SEC Form 4	
------------	--

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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 <sup>*</sup> Vidal Daniel				er Name <b>and</b> Ticke ensify, Inc. [1		ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last)	(First)	(Middle)		e of Earliest Transa /2023	ction (Month/D	ay/Year)		Officer (give title below)		(specify	
C/O EXPENSIFY, INC. 401 SW 5TH AVE				nendment, Date of	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) PORTLAND	OR	97204						Form filed by One Form filed by Mor Person			
- -			Rule	Rule 10b5-1(c) Transaction Indication							
(City)	(State)	(Zip)		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.							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial	

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr.		Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	06/14/2023		A		4,496 <sup>(1)</sup>	A	\$6.96	97,319	D	
Class A Common Stock	06/14/2023		A		911 <sup>(2)</sup>	A	\$ <mark>0</mark>	98,230	D	
Class A Common Stock	06/14/2023		F		255	D	\$7	97,975	D	
Class A Common Stock	06/15/2023		М		2,825	A	(3)	100,800	D	
Class A Common Stock	06/15/2023		F		1,574	D	\$7.15	99,226	D	

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

(e.g., puts, calls, warrants, options, convertible securities) 3A. Deemed Execution Date, 1. Title of 2 3. Transaction 5. Number of 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Conversion Date (Month/Day/Year) Transaction Ownership Derivative Derivative Expiration Date (Month/Day/Year) Amount of Derivative derivative of Indirect Security or Exercise if anv Code (Instr. Securities Securities Security Securities Form: Beneficial Direct (D) or Indirect (I) (Instr. 4) Ownership Price of Derivative Security Acquired (A) or Disposed of (D) (Instr. Underlying Derivative Security (Instr. 3 and 4) (Instr. 3) (Month/Dav/Year) 8) (Instr. 5) Beneficially Owned (Instr. 4) Following 3. 4 and 5) Reported Transaction(s) Amount (Instr. 4) Numbe Date Expiration of v Code (A) (D) Exercisable Date Title Shares Restricted Class A Stock (3) 06/15/2023 (4) 12/15/2029 2,825 70,633 D Μ 2,825 \$<mark>0</mark> Commo Units Stock Restricted LT50 (5) 06/15/2023 2,825 (4) 12/15/2029 2,825 \$<mark>0</mark> 70,633 D Stock Μ Comm Units Stock LT50 Class A (5)(6) 06/15/2023 М 2.825 (6) (6) 2,825 \$<mark>0</mark> 132,417 See note<sup>(7)</sup> Commor I Stock Stock

Explanation of Responses:

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.

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 then-outstanding 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:** 

<u>/s/ Ryan Schaffer, as attorney-</u> in-fact <u>06/16/2023</u>

\*\* 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.