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TEKLA HEALTHCARE INVESTORS

Form NSAR-B

November 24, 2015

PAGE 1
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000 E000000 NF
000 F000000 Y
000 G000000 N
000 H000000 N
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012 A000001 COMPUTERSHARE TRUST CO. N.A.
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013 A000001 DELOITTE & TOUCHE LLP
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PAGE 2
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020 A000001 J P MORGAN SECURITIES INC
020 B000001 13-3224013
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020 A000002 NATIONAL FINANCIAL SERVICES CORP.

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020 A000005 MIZUHO CORPORATE BANK LTD.
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020 A000006 JEFFERIES & CO.
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SIGNATURE	LAURA WOODWARD	

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TITLE

TREASURER

ation of Responses:

- * 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).
- (1) Represents shares withheld to cover taxes on the 2016 time-based restricted stock units that vested on January 1, 2019 that was previously reported on a form 4 on January 4, 2019.
- (2) Represents shares withheld to cover taxes on the 2017 time-based restricted stock units that vested on January 1, 2019 that was previously reported on a form 4 on January 4, 2019.
- (3) Includes accrued Dividend Equivalent Shares (referred to as "DES", as defined in the Issuer's 2015 Omnibus Equity Compensation Plan) in the amount of 45.7645 shares on the first tranche of the 2018 grant of RSUs that vested on March 1, 2019. The DES were accrued from January 1, 2018 through December 27, 2018.
- (4) Represents shares withheld for taxes on the 2018 time-based award that vested on March 1, 2019.
- (5) The Reporting Person reported the vesting of 1,041 restricted stock units granted to the Reporting Person on January 1, 2017 in Table I of the Form 4 filed on March 2, 2018, which is approximately one-third of the 3,028 restricted stock units that were granted to the Reporting Person on January 1, 2017. Such restricted stock units vest equally over a three year period, with the first tranche of 1,009 restricted stock units having vested on March 1, 2018 and reported on a Form 4 filed on March 15, 2018, the second tranche of 1,009 restricted stock units having vested on January 1, 2019 and reported on a Form 4 filed on January 4, 2019 and the last tranche of 1,010 restricted stock units will vest on January 1, 2020.
- (6) Represents 2018 Annual RSU award granted pursuant to the South Jersey Industries, Inc. 2015 Omnibus Equity Compensation Plan. Subject to certain exceptions, 1,233 RSUs shall vest on March 1, 2019, 1,233 RSUs shall vest on January 1, 2020 and 1,232 RSUs shall vest on January 1, 2021, provided that the reporting person remains employed by the issuer.
- (7) Represents 2018 Special Recognition Retention Program RSU granted pursuant to the South Jersey Industries, Inc. 2015 Omnibus Equity Compensation Plan. The Reporting Person reported the vesting of 511 restricted stock units granted to the Reporting Person on June 7, 2018 in Table I of the Form 4 filed on June 11, 2018, which is approximately one-third of the 1,532 restricted stock units that were granted to the Reporting Person on June 7, 2018. Such restricted stock units vest over a three year period, with the first tranche of 511 restricted stock units having vested on June 7, 2018 and reported on a Form 4 filed on June 11, 2018, the second tranche of 511 will vest on June 7, 2019 and the last tranche of 510 restricted stock units will vest on June 7, 2020, provided that the Reporting Person remains employed by the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.