

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
|--------------------------|-----------|
| OMB Number: | 3235-0287 |
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| hours per response: | 0.5 |

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

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person* SCHAEPE CHRISTOPHER J (Last) (First) (Middle) C/O LIGHTSPEED VENTURE PARTNERS 2200 SAND HILL ROAD (Street) MENLO PARK CA 94025 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol eHealth, Inc. [EHTH] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 10/18/2006 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 10/18/2006 | | C | | 232,298 ⁽¹⁾ | A | \$0 ⁽¹⁰⁾ | 242,104 | D ⁽¹⁾ | |
| Common Stock | 10/18/2006 | | C | | 60,817 ⁽¹⁾⁽¹³⁾ | A | \$0 ⁽¹¹⁾ | 302,921 | D ⁽¹⁾ | |
| Common Stock | 10/18/2006 | | C | | 56,086 ⁽¹⁾ | A | \$0 ⁽¹²⁾ | 359,007 | D ⁽¹⁾ | |
| Common Stock | 10/18/2006 | | C | | 265,669 ⁽²⁾ | A | \$0 ⁽¹⁰⁾ | 276,884 | D ⁽²⁾ | |
| Common Stock | 10/18/2006 | | C | | 69,554 ⁽²⁾⁽¹³⁾ | A | \$0 ⁽¹¹⁾ | 346,438 | D ⁽²⁾ | |
| Common Stock | 10/18/2006 | | C | | 64,130 ⁽²⁾ | A | \$0 ⁽¹²⁾ | 410,568 | D ⁽²⁾ | |
| Common Stock | 10/18/2006 | | C | | 33,479 ⁽³⁾ | A | \$0 ⁽¹⁰⁾ | 34,892 | D ⁽³⁾ | |
| Common Stock | 10/18/2006 | | C | | 8,765 ⁽³⁾⁽¹³⁾ | A | \$0 ⁽¹¹⁾ | 43,657 | D ⁽³⁾ | |
| Common Stock | 10/18/2006 | | C | | 8,096 ⁽³⁾ | A | \$0 ⁽¹²⁾ | 51,753 | D ⁽³⁾ | |
| Common Stock | 10/18/2006 | | C | | 10,293 ⁽⁴⁾ | A | \$0 ⁽¹⁰⁾ | 10,727 | D ⁽⁴⁾ | |
| Common Stock | 10/18/2006 | | C | | 2,695 ⁽⁴⁾⁽¹³⁾ | A | \$0 ⁽¹¹⁾ | 13,422 | D ⁽⁴⁾ | |
| Common Stock | 10/18/2006 | | C | | 2,485 ⁽⁴⁾ | A | \$0 ⁽¹²⁾ | 15,907 | D ⁽⁴⁾ | |
| Common Stock | 10/18/2006 | | C | | 433,391 ⁽⁵⁾ | A | \$0 ⁽¹⁰⁾ | 451,687 | D ⁽⁵⁾ | |
| Common Stock | 10/18/2006 | | C | | 113,466 ⁽⁵⁾⁽¹³⁾ | A | \$0 ⁽¹¹⁾ | 565,153 | D ⁽⁵⁾ | |

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 | | | | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 232,298 | (10) | (10) | Common Stock | 232,298 | \$0 | 0 | D ⁽¹⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 265,669 | (10) | (10) | Common Stock | 265,669 | \$0 | 0 | D ⁽²⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 33,479 | (10) | (10) | Common Stock | 33,479 | \$0 | 0 | D ⁽³⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 10,293 | (10) | (10) | Common Stock | 10,293 | \$0 | 0 | D ⁽⁴⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 433,391 | (10) | (10) | Common Stock | 433,391 | \$0 | 0 | D ⁽⁵⁾ | |

