HIRSCHHORN MARK
Form 4
September 20, 2018

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
HIRSCHHORN MARK

(Last) (First) (Middle)

C/O TELADOC HEALTH, INC.,, 2 MANHATTANVILLE ROAD, SUITE 203

(Street)

PURCHASE, NY 10577

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/19/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 - 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	09/19/2018		M		2,003	A	$ 1.67	4,794	D	
Common Stock	09/19/2018		M		2,050	A	$ 6.01	6,844	D	
Common Stock	09/19/2018		M		4,568	A	$ 6.01	11,412	D	
Common Stock	09/19/2018		M		9,243	A	$ 12.21	20,655	D	
Common Stock	09/19/2018		M		10,000	A	$ 18.98	30,655	D	

Common Stock	09/19/2018		M	4,345	A	$ 22.3	35,000	D

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

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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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	$ 1.67	09/19/2018		M			2,003	(1)	12/11/2023	Common Stock	2,003
Employee Stock Option (right to buy)	$ 6.01	09/19/2018		M			2,050	(2)	09/10/2024	Common Stock	2,050
Employee Stock Option (right to buy)	$ 6.01	09/19/2018		M			4,568	(3)	12/22/2024	Common Stock	4,568
Employee Stock Option (right to buy)	$ 12.21	09/19/2018		M			9,243	(4)	03/07/2026	Common Stock	9,243
Employee Stock Option (right to buy)	$ 18.98	09/19/2018		M			10,000	(5)	09/16/2026	Common Stock	10,000

Employee Stock Option (right to buy)	$ 22.3	09/19/2018		M	4,345	(6)	03/03/2027	Common Stock	4,345

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	09/20/2018
**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 option vests as to 25% of the shares on December 11, 2014. The remainder of the shares vest in 36 equal monthly installments thereafter.

(2) 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.

(3) The option vests as to 25% of the shares on December 22, 2015. The remainder of the shares vest in 36 equal monthly installments thereafter.

(4) 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.

(5) 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.

(6) 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.

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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