

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>Knowlton Calvin H</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>Tabula Rasa HealthCare, Inc. [TRHC]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>08/10/2020</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| 228 STRAWBRIDGE DRIVE SUITE 100 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) <u>MOORESTOWN NJ</u> <u>08057</u> | | | | | | | | |
| (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 | 08/10/2020 | | M | | 36,723 | A | \$3.42 | 795,682 | D | |
| Common Stock | 08/10/2020 | | M | | 58,600 | A | \$15.65 | 854,282 | D | |
| Common Stock | 08/10/2020 | | M | | 73,972 | A | \$15.15 | 928,254 | D | |
| Common Stock | 08/10/2020 | | F | | 93,943 | D | \$48.03 | 834,311 | D | |
| Common Stock | 08/10/2020 | | M | | 36,723 | A | \$3.42 | 752,134 | I | Held by spouse. |
| Common Stock | 08/10/2020 | | F | | 16,037 | D | \$48.03 | 736,097 | I | Held by spouse. |
| Common Stock | | | | | | | | 20,000 | I | Held by trust for children. |
| Common Stock | | | | | | | | 20,000 | I | Held by trust for children. |

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 |
| Employee Stock Option (right to buy) | \$3.42 | 08/10/2020 | | M | | | 36,723 | (1) | 06/28/2023 | Common Stock | 36,723 | \$0 | 0 | D | |
| Employee Stock Option (right to buy) | \$15.65 | 08/10/2020 | | M | | | 58,600 | (2) | 10/21/2026 | Common Stock | 58,600 | \$0 | 0 | D | |
| Employee Stock Option (right to buy) | \$15.15 | 08/10/2020 | | M | | | 73,972 | (3) | 03/10/2027 | Common Stock | 73,972 | \$0 | 12,628 | D | |
| Employee Stock Option (right to buy) | \$3.42 | 08/10/2020 | | M | | | 36,723 | (1) | 06/28/2023 | Common Stock | 36,723 | \$0 | 0 | I | Held by spouse. |

Explanation of Responses:

- The Stock Option vested 25% on June 28, 2014, and in equal 1/36th installments each month thereafter.
- The Stock Option vested 33.33% on the first anniversary of grant, and in equal 1/24th installments each month thereafter.
- The Stock Option vested 25% on the first anniversary of grant, and vests in equal 1/36th installments each month thereafter.

/s/ Brian W. Adams, by Power 08/12/2020
of Attorney

** 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.