

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>Oswald Kay</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President of International</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/13/2019</u>	
		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			
Class A Common Stock	09/13/2019		P		2,700	A	\$17.6401	2,700	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
Restricted Stock Units	(1)	09/16/2019		A		29,337		(2)	(2)	Class A Common Stock	29,337	\$0.00	29,337	D	
Restricted Stock Units	(1)	09/16/2019		A		88,011		(3)	09/16/2029	Class A Common Stock	88,011	\$0.00	88,011	D	
Restricted Stock Units	(1)	09/16/2019		A		32,608		(4)	09/16/2029	Class A Common Stock	32,608	\$0.00	32,608	D	
Options	\$23	09/16/2019		A		97,826		(4)	09/16/2029	Class A Common Stock	97,826	\$0.00	97,826	D	

Explanation of Responses:

- Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer's Class A common stock ("Class A common stock").
- These Restricted Stock Units are vested and will be settled in shares of Class A common stock as soon as practicable following September 16, 2019, but in no event later than March 15, 2020.
- These Restricted Stock Units will vest 50% on November 12, 2020 and 50% on November 12, 2021, provided that the reporting person continues to provide services to the Issuer and SDC Financial.
- These Restricted Stock Units and Options will vest in equal annual installments over three years from September 16, 2019, provided that the reporting person continues to provide services to the Issuer and SDC Financial.

Remarks:

/s/ Kay Oswald

09/17/2019

** 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.