TEKLA HEALTHCARE INVESTORS Form N-O August 26, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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FORM N-Q

QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number

811-04889

Tekla Healthcare Investors (Exact name of registrant as specified in charter)

100 Federal Street, 19th Floor, Boston, MA (Address of principal executive offices)

02110 (Zip code)

(Name and address of agent for service)

617-772-8500

Registrant s telephone number, including area code:

Date of fiscal year end: September 30

Date of reporting period: 6/30/16

Item 1. Schedule of Investments.

SCHEDULE OF INVESTMENTS

JUNE 30, 2016

(Unaudited)

HARES		VALUE
	CONVERTIBLE PREFERRED AND WARRANTS (Restricted) (a) (b) 4.9% of Net	
	Assets	
	Biotechnology 1.2%	
1,426,649	Afferent Pharmaceuticals, Inc. Series C	\$ 6,890,728
1,553,255	BioClin Therapeutics, Inc. Series A	1,009,616
3,696,765	EBI Life Sciences, Inc. Series A (c)	18,854
2,266,666	GenomeDx Biosciences, Inc. Series C	3,399,999
		11,319,197
	Health Care Equipment & Supplies 2.2%	
3,364,723	AlterG, Inc. Series C	1,379,536
114,158	CardioKinetix, Inc. Series C	114
205,167	CardioKinetix, Inc. Series D	522,765
632,211	CardioKinetix, Inc. Series E	1,799,905
580,225	CardioKinetix, Inc. Series F	1,982,049
	CardioKinetix, Inc. warrants (expiration 12/11/19)	0
	CardioKinetix, Inc. warrants (expiration 6/03/20)	0
12,695	CardioKinetix, Inc. warrants (expiration 8/15/24)	0
951,000	IlluminOss Medical, Inc. Series AA (c)	951,000
895,848	IlluminOss Medical, Inc. Series Junior Preferred (c)	895,848
11,410,347	Insightra Medical, Inc. Series C (c)	11,410
8,661,370	Insightra Medical, Inc. Series C-2 (c)	8,661
815,025	Insightra Medical, Inc. warrants (expiration 3/31/25) (c)	0
4,482,636	Insightra Medical, Inc. warrants (expiration 5/28/25) (c)	0
3,260,100	Insightra Medical, Inc. warrants (expiration 8/18/25) (c)	0
13,823,805	Palyon Medical Corporation Series A (c)	2,944
27,100,879	Palyon Medical Corporation Series B (c)	1,897
	Palyon Medical Corporation warrants (expiration 4/26/19) (c)	0
4,720,000	Tibion Corporation Series B	0
	Tibion Corporation warrants (expiration 07/12/17)	0
) Tibion Corporation warrants (expiration 10/30/17)	0
) Tibion Corporation warrants (expiration 11/28/17)	0
3,750,143	Veniti, Inc. Series A (c)	6,880,013
1,881,048	Veniti, Inc. Series B (c)	3,545,023
1,031,378	Veniti, Inc. Series C (c)	2,179,714
	Life Sciences Tools & Services 0.70	20,160,879
3,109,861	Life Sciences Tools & Services 0.7%	1 554 021
142,210	Dynex Technologies, Inc. Series A Dynex Technologies, Inc. warrants (expiration 4/01/19)	1,554,931 0
142,210	Dynex Technologies, Inc. warrants (expiration 4/01/19)	0
3,669,024	Labcyte, Inc. Series C	4,274,413
160,767	Labcyte, Inc. Series D	168,484
100,707	Labeyte, me. Series D	5,997,828
	Pharmaceuticals 0.8%	5,777,020
4,118,954	Euthymics Biosciences, Inc. Series A (c)	4,119
77,632	Neurovance, Inc. Series A (c)	288,015
965,354	Neurovance, Inc. Series A-1 (c)	3,581,463
705,554	1.0010.00100.011 (0)	5,501,405

561,798	Ovid Therapeutics, Inc. Series B	3,500,002
		7,373,599
	TOTAL CONVERTIBLE PREFERRED AND WARRANTS	
	(Cost \$55,708,882)	44,851,503