**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 | | | | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 3,629 | (10) | (10) | Common Stock | 3,629 | \$0 | 0 | D ⁽⁶⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 88,953 | (10) | (10) | Common Stock | 88,953 | \$0 | 0 | D ⁽⁷⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 9,751 | (10) | (10) | Common Stock | 9,751 | \$0 | 0 | D ⁽⁸⁾ | |
| Series A Convertible Preferred Stock | (10) | 10/18/2006 | | C | | | 6,013 | (10) | (10) | Common Stock | 6,013 | \$0 | 0 | D ⁽⁹⁾ | |
| Series B Convertible Preferred Stock | (11) | 10/18/2006 | | C | | | 46,266 | (11) | (11) | Common Stock | 60,817 ⁽¹³⁾ | \$0 | 0 | D ⁽¹¹⁾ | |
| Series B Convertible Preferred Stock | (11) | 10/18/2006 | | C | | | 52,913 | (11) | (11) | Common Stock | 69,554 ⁽¹³⁾ | \$0 | 0 | D ⁽²⁾ | |
| Series B Convertible Preferred Stock | (11) | 10/18/2006 | | C | | | 6,668 | (11) | (11) | Common Stock | 8,765 ⁽¹³⁾ | \$0 | 0 | D ⁽³⁾ | |
| Series B Convertible Preferred Stock | (11) | 10/18/2006 | | C | | | 2,050 | (11) | (11) | Common Stock | 2,695 ⁽¹³⁾ | \$0 | 0 | D ⁽⁴⁾ | |
| Series B Convertible Preferred Stock | (11) | 10/18/2006 | | C | | | 86,319 | (11) | (11) | Common Stock | 113,466 ⁽¹³⁾ | \$0 | 0 | D ⁽⁵⁾ | |

1. Name and Address of Reporting Person*
[SCHAEPE CHRISTOPHER J](#)

 (Last) (First) (Middle)
[C/O LIGHTSPEED VENTURE PARTNERS](#)
[2200 SAND HILL ROAD](#)

 (Street)
[MENLO PARK CA 94025](#)

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
[WPG Enterprise Fund III, L.L.C.](#)

 (Last) (First) (Middle)
[2200 SAND HILL ROAD](#)

 (Street)
[MENLO PARK, CA 94025](#)

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
[Weiss, Peck & Greer Venture Associates IV, L.L.C.](#)

 (Last) (First) (Middle)
[2200 SAND HILL ROAD](#)

 (Street)
[MENLO PARK, CA 94025](#)

 (City) (State) (Zip)

1. Name and Address of Reporting Person*

Weiss, Peck & Greer Venture Associates IV
Cayman, L.P.

(Last) (First) (Middle)
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WPG INFORMATION SCIENCES
ENTREPRENEUR FUND LP

(Last) (First) (Middle)
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WEISS PECK & GREER VENTURE
ASSOCIATES V LLC

(Last) (First) (Middle)
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WEISS PECK & GREER VENTURE
ASSOCIATES V-A LLC

(Last) (First) (Middle)
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

Explanation of Responses:

