

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* Flanders Scott N (Last) (First) (Middle) C/O EHEALTH, INC. 2625 AUGUSTINE DRIVE, SECOND FLOOR (Street) SANTA CLARA CA 95054 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol eHealth, Inc. [EHTH] 3. Date of Earliest Transaction (Month/Day/Year) 07/30/2019 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner X Officer (give title below) Other (specify below) Chief Executive Officer 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	07/30/2019		M ⁽¹⁾		92,016	A	\$12.04	822,188 ⁽²⁾	D	
Common Stock	07/30/2019		M ⁽¹⁾		7,500	A	\$12.2	829,688 ⁽²⁾	D	
Common Stock	07/30/2019		S ⁽¹⁾		11,094	D	\$101.64 ⁽³⁾	818,594 ⁽²⁾	D	
Common Stock	07/30/2019		S ⁽¹⁾		10,659	D	\$102.71 ⁽⁴⁾	807,935 ⁽²⁾	D	
Common Stock	07/30/2019		S ⁽¹⁾		13,484	D	\$103.81 ⁽⁵⁾	794,451 ⁽²⁾	D	
Common Stock	07/30/2019		S ⁽¹⁾		39,221	D	\$104.81 ⁽⁶⁾	755,230 ⁽²⁾	D	
Common Stock	07/30/2019		S ⁽¹⁾		23,758	D	\$105.53 ⁽⁷⁾	731,472 ⁽²⁾	D	
Common Stock	07/30/2019		S ⁽¹⁾		1,300	D	\$106.38 ⁽⁸⁾	730,172 ⁽²⁾	D	
Common Stock								3,000	I	UTMA Accounts For Grandchildren

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Option	\$12.04	07/30/2019		M ⁽¹⁾			92,016	03/15/2018 ⁽⁹⁾	03/31/2024	Common Stock	92,016	\$12.04	0	D	
Employee Stock Option (right to buy)	\$12.2	07/30/2019		M ⁽¹⁾			7,500	(10)	06/15/2020	Common Stock	7,500	\$12.2	0	D	

Explanation of Responses:

1. The transactions reported on this date were effected pursuant to a Rule 10b5-1 trading plan. The transactions consist of (i) the cashless sale of an option to purchase 92,016 shares that were originally issued in lieu of a performance-based cash bonus opportunity for 2017 and (ii) the cashless sale of an option to purchase 7,500 shares that was scheduled to expire on 6/15/2020.
2. Total amount of shares beneficially owned includes shares deferred upon vesting of certain restricted stock units. The deferred shares will be settled in accordance with the terms of the deferral election.
3. The price reported in Table I, Column 4 for sales on 7/30/2019 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$101.14 to \$102.13, inclusive. The reporting person undertakes to provide to eHealth, Inc., any security holder of eHealth Inc., or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (3) to (8) of this Form 4.
4. The price reported in Table I, Column 4 for sales on 7/30/2019 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$102.16 to \$103.15, inclusive.
5. The price reported in Table I, Column 4 for sales on 7/30/2019 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.20 to \$104.18, inclusive.
6. The price reported in Table I, Column 4 for sales on 7/30/2019 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$104.21 to \$105.20, inclusive.
7. The price reported in Table I, Column 4 for sales on 7/30/2019 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$105.21 to \$106.20, inclusive.
8. The price reported in Table I, Column 4 for sales on 7/30/2019 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$106.21 to \$106.59, inclusive.
9. The performance-based stock option was granted in lieu of a performance-based cash bonus opportunity for 2017. The performance based stock option vested as to 92,016 shares upon compensation committee's certification of the achievement of the revenue and adjusted EBITDA goals that would have applied to Mr. Flanders' cash bonus.
10. The option vested as to 100% of the shares approximately one year following the grant date. The option is scheduled to expire on 6/15/20.

Remarks:

[/s/ Scott Giesler as attorney-in-fact for Scott N. Flanders](#) [07/31/2019](#)

** Signature of Reporting Person Date

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

* 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).

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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