

HIRSCHHORN MARK
Form 4
December 07, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HIRSCHHORN MARK

2. Issuer Name and Ticker or Trading Symbol
Teladoc Health, Inc. [TDOC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Executive VP, COO and CFO

(Last) (First) (Middle)
C/O TELADOC HEALTH, INC., 2
MANHATTANVILLE ROAD,
SUITE 203

3. Date of Earliest Transaction
(Month/Day/Year)
11/07/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PURCHASE, NY 10577

(City) (State) (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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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
Common Stock	11/07/2018		M		1,001	A	\$ 1.67 3,285
Common Stock	11/07/2018		M		3,081	A	\$ 12.21 6,366
Common Stock	11/07/2018		M		4,000	A	\$ 22.3 10,366
Common Stock	11/20/2018		M		683	A	\$ 6.01 11,049
Common Stock	11/20/2018		M		834	A	\$ 18.98 11,883

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Common Stock	11/20/2018	M	774	A	\$ 22.3	12,657	D
Common Stock	12/04/2018	S	<u>10,000</u> (1)	D	\$ 64.96	2,657	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1.67	11/07/2018		M	1,001	<u>(2)</u> 12/11/2023	Common Stock	1,001	
Employee Stock Option (right to buy)	\$ 12.21	11/07/2018		M	3,081	<u>(3)</u> 03/07/2026	Common Stock	3,081	
Employee Stock Option (right to buy)	\$ 22.3	11/07/2018		M	4,000	<u>(4)</u> 03/03/2027	Common Stock	4,000	
Employee Stock Option (right to buy)	\$ 6.01	11/20/2018		M	683	<u>(5)</u> 09/10/2024	Common Stock	683	
	\$ 18.98	11/20/2018		M	834	<u>(6)</u> 09/16/2026		834	

Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 22.3	11/20/2018	M	774	(4)	03/03/2027	Common Stock	774	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HIRSCHHORN MARK C/O TELADOC HEALTH, INC., 2 MANHATTANVILLE ROAD, SUITE 203 PURCHASE, NY 10577			Executive VP, COO and CFO	

Signatures

/s/ Adam C. Vandervoort,
attorney-in-fact

12/07/2018

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan that was adopted by the reporting person on June 15, 2018.
- (2) The option vests as to 25% of the shares on December 11, 2014. The remainder of the shares vest in 36 equal monthly installments thereafter.
- (3) The option vests as to 25% of the shares on March 7, 2017. The remainder of the shares vest in 36 equal monthly installments thereafter.
- (4) The option vests as to 25% of the shares on March 3, 2018. The remainder of the shares vest in 36 equal monthly installments thereafter.
- (5) The option vests as to 25% of the shares on September 10, 2015. The remainder of the shares vest in 36 equal monthly installments thereafter.
- (6) The option vests as to 25% of the shares on September 16, 2017. The remainder of the shares vest in 36 equal monthly installments thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.