

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Knowlton Calvin H</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) <b>Chief Executive Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2019	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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	02/14/2019		A <sup>(1)</sup>		73,000	A	\$0.00	909,419	D	
Common Stock	02/14/2019		A <sup>(2)</sup>		55,000	A	\$0.00	825,071	I	Held by spouse.

**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)		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)					

**Explanation of Responses:**

- Dr. Calvin Knowlton received a restricted stock award of 73,000 shares of the Company's common stock on February 14, 2019. Prior disclosure incorrectly stated such common stock would vest in four equal annual installments on February 14, 2020, February 14 2021, February 14, 2022 and February 14, 2023. Notwithstanding the foregoing, such common stock will vest in four equal annual installments on January 1, 2020, January 1, 2021, January 1, 2022 and January 1, 2023.
- Dr. Orsula Knowlton received a restricted stock award of 55,000 shares of the Company's common stock on February 14, 2019. Prior disclosure incorrectly stated such common stock would vest in four equal annual installments on February 14, 2020, February 14 2021, February 14, 2022 and February 14, 2023. Notwithstanding the foregoing, such common stock will vest in four equal annual installments on January 1, 2020, January 1, 2021, January 1, 2022 and January 1, 2023.

/s/ Brian W. Adams, by Power of Attorney 02/28/2020

\*\* 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.