PRINCIPAL

AMOUNT			VALUE
		CONVERTIBLE AND NON-CONVERTIBLE NOTES 0.1% of Net Assets	
		Convertible Notes (Restricted) (a) (c) 0.1%	
		Health Care Equipment & Supplies 0.0%	
\$	414,000	Insightra Medical, Inc. Promissory Note, 8.00%, due 4/15/17	\$ 0
	43,658	Palyon Medical Corporation Promissory Note, 8.00%, due 7/15/16	0
			0
		Pharmaceuticals 0.1%	
	134,622	Neurovance, Inc. Cvt. Promissory Note, 6.00%, due 3/1/17	134,622
	403,867	Neurovance, Inc. Cvt. Promissory Note, 6.00%, due 3/1/17	403,867
			538,489
		TOTAL CONVERTIBLE NOTES	538,489
		Non-Convertible Notes (Restricted) (a) (b) 0.0%	
		Health Care Equipment & Supplies 0.0%	
	342,899	Tibion Corporation Non-Cvt. Promissory Note, 0.00%, due 12/31/18	0
	40,596	Tibion Corporation Non-Cvt. Promissory Note, 0.00%, due 12/31/18	0
		TOTAL NON-CONVERTIBLE NOTES	0
		TOTAL CONVERTIBLE AND NON-CONVERTIBLE NOTES	
		(Cost \$1,381,148)	538,489

SHARES

COMMON STOCKS AND WARRANTS 89.5% of Net Assets Biotechnology 54.2%	
Riotechnology 54.2%	
Diotechnology 57.270	
ACADIA Pharmaceuticals Inc. (b)	5,690,206
Alexion Pharmaceuticals, Inc. (b)	40,739,432
Alkermes plc (b)	12,046,149
Alnylam Pharmaceuticals, Inc. (b)	9,487,125
Amgen Inc.	18,574,928
ARIAD Pharmaceuticals, Inc. (b)	2,671,042
Biogen Inc. (b)	45,314,650
BioMarin Pharmaceutical Inc. (b)	31,629,201
Celgene Corporation (b)	67,744,410
CytomX Therapeutics, Inc. (b)	5,406,432
Eiger BioPharmaceuticals, Inc. warrants (Restricted, expiration 10/10/18) (a) (b)	0
Epizyme, Inc. (b)	2,048,000
Exelixis, Inc. (b)	7,691,452
Galapagos NV (b) (d)	776,580
Gilead Sciences, Inc.	83,202,441
Heron Therapeutics, Inc. (b)	7,356,801
Incyte Corporation (b)	40,655,674
Medivation, Inc. (b)	6,501,968
Merus B.V. (b)	1,056,250
	Alexion Pharmaceuticals, Inc. (b) Alkermes plc (b) Alnylam Pharmaceuticals, Inc. (b) Amgen Inc. ARIAD Pharmaceuticals, Inc. (b) Biogen Inc. (b) BioMarin Pharmaceutical Inc. (b) Celgene Corporation (b) CytomX Therapeutics, Inc. (b) Eiger BioPharmaceuticals, Inc. warrants (Restricted, expiration 10/10/18) (a) (b) Epizyme, Inc. (b) Exelixis, Inc. (b) Galapagos NV (b) (d) Gilead Sciences, Inc. Heron Therapeutics, Inc. (b) Incyte Corporation (b) Medivation, Inc. (b)

