

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Katzman Steven B.</u>  (Last) (First) (Middle) <u>C/O SMILEDIRECTCLUB, INC.</u> <u>414 UNION STREET</u>  (Street) <u>NASHVILLE TN 37219</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SmileDirectClub, Inc. [ SDC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <p style="text-align: center;"><b>Chief Operating Officer</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/27/2021</u>	
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			
Class A Common Stock	01/27/2021		C		400,000	A	(1)(2)	924,438	D	
Class A Common Stock	01/27/2021		S		400,000 <sup>(3)</sup>	D	\$15.64 <sup>(4)</sup>	524,438	D	
Class A Common Stock	01/28/2021		C		12,000	A	(1)(2)	536,438	D	
Class A Common Stock	01/28/2021		S		12,000 <sup>(3)</sup>	D	\$16.01 <sup>(5)</sup>	524,438	D	

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
SDC Financial Common Units	(1)(2)	01/27/2021		C			400,000	(6)	(6)	Class A Common Stock	400,000	(1)(2)	5,893,028 <sup>(6)(7)</sup>	D	
SDC Financial Common Units	(1)(2)	01/28/2021		C			12,000	(6)	(6)	Class A Common Stock	12,000	(1)(2)	5,881,028 <sup>(6)(7)</sup>	D	

Explanation of Responses:

- Pursuant to the terms of the Seventh Amended and Restated Limited Liability Company Agreement of SDC Financial, LLC, a Delaware limited liability company ("SDC Financial"), the reporting person may exchange all or a portion of the reporting person's common membership interests ("Common Units") in SDC Financial (with automatic cancellation of an equal number of shares of non-economic Class B common stock of the Issuer's ("Class B common stock") for shares of Class A common stock of the Issuer ("Class A common stock") on a one-for-one basis, subject to customary adjustments, or, at the option of the disinterested members of the board of directors of the Issuer, cash (based on the then-market value of the shares of Class A common stock). The Class B common stock initially entitles holders to ten votes per share and will vote as a single class with the Class A common stock, but has no economic rights, and is subject to forfeiture upon exchange of the reporting person's Common Units.
- The transaction reported is the exchange of the Common Units for shares of Class A common stock.
- The transactions reported in this Form 4 were effected pursuant to rule 10b5-1 trading plan adopted by the reporting person on June 12, 2020.
- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.50 to \$15.86. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in the footnote 3 to Form 4.
- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.00 to \$16.055. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in the footnote 3 to Form 4.
- These units can be exchanged at any time as described in footnote 1.
- Represents both vested and unvested Common Units and corresponding shares of Class B common stock. The unvested portion vests in equal monthly installments through September 2021.

Remarks:

/s/ Susan Greenspon Rammelt 01/29/2021  
as Attorney-in-Fact

\*\* 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.