

Vandervoort Adam C
Form 4
February 12, 2019

FORM 4

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

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 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Vandervoort Adam C

(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)

02/08/2019

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 ____ Other (specify
below) below)
Chief Legal Officer, Secretary

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	02/08/2019		M		2,734	A \$ 8.71	2,934 D
Common Stock	02/08/2019		M		455	A \$ 9.6	3,389 D
Common Stock	02/08/2019		M		914	A \$ 12.21	4,303 D
Common Stock	02/08/2019		M		1,447	A \$ 22.3	5,750 D
Common Stock	02/08/2019		S		5,550 (1)	D \$ 61.69	200 D

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

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(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)	\$ 8.71	02/08/2019		M		2,734		<u>(2)</u>	02/25/2025	Common Stock	2,734
Employee Stock Option (right to buy)	\$ 9.6	02/08/2019		M		455		<u>(3)</u>	05/29/2025	Common Stock	455
Employee Stock Option (right to buy)	\$ 12.21	02/08/2019		M		914		<u>(4)</u>	03/07/2026	Common Stock	914
Employee Stock Option (right to buy)	\$ 22.3	02/08/2019		M		1,447		<u>(5)</u>	03/03/2027	Common Stock	1,447

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
Chief Legal Officer, Secretary

Vandervoort Adam C
C/O TELADOC HEALTH, INC.,
2 MANHATTANVILLE ROAD, SUITE 203
PURCHASE, NY 10577

Signatures

/s/ Adam C.
Vandervoort

02/11/2019

__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 5, 2018.
- (2) The option vests as to 25% of the shares on February 25, 2016. The remainder of the shares vest in 36 equal monthly installments thereafter
- (3) The option vests as to 25% of the shares on May 29, 2016. 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 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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