

Teladoc, Inc.
Form SC 13G/A
February 13, 2017

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 1)*

Teladoc, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

87918A 10 5

(CUSIP Number)

December 31, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

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..	Rule 13d-1(b)
..	Rule 13d-1(c)
x	Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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Exhibit Index Contained on Page 7

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NAME OF
REPORTING
1 PERSONS KPCB
Digital Growth Fund,
LLC ("KPCB DGF")
CHECK THE
2 APPROPRIATE BOX
IF A MEMBER OF A
GROUP
(a) " (b) x
3 SEC USE ONLY
CITIZENSHIP OR
PLACE OF
4 ORGANIZATION
Delaware
NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH 5 SOLE VOTING POWER
REPORTING PERSON WITH 0 shares.
6 SHARED VOTING POWER
See response to row 5.
7 SOLE DISPOSITIVE POWER
0 shares.
8 SHARED DISPOSITIVE POWER
See response to row 7.
9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON 0
10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9)
EXCLUDES CERTAIN SHARES " "
PERCENT OF CLASS
11 REPRESENTED BY AMOUNT IN
ROW 9 0%
12 TYPE OF REPORTING PERSON OO

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NAME OF
REPORTING
PERSONS KPCB

1 Digital Growth
Founders Fund, LLC
("KPCB DGF Founders")

CHECK THE
2 APPROPRIATE BOX
IF A MEMBER OF A
GROUP
(a) ☐ (b) ☒

3 SEC USE ONLY
CITIZENSHIP OR
PLACE OF
4 ORGANIZATION
Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH 5 SOLE VOTING POWER
REPORTING PERSON WITH 0 shares.

6 SHARED VOTING POWER
See response to row 5.

7 SOLE DISPOSITIVE POWER
0 shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON 0

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9)
EXCLUDES CERTAIN SHARES ☐
PERCENT OF CLASS

11 REPRESENTED BY AMOUNT IN
ROW 9 0%

12 TYPE OF REPORTING PERSON OO

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NAME OF
 1 REPORTING
 1 PERSONS KPCB
 DGF Associates, LLC
 CHECK THE
 2 APPROPRIATE BOX
 2 IF A MEMBER OF A
 GROUP
 (a) ☐ (b) ☒ x
 3 SEC USE ONLY
 CITIZENSHIP OR
 4 PLACE OF
 4 ORGANIZATION
 Delaware
 NUMBER OF
 SHARES
 BENEFICIALLY
 OWNED BY EACH 5 SOLE VOTING POWER
 REPORTING 0 shares.
 PERSON
 WITH
 6 SHARED VOTING POWER
 See response to row 5.
 7 SOLE DISPOSITIVE POWER
 0 shares.
 8 SHARED DISPOSITIVE POWER
 See response to row 7.
 9 AGGREGATE AMOUNT
 BENEFICIALLY OWNED BY EACH
 REPORTING PERSON 0
 10 CHECK BOX IF THE AGGREGATE
 AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES ☐
 PERCENT OF CLASS
 11 REPRESENTED BY AMOUNT IN
 ROW 9
 0%
 12 TYPE OF REPORTING PERSON OO

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This Amendment No. 1 amends the Statement on Schedule 13G previously filed by KPCB Digital Growth Fund, LLC, a Delaware limited liability company, KPCB Digital Growth Founders Fund, LLC, a Delaware limited liability company, and KPCB DGF Associates, a Delaware limited liability company. The foregoing entities are collectively referred to as the "Reporting Persons." Only those items as to which there has been a change are included in this Amendment No. 1.

ITEM 4. OWNERSHIP

The following information with respect to the ownership of the ordinary shares of the Issuer by the persons filing this Statement is provided as of December 31, 2016:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: x Yes

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2017

KPCB DIGITAL
GROWTH FUND, LLC, a
Delaware limited liability
company

By: KPCB DGF
ASSOCIATES, LLC, a
Delaware limited liability
company, its managing
member

By: /s/ Susan Biglieri
Susan Biglieri
Chief Financial Officer

KPCB DIGITAL
GROWTH FOUNDERS
FUND, LLC, a Delaware
limited liability company

By: KPCB DGF
ASSOCIATES, LLC, a
Delaware limited liability
company, its managing
member

By: /s/ Susan Biglieri
Susan Biglieri
Chief Financial Officer

KPCB DGF
ASSOCIATES, LLC, a
Delaware limited liability
company

By: /s/ Susan Biglieri
Susan Biglieri
Chief Financial Officer

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EXHIBIT INDEX

<u>Exhibit</u>	<u>Found on Sequentially Numbered Page</u>
Exhibit A: Agreement of Joint Filing	8

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exhibit A

Agreement of Joint Filing

The Reporting Persons hereby agree that a single Schedule 13G (or any amendment thereto) relating to the common stock of the Issuer shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.