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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 Address of Reporting Person [*] Schaffer Ryan				suer Name and Ticker pensify, Inc. [[]			ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>Schaffer Kyan</u>					-			X	Director	10% 0	Owner				
(Last)	(First)	3. Di	ate of Earliest Transac	tion (Me	onth/E)av/Year)	- x	Officer (give title below)	Other below	(specify)					
(Last) (First) (Middle) C/O EXPENSIFY, INC.				12/15/2022						Chief Financial Officer					
401 SW 5TH AVE															
(Street)				Amendment, Date of C	Driginal	Filed	(Month/Day/Ye	6. Indi Line)	6. Individual or Joint/Group Filing (Check Applicable Line)						
PORTLAND	OR						X	Form filed by One Reporting Person							
										Form filed by More than One Reporting Person					
(City)	(State)	(Zip)													
		Table I - No	n-Derivative	Securities Acqu	uired,	Dis	oosed of, o	or Bene	ficially	Owned					
Date			2. Transaction Date (Month/Day/Yea	ar) 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)					
Class A Common Stock 12/15			12/15/2022	2	A		1,338(1)	A	\$9.51	68,176	D				
Class A Common Stock 12/15/			12/15/2022	2	A		106(2)	A	\$ <mark>0</mark>	68,282	D				
Class A Common Stock 12/15				2	F		32	D	\$9.49	68,250	D				

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (a q nute calle warrants ontions convertible securities)

М

F

3,923

1,596

A

D

(3)

\$9.3

72,173

70,577

D

D

	(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)	Code (Transaction Derivative Code (Instr. Securities		tive ties red (A) posed (Instr.	6. Date Exerc Expiration Da (Month/Day/N	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)	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		(Instr. 4)		
Restricted Stock Units	(3)	12/15/2022		М			3,923	(4)	12/15/2029	Class A Common Stock	3,923	\$ <u>0</u>	105,907	D	
Restricted Stock Units	(5)	12/15/2022		М			3,923	(4)	12/15/2029	LT50 Common Stock	3,923	\$0	105,907	D	
LT50 Common Stock	(5)(6)	12/15/2022		М		3,923		(6)	(6)	Class A Common Stock	3,923	\$0	19,613	Ι	See note ⁽⁷⁾

Explanation of Responses:

Class A Common Stock

Class A Common Stock

1. Shares purchased pursuant to the Expensify, Inc. 2021 Stock Purchase and Matching Plan ("SPMP").

2. Shares granted as matched shares pursuant to the SPMP.

3. Each restricted stock unit represents the contingent right to receive one share of Class A common stock. This transaction represents the settlement of vested RSUs in shares of Class A Common Stock.

4. The restricted stock units vest 12.5% on September 15, 2022 and 1/32nd each quarter thereafter, on December 15th, March 15th, June 15th, and September 15th.

12/15/2022

12/15/2022

5. Each restricted stock unit represents the contingent right to receive one share of LT50 common stock. This transaction represents the settlement of vested RSUs in shares of LT50 Common Stock.

6. The LT50 Common Stock is convertible into the Issuer's Class A Common Stock on a one-to-one basis only upon, and generally cannot be transferred without, satisfaction of certain notice and other requirements, including a notice period of 50 months. The LT50 Common Stock will automatically convert into shares of the Issuer's Class A Common Stock on a one-to-one basis at such time as all of the thenoutstanding shares of LT10 and LT50 Common Stock represent, in the aggregate, less than 2% of all then-outstanding shares of common stock.

7. Deposited into the Expensify Voting Trust (the "Voting Trust"). The Reporting Person retains investment control and dispositive power over the shares deposited into the Voting Trust. **Remarks:**

> /s/ Ryan Schaffer 12/15/2022 ** 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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