SEC Form 4

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FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287
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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 [*] McDearis Kevin			2. Issuer Name and Ticker or Trading Symbol <u>BLACKBAUD INC</u> [BLKB]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) 65 FAIRCHILD	(First) STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/26/2024	X	Officer (give title below) EVP & Chief Technol	Other (specify below) ology Officer			
(Street) CHARLESTON	SC	29492	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	ividual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person			
(City)	(State)	(Zip)	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 ir satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						

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)						5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/26/2024		A		5,344 ⁽¹⁾	A	\$ <u>0</u>	95,699	D	
Common Stock	02/26/2024		F		2,451(2)	D	\$68.61	93,248	D	
Common Stock	02/26/2024		F		1,310 ⁽²⁾	D	\$68.61	91,938	D	
Common Stock	02/26/2024		F		2,451(3)	D	\$68.61	89,487	D	

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

(e.g., puts, ca	lls, 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)	4. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	of Expiration		6. Date Exercisable and Expiration Date (Month/Day/Year)		e and int of rities rlying ative rity (Instr. 4)	Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The Compensation Committee determined that a portion of performance restricted stock units ("PRSUs") granted on February 24, 2022 would vest in full on February 26, 2024 based on the Issuer achieving performance goals for the period ended December 31, 2023, subject to continued employment. The remaining PRSUs granted on February 24, 2022 will vest dependent on the achievement of performance goals for the period ended December 31, 2024, subject to continued employment.

2. Represents shares forfeited to the Issuer in connection with the satisfaction of tax liabilities incurred upon the vesting of separate PRSUs granted February 24, 2022.

3. Represents shares forfeited to the Issuer in connection with the satisfaction of tax liabilities incurred upon the vesting of restricted stock granted February 24, 2022.

Remarks:

<u>/s/ Donald R. Reynolds,</u> Attorney-in-Fact

02/28/2024

** 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.