1. Shares are held by WPG Enterprise Fund III, LLC ("WPGEF III"). Mr. Schaepe is a managing member of WPG VC Fund Adviser, LLC, which is the fund investment advisory member of WPGEF III. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGEF III, except to the extent of his pecuniary interest therein.
2. Shares are held by Weiss, Peck & Greer Venture Associates IV, LLC ("WPGVA IV"). Mr. Schaepe is a managing member of WPG VC Fund Adviser, LLC, which is the fund investment advisory member of WPGVA IV. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGVA IV, except to the extent of his pecuniary interest therein.
3. Shares are held by Weiss, Peck & Greer Venture Associates IV Cayman, LP ("WPGVA IV Cayman"). Mr. Schaepe is a managing member of WPG VC Fund Adviser, LLC, which is the fund investment advisory partner of WPGVA IV Cayman. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGVA IV Cayman, except to the extent of his pecuniary interest therein.
4. Shares are held by WPG Information Sciences Entrepreneur Fund, LP ("WPGISEF"). Mr. Schaepe is a managing member of WPG VC Fund Adviser, LLC, which is the general partner of WPGISEF. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGISEF, except to the extent of his pecuniary interest therein.
5. Shares are held by Weiss, Peck & Greer Venture Associates V, LLC ("WPGVA V"). Mr. Schaepe is a managing member of WPG VC Fund Adviser II, LLC, which is the fund investment advisory member of WPGVA V. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGVA V, except to the extent of his pecuniary interest therein.
6. Shares are held by Weiss, Peck & Greer Venture Associates V-A, LLC ("WPGVA V-A"). Mr. Schaepe is a managing member of WPG VC Fund Adviser II, LLC, which is the fund investment advisory member of WPGVA V-A. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGVA V-A, except to the extent of his pecuniary interest therein.
7. Shares are held by Weiss, Peck & Greer Venture Associates V Cayman, LP ("WPGVA V Cayman"). Mr. Schaepe is a managing member of WPG VC Fund Adviser II, LLC, which is the fund investment advisory partner of WPGVA V Cayman. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGVA V Cayman, except to the extent of his pecuniary interest therein.
8. Shares are held by WPG Information Sciences Entrepreneur Fund II, LLC ("WPGISEF II"). Mr. Schaepe is a managing member of WPG VC Fund Adviser II, LLC, which is the fund investment advisory member of WPGISEF II. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGISEF II, except to the extent of his pecuniary interest therein.
9. Shares are held by WPG Information Sciences Entrepreneur Fund II-A, LLC ("WPGISEF II-A"). Mr. Schaepe is a managing member of WPG VC Fund Adviser II, LLC, which is the fund investment advisory member of WPGISEF II-A. Mr. Schaepe disclaims beneficial ownership of any of the shares held by WPGISEF II-A, except to the extent of his pecuniary interest therein.
10. The Series A Convertible Preferred Stock converted into Issuer's common stock on a 1-for-1 basis and had no expiration date.
11. The Series B Convertible Preferred Stock converted into Issuer's common stock on a 1-for-1.3145 basis and had no expiration date.
12. The Series C Convertible Preferred Stock converted into Issuer's common stock on a 1-for-1 basis and had no expiration date.
13. Reflects the 1-for-1.3145 conversion ratio which became effective upon the closing of the Issuer's initial public offering.

Remarks:

This is the first of four Forms 4 filed by the Reporting Person on this date to report transactions occurring on October 18, 2006 because there are more than 10 joint filers and multiple transactions. See Exhibit 99 Joint Filer Information

/s/ Christopher J. Schaepe 10/18/2006

/s/ Christopher J. Schaepe, 10/18/2006

Managing Member, WPG VC
Fund Adviser, LLC, for WPGEF

[III, WPGVA IV, WPGVA IV
Cayman, WPGISEF](#)

[/s/ Christopher J. Schaepe,
Managing Member, WPG VC
Fund Adviser II, LLC, for
WPGVA V, WPGVA V-A,
WPGVA V Cayman, WPGISEF
II, WPGISEF II-A](#)

[10/18/2006](#)

** 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.

Name: WPG Enterprise Fund III, LLC
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: Weiss, Peck & Greer Venture Associates IV, LLC
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: Weiss, Peck & Greer Venture Associates IV Cayman, LP,
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: WPG Information Sciences Entrepreneur Fund, LP
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: Weiss, Peck & Greer Venture Associates V, LLC
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: Weiss, Peck & Greer Venture Associates V-A, LLC
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: Weiss, Peck & Greer Venture Associates V Cayman, LP
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: WPG Information Sciences Entrepreneur Fund II, LLC
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

Name: WPG Information Sciences Entrepreneur Fund II-A, LLC
Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
Designated Filer: Schaepe, Christopher J.
Issuer and Ticker Symbol: eHealth, Inc. (EHTH)
Date of Event Requiring Statement: October 18, 2006

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Address: c/o Lightspeed Venture Partners, 2200 Sand Hill Road,
Menlo Park, CA 94025
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