

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

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 Orsula V</u> (Last) (First) (Middle) 228 STRAWBRIDGE DRIVE SUITE 100 (Street) MOORESTOWN NJ 08057 (City) (State) (Zip)	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) <p style="text-align: center;">President</p>
	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2019	
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	01/03/2020		S		22,223 ⁽¹⁾	D	\$46.79 ⁽²⁾	769,789	I	Held by spouse.
Common Stock	01/03/2020		S		17,609 ⁽⁴⁾	D	\$46.81 ⁽³⁾	751,647	D	
Common Stock	01/06/2020		S		802 ⁽¹⁾	D	\$47.75 ⁽⁵⁾	768,987	I	Held by spouse.
Common Stock	01/06/2020		S		628 ⁽⁴⁾	D	\$47.75 ⁽⁶⁾	751,019	D	
Common Stock	01/07/2020		S		12,010 ⁽¹⁾	D	\$47.74 ⁽⁷⁾	756,977	I	Held by spouse.
Common Stock	01/07/2020		S		8,909 ⁽⁴⁾	D	\$47.74 ⁽⁸⁾	742,110	D	
Common Stock	01/07/2020		S ⁽⁹⁾		7,900	D	\$47.51 ⁽¹⁰⁾	749,077	I	Held by spouse.
Common Stock	01/07/2020		S ⁽⁹⁾		100	D	\$48.17	748,977	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					

Explanation of Responses:

1. Represents the number of shares sold by Dr. Calvin H. Knowlton to cover tax obligations in connection with the vesting of certain previously granted shares of restricted stock.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$46.32 to \$47.27, inclusive. The reporting person undertakes to provide to Tabula Rasa HealthCare, Inc., any security holder of Tabula Rasa HealthCare, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the ranges set forth in footnotes (2), (3), (5), (6), (7), (8), and (10).
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$46.32 to \$47.30, inclusive.
4. Represents the number of shares sold by the reporting person to cover tax obligations in connection with the vesting of certain previously granted shares of restricted stock.
5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.56 to \$48.32, inclusive.
6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.56 to \$47.89, inclusive.
7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.48 to \$48.14, inclusive.
8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.48 to \$48.17, inclusive.
9. This sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by Dr. Calvin H. Knowlton on December 7, 2018, as amended.
10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$47.15 to \$48.10, inclusive.

/s/ Brian W. Adams, by Power 01/07/2020
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.

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