



NEWS RELEASE

# Teladoc Announces Pricing of Sale of Shares of Common Stock

1/18/2017

LEWISVILLE, Texas--(BUSINESS WIRE)-- Teladoc, Inc. (NYSE:TDOC) ("Teladoc") today announced the pricing of the previously announced offering of shares of its common stock, which includes 6,650,000 shares offered by Teladoc and 1,600,000 shares offered by certain stockholders of Teladoc named in the preliminary prospectus supplement (the "selling stockholders") at a price to the public of \$16.75 per share. The offering is expected to close on or about January 24, 2017, subject to customary closing conditions. In addition, the underwriters have a 30-day option to purchase up to an additional 1,237,500 shares of common stock from Teladoc.

The proceeds of the primary portion of the offering will be used by Teladoc for working capital and general corporate purposes, including to expand its current business through acquisitions of, or investments in, other businesses, products or technologies. Teladoc will not receive any proceeds from shares of common stock to be sold by the selling stockholders.

J.P. Morgan and Piper Jaffray & Co. are acting as joint book-running managers for the offering and as representatives of the underwriters. Wells Fargo Securities and William Blair are also acting as joint book-running managers for the offering. SunTrust Robinson Humphrey and Oppenheimer & Co. are acting as co-managers for the offering.

A copy of the preliminary prospectus supplement and the accompanying prospectus related to the offering may be obtained from J.P. Morgan, Attention: Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York, 11717, or by telephone: (866) 803-9204; or from Piper Jaffray & Co., Attention: Prospectus Department, 800 Nicollet Mall, J12S03, Minneapolis, MN 55402, or by email at [prospectus@pjc.com](mailto:prospectus@pjc.com), or by phone at (800) 747-3924.

A registration statement (including a prospectus) relating to these securities has been filed with the U.S. Securities and Exchange Commission (the "SEC") and has become effective. This offering may be made only by means of a

prospectus supplement and accompanying prospectus. Before you invest, you should read the prospectus supplement and the accompanying prospectus in that registration statement and other documents filed with the SEC for more information about Teladoc and this offering. You may obtain these documents free of charge by visiting the SEC's website at [www.sec.gov](http://www.sec.gov).

This press release shall not constitute an offer to sell or a solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

## About Teladoc

Teladoc, Inc. (NYSE:TDOC) is the nation's leading provider of telehealth services and a pioneering force in bringing the virtual care visit into the mainstream of today's health care ecosystem. Serving over 7,500 clients — including health plans, health systems, employers and other organizations — more than 17 million members can use phone, mobile devices and secure online video to connect within minutes to Teladoc's network of more than 3,000 board-certified, state-licensed physicians and behavioral health specialists, 24/7. With national coverage, a robust, scalable platform and a Lewisville, Texas-based member services center staffed by 400 employees, Teladoc offers the industry's most comprehensive and complete telehealth solution, including primary care, behavioral health care, dermatology, tobacco cessation and more.

## Cautionary Note Regarding Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as: "anticipate," "intend," "plan," "believe," "project," "estimate," "expect," "may," "should," "will" and similar references to future periods. Examples of forward-looking statements include, among others, statements we make regarding our financing plans (including statements related to the offering of common stock by us and the selling stockholders and the intended use of net proceeds of the offering), future revenues, future earnings, future numbers of members or clients, litigation outcomes, regulatory developments, market developments, new products and growth strategies, and the effects of any of the foregoing on our future results of operations or financial conditions.

Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Our actual results and

financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, the following: (i) changes in laws and regulations applicable to our business model; (ii) changes in market conditions and receptivity to our services and offerings; (iii) results of litigation; (iv) the loss of one or more key clients; and (v) changes to our abilities to recruit and retain qualified providers into our network. Additional relevant risks that may affect our results are described in certain of our filings with the SEC.

Any forward-looking statement made by us in this press release is based only on information currently available to us and speaks only as of the date on which it is made. We undertake no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise.

View source version on businesswire.com: <http://www.businesswire.com/news/home/20170118006368/en/>

Source: Teladoc, Inc.

Teladoc, Inc.

**Investors:**

Jisoo Suh, 914-265-6706

**[jsuh@teladoc.com](mailto:jsuh@teladoc.com)**

or

Bob East, 443-213-0500

**[teladoc@westwicke.com](mailto:teladoc@westwicke.com)**

or

**Media:**

Courtney McLeod, 203-253-3257

cmcleod@teladoc.com