| SEC Form 4 |  |
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| 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

| Estimated average burden |     |
|--------------------------|-----|
| hours per response:      | 0.5 |

| 1. Name and Addre<br>Oliver Jack I  | 1 0     | Person* | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>eHealth, Inc.</u> [ EHTH ] |                        | ationship of Reporting Po<br>< all applicable)<br>Director                            | erson(s) to Issuer<br>10% Owner |
|---|---------|---------|---|------------------------|---|---------------------------------|
| (Last) (First) (Middle)<br>C/O EHEALTH, INC.<br>440 EAST MIDDLEFIELD ROAD |         | · · · · | 3. Date of Earliest Transaction (Month/Day/Year) 11/04/2013                         |                        | Officer (give title below)  | Other (specify below)           |
| (Street)<br>MOUNTAIN<br>VIEW  | СА      | 94043   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                            | 6. Indir<br>Line)<br>X | vidual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person | porting Person                  |
| (City)  | (State) | (Zip)   |   |                        |   |                                 |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |                  |   | 4. Securities<br>Disposed Of |               |              | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------|---|------------------------------|---------------|--------------|---|---|---|
|                                 |  |   | Code             | v | Amount                       | (A) or<br>(D) | Price        | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150. 4)   |
| Common Stock                    | 11/04/2013                                 |   | M <sup>(1)</sup> |   | 5,000                        | A             | \$8.8        | 38,945  | D   |   |
| Common Stock                    | 11/04/2013                                 |   | S <sup>(1)</sup> |   | 5,000                        | D             | \$39.8663(2) | 33,945  | D   |   |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 1 of |       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|------|-------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$8.8   | 11/04/2013                                 |   | M <sup>(1)</sup>             |   |      | 5,000 | (3)  | 12/14/2015         | Common<br>Stock  | 5,000                                  | \$0   | 20,000   | D  |  |

Explanation of Responses:

1. The transactions reported on this date were effected pursuant to a Rule 10b5-1 trading plan.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.26 to \$40.484, 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 December 14, 2005 and 1/48th of the shares upon each month of the director's continuous service thereafter.

**Remarks:** 

### <u>/s/ Jennifer Thompson, as</u> <u>attorney-in-fact for Jack L.</u>

11/06/2013

Oliver III \*\* Signature of Reporting Person

Date

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

 $\ast$  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.