

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person * <u>Hannan Timothy C.</u> (Last) (First) (Middle) <u>C/O EHEALTH, INC.</u> <u>2625 AUGUSTINE DRIVE, SECOND FLOOR</u> (Street) <u>SANTA CLARA CA</u> <u>95054</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>eHealth, Inc. [EHTH]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/30/2019</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Marketing Officer</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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		7,500	A	\$18.6	55,855	D	
Common Stock	07/30/2019		M		7,500	A	\$18.6	63,355	D	
Common Stock	07/30/2019		S		4,500	D	\$101.65 ⁽¹⁾	58,855	D	
Common Stock	07/30/2019		S		4,600	D	\$102.72 ⁽²⁾	54,255	D	
Common Stock	07/30/2019		S		5,587	D	\$103.82 ⁽³⁾	48,668	D	
Common Stock	07/30/2019		S		4,998	D	\$104.58 ⁽⁴⁾	43,670	D	
Common Stock	07/30/2019		S		100	D	\$105.23	43,570	D	

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		Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	\$18.6	07/30/2019		M		7,500	(5)	07/18/2024	Common Stock	7,500	\$18.6	7,500	D
Performance Stock Option	\$18.6	07/30/2019		M		7,500	(6)	07/18/2024	Common Stock	7,500	\$18.6	7,500	D

Explanation of Responses:

1. 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 \$102.12, 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 (1) to (4) of this Form 4.
2. 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 \$102.17 to \$103.14, inclusive.
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 \$103.20 to \$104.17, inclusive.
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 \$104.21 to \$105.17, inclusive.
5. The stock option will vest as to 25% of the shares one year after the vesting commencement date of June 26, 2017 and 1/48th of the shares each month thereafter, subject to the individual continuing to provide services to the company through the applicable vesting date.
6. The performance-based stock options will be eligible to vest during a four-year performance period following the awards's grant date based on the company's stock price trading at certain pre-determined price thresholds. Once a price threshold is achieved, the portion of the award related to that threshold will vest one year later, subject to the individual continuing to provide services to the company through the applicable vesting date.

Remarks:

/s/ Scott Giesler, as attorney-in-fact for Timothy C. Hannan 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.