SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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 [*] Mills Jason Fahr			2. Issuer Name and Ticker or Trading Symbol <u>Expensify, Inc.</u> [EXFY]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 09/15/2023		Officer (give title below)	Other (specify below)				
C/O EXPENSIFY, INC. 401 SW 5TH AVE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	(Check Applicable ting Person					
(Street) PORTLAND	OR	97204			Form filed by More than Person	One Reporting				
			 Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. 							
		(Zip)								

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)	Transaction Code (Instr.		4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	09/15/2023		Α		15,172(1)	Α	\$0	144,189	D	
Class A Common Stock	09/15/2023		F		3,695	D	\$4.11	140,494	D	
Class A Common Stock	11/29/2023		Α		34,076 ⁽¹⁾	Α	\$ <u>0</u>	174,570	D	
Class A Common Stock	11/30/2023		S ⁽²⁾		8,714(3)	D	\$2.41(4)	165,856	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 Deriv Secu Acqu (A) o Disp of (D	r osed) r. 3, 4	Expiration Da	Expiration Date (Month/Day/Year)		e and unt of rities rlying ative rity (Instr. 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				

Explanation of Responses:

1. Shares awarded under the Expensify, Inc. 2021 Stock Purchase and Matching Plan ("SPMP").

2. Shares were sold solely to cover taxes for shares awarded under the SPMP.

3. Represents the Reporting Person's pro rata portion of the total shares sold on the transaction date to cover taxes for shares awarded under the SPMP for certain employees of the Issuer.

4. The price reported in Column 4 is a weighted average price of all shares sold on the transaction date by the Issuer's broker to cover taxes for shares awarded under the SPMP for certain employees of the Issuer. These shares were sold in multiple transactions at prices ranging from \$2.39 to \$2.44, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

<u>/s/ Ryan Schaffer, as attorney-</u> <u>in-fact</u> <u>tt Orentrice of Dependence</u>

12/01/2023

** 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.

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.