

Gibbs Samuel C III
 Form 4
 August 03, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden 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).

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 *
 Gibbs Samuel C III

2. Issuer Name and Ticker or Trading Symbol
 eHealth, Inc. [EHTH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O EHEALTH, INC., 440 EAST MIDDLEFIELD RD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/01/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior Vice President

MOUNTAIN VIEW, CA 94043

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

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	08/01/2007		M ⁽¹⁾	12,500 A \$ 2	27,500	I	By Trust <u>(2)</u>
Common Stock	08/01/2007		M ⁽¹⁾	3,500 A \$ 2	31,000	I	By Trust <u>(2)</u>
Common Stock	08/01/2007		M ⁽¹⁾	2,000 A \$ 1	33,000	I	By Trust <u>(2)</u>
Common Stock	08/01/2007		M ⁽¹⁾	3,000 A \$ 8.8	36,000	I	By Trust <u>(2)</u>
Common Stock	08/01/2007		S ⁽¹⁾	21,000 D \$ 21.8342	15,000	I	By Trust <u>(2)</u>

Edgar Filing: Gibbs Samuel C III - Form 4

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

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 control number.

SEC 1474
(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 Securities (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 2	08/01/2007		M ⁽¹⁾		12,500	⁽³⁾	09/12/2010	Common Stock	12,500
Employee Stock Option (right to buy)	\$ 2	08/01/2007		M ⁽¹⁾		3,500	⁽³⁾	09/12/2010	Common Stock	3,500
Employee Stock Option (right to buy)	\$ 1	08/01/2007		M ⁽¹⁾		2,000	⁽⁴⁾	01/24/2011	Common Stock	2,000
Employee Stock Option (right to buy)	\$ 8.8	08/01/2007		M ⁽¹⁾		3,000	⁽⁵⁾	12/14/2015	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gibbs Samuel C III C/O EHEALTH, INC.			Senior Vice President	

440 EAST MIDDLEFIELD RD
MOUNTAIN VIEW, CA 94043

Signatures

/s/ Jennifer Thompson, as attorney-in-fact for Samuel C.
Gibbs III

08/03/2007

**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) All of the transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Shares are held by Samuel C Gibbs & Cynthia B Gibbs, TTEEs u/a DTD 4/27/1995 Gibbs Revocable Trust.
- (3) This option became fully vested and exercisable on 9/5/2004.
- (4) This option became fully vested and exercisable on 1/24/2005.
- (5) Immediately exercisable for all option shares. The option shares become vested as to 20% of the shares 1 year after December 14, 2005 and 1/60th of the shares upon completion of each month of continuous service thereafter.

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.