

Lauer Gary L  
Form 4  
January 14, 2013

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lauer Gary L

(Last) (First) (Middle)

C/O EHEALTH, INC., 440 EAST  
MIDDLEFIELD ROAD

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
eHealth, Inc. [EHTH]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/10/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chr. of the Board and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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)
Common Stock	01/10/2013		M <sup>(1)</sup>	42,430 A	\$ 2 211,414	D	
Common Stock	01/10/2013		S <sup>(1)</sup>	42,430 D	\$ 23.2118 168,984	D	
Common Stock	01/10/2013		M <sup>(1)</sup>	5,570 A	\$ 2 174,554	D	
Common Stock	01/10/2013		S <sup>(1)</sup>	5,570 D	\$ 22.9838 168,984	D	
	01/11/2013		M <sup>(1)</sup>	34,900 A	\$ 2 203,884	D	

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Common  
Stock

Common Stock	01/11/2013	<u>S</u> <sup>(1)</sup>	34,900	D	\$ 23.7523 <u>(5)</u>	168,984	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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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 2	01/10/2013		<u>M</u> <sup>(1)</sup>	42,430	<u>(3)</u>	05/21/2013	Common Stock	42,430
Employee Stock Option (right to buy)	\$ 2	01/10/2013		<u>M</u> <sup>(1)</sup>	5,570	<u>(3)</u>	05/21/2013	Common Stock	5,570
Employee Stock Option (right to buy)	\$ 2	01/11/2013		<u>M</u> <sup>(1)</sup>	34,900	<u>(3)</u>	05/21/2013	Common Stock	34,900

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
X		Chr. of the Board and CEO	

Lauer Gary L  
C/O EHEALTH, INC.  
440 EAST MIDDLEFIELD ROAD  
MOUNTAIN VIEW, CA 94043

## Signatures

/s/ Jennifer Thompson, as attorney-in-fact for Gary L.  
Lauer

01/14/2013

\_\_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) This transaction was effected pursuant to a Rule 10b5-1 trading plan.

(2) The price reported in Table I, Column 4 for sales on 1/10/2013 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.38 to \$23.54, inclusive. The reporting person undertakes to provide to eHealth, Inc., any security holder of eHealth, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

(3) The option shares become vested as to 25% of the shares one year after September 9, 2002 and 1/48th of the shares upon each month of continuous service thereafter.

(4) The price reported in Table I, Column 4 for sales on 1/10/2013 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.7133 to \$23.94, inclusive. The reporting person undertakes to provide to eHealth, Inc., any security holder of eHealth, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (4) to this Form 4.

(5) The price reported in Table I, Column 4 for sales on 1/11/2013 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.295 to \$24.205, inclusive. The reporting person undertakes to provide to eHealth, Inc., any security holder of eHealth, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (5) to this Form 4.

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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