RES		VALUE
	Biotechnology continued	
206,567	Merus B.V. (Restricted) (a) (b)	\$ 1,510,52
391,312	Natera, Inc. (b)	4,721,17
346,103	Neurocrine Biosciences, Inc. (b)	15,730,38
1,770,168	Pieris Pharmaceuticals, Inc. (b)	2,849,97
136,973	Pieris Pharmaceuticals, Inc. (Restricted) (a) (b)	198,47
54,790	Pieris Pharmaceuticals, Inc., Series A warrants (Restricted, expiration 6/8/21) (a) (b)	31,23
27,394	Pieris Pharmaceuticals, Inc., Series B warrants (Restricted, expiration 6/8/21) (a) (b)	18,90
109,644	Regeneron Pharmaceuticals, Inc. (b)	38,290,97
61,880	Ultragenyx Pharmaceutical Inc. (b)	3,026,55
474,879	Vertex Pharmaceuticals Incorporated (b)	40,849,09
		495,820,01
	Health Care Equipment & Supplies 2.6%	
240,300	Abbott Laboratories	9,446,19
1,155,000	Alliqua BioMedical, Inc. (b)	1,293,60
160,000	Cercacor Laboratories, Inc. (Restricted) (a) (b)	234,74
77,194	IDEXX Laboratories, Inc. (b)	7,168,23
60,590	Medtronic plc	5,257,39
10,735	TherOx, Inc. (Restricted) (a) (b)	21
		23,400,38
	Health Care Providers & Services 4.6%	
120,880	AmerisourceBergen Corporation	9,588,20
120,000	Centene Corporation (b)	8,564,40
91,826	HCA Holdings, Inc. (b)	7,071,52
222,222	InnovaCare Health, Inc. (Restricted) (a) (b) (g)	190,00
212,541	Molina Healthcare, Inc. (b)	10,605,79
48,076	Universal Health Services, Inc.	6,446,99
		42,466,91
	Life Sciences Tools & Services 6.2%	, ,
227,150	Agilent Technologies, Inc.	10,076,37
240,532	Illumina, Inc. (b)	33,765,88
102,000	PRA Health Sciences, Inc. (b)	4,259,52
60,645	Thermo Fisher Scientific Inc.	8,960,90
		57,062,68
	Pharmaceuticals 21.9%	
91,893	Akorn, Inc. (b)	2,617,57
171,201	Allergan plc (b)	39,562,83
583,984	Auris Medical Holding AG (b)	2,446,89
85,667	Eli Lilly & Company	6,746,27
147,000	Endo International plc (b)	2,291,73
113,487	Flex Pharma, Inc. (b)	1,158,70
289,660	Foamix Pharmaceuticals Ltd. (b)	1,839,34
587,000	Horizon Pharma plc (b)	9,667,89
88,386	Impax Laboratories, Inc. (b)	2,547,28
131,460	Intra-Cellular Therapies, Inc. (b)	5,103,2
116,759	Jazz Pharmaceuticals plc (b)	16,499,21
382,868	The Medicines Company (b)	12,875,85
562,000	The medicines company (0)	12,075,05

SHARES		VALUE
	Pharmaceuticals continued	
483,700	Paratek Pharmaceuticals, Inc. (b)	\$ 6,728,267
673,204	Pfizer, Inc.	23,703,513
286,650	Sagent Pharmaceuticals, Inc. (b)	4,294,017
119,885	Shire plc (f)	22,068,431
103,558	Tetraphase Pharmaceuticals Inc. (b)	445,299
430,658	Teva Pharmaceutical Industries Ltd. (f)	21,631,951
		200,358,880
	TOTAL COMMON STOCKS AND WARRANTS	
	(Cost \$618,598,764)	819,108,869
	EXCHANGE TRADED FUND 1.6% of Net Assets	
57,670	iShares Nasdaq Biotechnology ETF	14,840,798
	TOTAL EXCHANGE TRADED FUND	
	(Cost \$11,259,769)	14,840,798

PRINCIPAL AMOUNT

537,000
537,000
376,659

INTEREST

MILESTON	E INTEREST (Restricted)(a) (b)	0.0% of Net Assets		
Pharmaceutio	cals 0.0%			
1 Targegen Mile	estone Interest			0
TOTAL MIL	ESTONE INTEREST			
(Cost \$4,19	4,994)			0
TOTAL INV	ESTMENTS - 99.4%			
(Cost \$721,	680,557)			909,876,659
OTHER ASS	ETS IN EXCESS OF LIABILIT	IES - 0.6%		5,834,546
NET ASSETS	5 - 100%		\$	915,711,205

(a) Security fair valued. See Investment Valuation and Fair Value Measurements.

