SEC Form 4	
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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				er Name and Ticker <u>nsify, Inc.</u> [[I		ymbol		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner			
(Last) (First) (Middle) C/O EXPENSIFY, INC. 401 SW 5TH AVE				of Earliest Transac 2022	tion (Month/D	ay/Year)	X	Officer (give title below) Chief Fina	Other below ncial Officer	(specify)	
(Street) PORTLAND OR 97204 (City) (State) (Zip)				endment, Date of C	Driginal Filed ((Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Dis	posed of, or Benefic	cially (Dwned			
1. Title of Security (Instr. 3) 2. Trans Date (Month/				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. 8)					Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	09/15/2022		A ⁽¹⁾		377	A	\$16.7	60,776	D	
Class A Common Stock	09/15/2022		A ⁽²⁾		38	A	\$ <mark>0</mark>	60,814	D	
Class A Common Stock	09/15/2022		F		10	D	\$16.64	60,804	D	
Class A Common Stock	09/15/2022		М		15,690	Α	(3)	76,494	D	
Class A Common Stock	09/15/2022		F		9,656	D	\$16.25	66,838	D	

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

			(0.9	., put	3, cui	13, Wa	nanto,	0010113, 0		ie Secui	nies)							
Security or E (Instr. 3) Price Der	2. Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative		Date	Date	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code 8)		5. Num Derivat Securit Acquire Dispose (D) (Ins and 5)	ive ies ed (A) or ed of	6. Date Exerc Expiration D (Month/Day/ [\]	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Security	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)	09/15/2022		М			15,690	(4)	12/15/2029	Class A Common Stock	15,690	\$ 0	109,830	D				
Restricted Stock Units	(5)	09/15/2022		м			15,690	(4)	12/15/2029	LT50 Common Stock	15,690	\$0	109,830	D				
LT50 Common Stock	(5)(6)	09/15/2022		м		15,690		(6)	(6)	Class A Common Stock	15,690	\$0	15,690	I	See note ⁽⁷⁾			

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 March 15th, June 15th, September 15th and December 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</u> ** Signature of Reporting Person 09/19/2022 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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