

HIRSCHHORN MARK

Form 4

October 19, 2018

**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 \*  
**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)

10/17/2018

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	10/17/2018		M		1,001	A \$ 1.67 1,001	D
Common Stock	10/17/2018		M		684	A \$ 6.01 1,685	D
Common Stock	10/17/2018		M		2,284	A \$ 6.01 3,969	D
Common Stock	10/17/2018		M		3,082	A \$ 12.21 7,051	D
Common Stock	10/17/2018		M		833	A \$ 18.98 7,884	D

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Common Stock      10/17/2018      M      2,116      A      \$ 22.3      10,000      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
Employee Stock Option (right to buy)	\$ 1.67	10/17/2018		M	1,001	<u>(1)</u> 12/11/2023	Common Stock	1,001
Employee Stock Option (right to buy)	\$ 6.01	10/17/2018		M	684	<u>(2)</u> 09/10/2024	Common Stock	684
Employee Stock Option (right to buy)	\$ 6.01	10/17/2018		M	2,284	<u>(3)</u> 12/22/2024	Common Stock	2,284
Employee Stock Option (right to buy)	\$ 12.21	10/17/2018		M	3,082	<u>(4)</u> 03/07/2026	Common Stock	3,082
Employee Stock Option (right to buy)	\$ 18.98	10/17/2018		M	833	<u>(5)</u> 09/16/2026	Common Stock	833

buy)

Employee

Stock

Option	\$ 22.3	10/17/2018	M	2,116	<u>(6)</u>	03/03/2027	Common Stock	2,116
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(right to

buy)

## 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

10/19/2018

\_\_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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