(b) Non-income producing security.

(c) Affiliated issuers in which the Fund holds 5% or more of the voting securities (total market value of \$18,907,450).

(d) Foreign security.

(e) Number of warrants to be determined at a future date.

- (f) American Depository Receipt
- (g) Security exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These securities may be resold in transactions exempt from registration, normally to qualified institutional buyers.

NOTES TO SCHEDULE OF INVESTMENTS

JUNE 30, 2016

(Unaudited)

Investment Valuation

Shares of publicly traded companies listed on national securities exchanges or trading in the over-the-counter market are typically valued at the last sale price, as of the close of trading, generally 4 p.m., Eastern time. The Board of Trustees of the Fund (the Trustees) has established and approved fair valuation policies and procedures with respect to securities for which quoted prices may not be available or which do not reflect fair value. Convertible bonds, corporate and government bonds are valued using a third-party pricing system. Convertible bonds are valued using this pricing system only on days when there is no sale reported. Restricted securities of companies that are publicly traded are typically valued based on the closing market quote on the valuation date adjusted for the impact of the restriction as determined in good faith by the Adviser also using fair valuation policies and procedures approved by the Trustees described below. Non-exchange traded warrants of publicly traded companies are generally valued using the Black-Scholes model, which incorporates both observable and unobservable inputs. Short-term investments with a maturity of 60 days or less are generally valued at amortized cost, which approximates fair value.

Convertible preferred shares, warrants or convertible note interests in private companies, milestone interests, and other restricted securities, as well as shares of publicly traded companies for which market quotations are not readily available, such as stocks for which trading has been halted or for which there are no current day sales, or which do not reflect fair value, are typically valued in good faith, based upon the recommendations made by the Adviser pursuant to fair valuation policies and procedures approved by the Trustees.

The Adviser has a Valuation Sub-Committee comprised of senior management which reports to the Valuation Committee of the Board at least quarterly. Each fair value determination is based on a consideration of relevant factors, including both observable and unobservable inputs. Observable and unobservable inputs the Adviser considers may include (i) the existence of any contractual restrictions on the disposition of securities; (ii) information obtained from the company, which may include an analysis of the company s financial statements, the company s products or intended markets or the company s technologies; (iii) the price of the same or similar security negotiated at arm s length in an issuer s completed subsequent round of financing; (iv) the price and extent of public trading in similar securities of the issuer or of comparable companies; or (v) a probability and time value adjusted analysis of contractual terms. Where available and appropriate, multiple valuation methodologies are applied to confirm fair value. Significant unobservable inputs identified by the Adviser are often used in the fair value determination. A significant change in any of these inputs may result in a significant change in the fair value measurement. Due to the uncertainty inherent in the valuation process, such estimates of fair value may differ significantly from the values that would have been used had a ready market for the investments existed, and differences could be material. Additionally, changes in the market environment and other events that may occur over the life of the investments may cause the gains or losses ultimately realized on these investments to be different from the valuations used at the date of these financial statements.

Federal Income Tax Cost

At June 30, 2016, the cost of securities for Federal income tax purposes was \$721,681,200. The net unrealized gain on securities held by the Fund was \$188,195,459, including gross unrealized gain of \$271,469,134 and gross unrealized

loss of \$83,273,675.

Other Transactions with Affiliates

An affiliate company is a company in which the Fund holds 5% or more of the voting securities. Transactions involving such companies during the period ended June 30, 2016 were as follows:

Issuer	Value on September 30, 2015	Purchases	Sales	Income	Value on June 30, 2016	
CardioKinetix, Inc.	\$ 6,169,346			\$		*
EBI Life Sciences, Inc.	18,854				18,8	54
Euthymics Biosciences, Inc.	1,582,914				4,1	19
IlluminOss Medical, Inc.	3,593,974	\$ 1,050,000	\$ 99,000		1,846,8	48
Insightra Medical, Inc.	8,496,358	414,000		\$ 6,992	20,0	071
Neurovance, Inc.	5,705,132	538,489		10,049	4,407,9	67
Palyon Medical Corporation	4,992		107,385	(8,909)	4,8	41
Veniti, Inc.	4,302,680				12,604,7	50
	\$ 29,874,250	\$ 2,002,489	\$ 206,385	\$ 8,132 \$	18,907,4	-50

* No longer an affiliate as of June 30, 2016.

