anniversary of the grant date based on the compound annual growth rate ("CAGR") achieved during the eight fiscal quarters preceding the then most recent fiscal quarter, and up to an additional sixty-two and one-half percent (62.5%) of the PSUs will become eligible to vest at the end of the fiscal quarter after the third anniversary of the grant date based on the CAGR achieved during the 12 fiscal quarters preceding the then most recent fiscal quarter.

Remarks:

Elliot J. Mark, Attorney-in-Fact 07/31/2020

** Signature of Reporting Person Date **