

Vandervoort Adam C
 Form 4
 March 05, 2018

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

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).

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 *
 Vandervoort Adam C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 03/01/2018

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Legal Officer, Secretary

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

(Street)

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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	03/02/2018		M	19,138	A	\$ 8.71	19,338	D
Common Stock	03/02/2018		M	3,190	A	\$ 9.6	22,528	D
Common Stock	03/02/2018		M	5,481	A	\$ 12.21	28,009	D
Common Stock	03/02/2018		S	27,809	D	\$ 38.62	200	D
Common Stock	03/05/2018		M	17,361	A	\$ 22.3	17,561	D

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Common Stock	03/05/2018	S	17,361	D	\$ 40.28	200	D
Common Stock	03/05/2018	M	1,953	A	<u>(1)</u>	2,153	D
Common Stock	03/05/2018	S	1,953	D	\$ 41.82	200	D

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 Security (Instr. 3 and 4)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Employee Stock Option (right to buy)	\$ 8.71	03/02/2018		M		19,138	<u>(2)</u>	02/15/2025	Common Stock	19,138
Employee Stock Option (right to buy)	\$ 9.6	03/02/2018		M		3,190	<u>(3)</u>	05/29/2025	Common Stock	3,190
Employee Stock Option (right to buy)	\$ 12.21	03/02/2018		M		5,481	<u>(4)</u>	03/07/2026	Common Stock	5,481
Employee Stock Option (right to buy)	\$ 22.3	03/05/2018		M		17,361	<u>(5)</u>	03/03/2027	Common Stock	17,361
Employee Stock	\$ 38.55	03/01/2018		A		55,900	<u>(6)</u>	03/01/2028	Common Stock	55,900

Option
(right to
buy)

Restricted
Stock Unit

(7)

03/01/2018

A

11,236

(8)

(8)

Common
Stock

11,236

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Vandervoort Adam C C/O TELADOC, INC., 2 MANHATTANVILLE ROAD, SUITE 203 PURCHASE, NY 10577			Chief Legal Officer, Secretary	

Signatures

/s/ Adam C.
Vandervoort

03/05/2018

__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) Restricted stock units convert into common stock on a one-for-one basis.
- (2) The option vested 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 vested 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 vested 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 vested as to 25% of the shares on March 3, 2018. The remainder of the shares vest in 36 equal monthly installments thereafter.
- (6) The option will vest as to 25% of the shares on March 1, 2019. The remainder of the shares will vest in 36 equal monthly installments thereafter.
- (7) Each restricted stock unit represents a contingent right to receive one share of TDOC common stock.
- (8) The restricted stock unit vests in three equal annual installments beginning March 1, 2019.

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.