NOTES TO SCHEDULE OF INVESTMENTS

JUNE 30, 2016

(Unaudited)

(continued)

Fair Value Measurements

The Fund uses a three-tier hierarchy to prioritize the assumptions, referred to as inputs, used in valuation techniques to measure fair value. The three-tier hierarchy of inputs is summarized in the three broad levels. Level 1 includes quoted prices in active markets for identical investments. Level 2 includes prices determined using other significant observable inputs (including quoted prices for similar investments, interest rates, credit risk, etc.). The independent pricing vendor may value bank loans and debt securities at an evaluated bid price by employing methodologies that utilize actual market transactions, broker supplied valuations, and/or other methodologies designed to identify the market value for such securities and such securities are considered Level 2 in the fair value hierarchy. Level 3 includes prices determined using significant unobservable inputs (including the Fund s own assumptions in determining the fair value of investments). These inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The following is a summary of the inputs used as of June 30, 2016 to value the Fund s net assets. For the period ended June 30, 2016, there were no transfers between Levels 1 and 2. The Fund accounts for transfers between levels at the beginning of the period.

Assets at Value	Level 1	Level 2	Level 3	Total
Convertibe Preferred and Warrants				
Biotechnology			\$ 11,319,197	\$ 11,319,197
Health Care Equipment & Supplies			20,160,879	20,160,879
Life Sciences Tools & Services			5,997,828	5,997,828
Pharmaceuticals			7,373,599	7,373,599
Convertible and Non-Convertible Notes				
Health Care Equipment & Supplies			0	0
Pharmaceuticals			538,489	538,489
Common Stocks and Warrants				
Biotechnology	\$ 494,060,888		1,759,127	495,820,015
Health Care Equipment & Supplies	23,165,422		234,961	23,400,383
Health Care Providers & Services	42,276,910		190,000	42,466,910
Life Sciences Tools & Services	57,062,681			57,062,681
Pharmaceuticals	200,358,880			200,358,880
Exchange Traded Fund	14,840,798			14,840,798
Short-term Investment		\$ 30,537,000		30,537,000
Other Assets			279,312	279,312
Total	\$ 831,765,579	\$ 30,537,000	\$ 47,853,392	\$ 910,155,971

The following is a reconciliation of level 3 assets for which significant unobservable inputs were used to determine fair value.

Level 3 Assets		alance as of eptember 30, 2015	ai	Net realized gain (loss) nd change in unrealized ppreciation lepreciation)		Cost of purchases and onversions		Proceeds from sales and conversions	Net transfers in (out of) Level 3	Balance as of June 30, 2016
Convertible Preferred and		2010	(0					conversions	Lettere	2010
Warrants										
Biotechnology	\$	6,129,122	\$	3,364,818	\$	4,418,402	\$	(2,593,145)		\$ 11,319,197
Health Care Equipment &										
Supplies		26,344,438		(4,272,869)		967,733		(2,878,423)		20,160,879
Life Sciences Tools &										
Services		4,303,950		1,693,878						5,997,828
Pharmaceuticals		10,788,048		(3,420,351)		5,902				7,373,599
Convertible and Non-Convertible Notes										
Health Care Equipment &										
Supplies		151		(414,151)		454,598		(40,598)		0
Pharmaceuticals				(1,820)		540,309				538,489
Common Stocks and Warrants										
Biotechnology		6,082,338		(4,551,334)		3,030,594		(2,802,471)		1,759,127
Health Care Equipment &										
Supplies		145,447		89,514						234,961
Health Care Providers &										
Services		471,110		(281,110)						190,000
Pharmaceuticals		32,214		(32,214)						
Other Assets		380,021				77,766		(178,474)		279,312
Total	\$	54,676,839	\$	(7,825,639)	\$	9,495,304	\$	(8,493,111)	\$ C	47,853,392
Net change in unrealized app	reciati	on (depreciation	n) fro	m investments s	still h	eld as of June 3	30, 2	016		\$ (4,557,536)

NOTES TO SCHEDULE OF INVESTMENTS

JUNE 30, 2016

(Unaudited)

(continued)

The following is a quantitative disclosure about significant unobservable inputs used in the determination of the fair value of Level 3 assets.

	Fair Value at 6/30/2016	Valuation Technique	Unobservable Input	Range (Weighted Average)
Private Companies and Other				
Restricted		Income approach	Discount for lack of	
Securities	\$ 284,878	Black-Scholes	marketability	20% (20%)
		Adjusted capital asset		20.15%-39.34%
	13,737,899	pricing model	Discount rate	(23.37%)
			Price to sales multiple	1.58-4.85 (2.32)
		Market approach, recent		
	33,551,303	transaction	(a)	N/A
		Probability adjusted		
	279,312	value	Probability of events	10%-75% (33.92%)
			Timing of events	0.25-2.58 (1.04) years
	\$ 47,853,392			

(a) The valuation technique used as a basis to approximate fair value of these investments is based upon subsequent financing rounds. There is no quantitative information to provide as these methods of measure are investment specific.

Private Companies and Other Restricted Securities

The Fund may invest in private companies and other restricted securities if these securities would currently comprise 40% or less of net assets. The value of these securities represented 5% of the Fund s net assets at June 30, 2016.

The following table details the acquisition date, cost, carrying value per unit, and value of the Fund s private companies and other restricted securities at June 30, 2016. The Fund on its own does not have the right to demand that such securities be registered.

NOTES TO SCHEDULE OF INVESTMENTS

JUNE 30, 2016

(Unaudited)

(continued)

	Acquisition		Carrying Value	
Security (#)	Date	Cost	per Unit	Value
Afferent Pharmaceuticals, Inc.				
Series C Cvt. Pfd	7/1/15	\$ 3,503,978	\$ 4.83	\$ 6,890,728
AlterG, Inc.				
Series C Cvt. Pfd	4/12/13	2,053,934	0.41	1,379,536
BioClin Therapeutics, Inc.				
Series A Cvt. Pfd	1/19/16	1,009,704	0.65	1,009,616
CardioKinetix, Inc.				
Series C Cvt. Pfd	5/22/08	2,379,165	0.00	114
Series D Cvt. Pfd	12/10/10	785,619	2.55	522,765
Series E Cvt. Pfd	9/14/11	1,803,981	2.85	1,799,905
Series F Cvt. Pfd	12/04/14	1,982,283	3.42	1,982,049
Warrants (expiration 12/11/19)	12/10/09, 2/11/10	177	0.00	0
Warrants (expiration 6/03/20)	6/03/10, 9/01/10	177	0.00	0
Warrants (expiration 8/15/24)	8/15/14	181	0.00	0
Cercacor Laboratories, Inc. Common	3/31/98	0	1.47	234,746
Dynex Technologies, Inc.				
Series A Cvt. Pfd	1/03/12	287,751	0.50	1,554,931
Warrants (expiration 4/01/19)	1/03/12	86	0.00	0
Warrants (expiration 5/06/19)	1/03/12	7	0.00	0
EBI Life Sciences, Inc.				
Series A Cvt. Pfd	12/29/11	19,566	0.01	18,854
Eiger BioPharmaceuticals, Inc.				
Warrants (expiration 10/10/18)	10/10/13	359	0.00	0
Euthymics Biosciences, Inc.				
Series A Cvt. Pfd	7/14/10 - 5/21/12	3,792,631	0.00	4,119
GenomeDx Biosciences, Inc.				
Series C Cvt. Pfd	2/22/16	3,400,703	1.50	3,399,999