SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** SECURITIES

OMB APPROVAL

3235-OMB Number: 0104

Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> Harris Ian Jiro		2. Date of Event Requiring Statement (Month/Day/Year) 05/20/2024 3. Issuer Name <b>and</b> Ticker or Trading Symbol Talkspace, Inc. [ TALK ]					
(Last) (First) (Middle) C/O TALKSPACE, INC. 2578 BROADWAY #607 (Street)			4. Relationship of Reportin Issuer (Check all applicable) Director X Officer (give title below) Chief Financi	10% O Other ( below)	wner specify	If Amendment, Date of Original ed (Month/Day/Year) Individual or Joint/Group Filing heck Applicable Line) X Form filed by One Reporting Person	
NEW NY 1002: YORK						Form filed I Reporting F	by More than One Person
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or Ir (I) (Instr	oirect Ov direct	l. Nature of Indirect Beneficial Dwnership (Instr. 5)	
Common Stock			22,557 <sup>(1)</sup>	E	)		
Common Stock			5,000 <sup>(2)</sup>	E	)		
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr.	) 2. Date Exer Expiration D (Month/Day/	ate	3. Title and Amount of Se Underlying Derivative Se (Instr. 4)		4. Conversio or Exercis Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		5,
Warrant	07/22/2021	06/22/2031	Common Stock	22,500 <sup>(1)</sup>	11.5	D	

Explanation of Responses:

1. Represents a pro-rata distribution in-kind by HEC Sponsor LLC to its members for no consideration.

2. Reflects 5,000 restricted stock units ("RSUs") previously granted to the Reporting Person for his services as a consultant prior to the Reporting Person's appointment as Chief Financial Officer, all of which are vested as of the date of this filing.

## **Remarks:**

Exhibit 24 - Power of Attorney

By: John Reilly, Attorney in fact for Ian Jiro Harris \*\* Signature of Reporting Person

05/30/2024

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 5 (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.

## POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by Talkspace, Inc. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Exhibit A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-infact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-infacts discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is any Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 29th day of May, 2024.

Signature: Print Name: /s/ Ian Harris Ian Harris 1. John Reilly

2. Jon Cohen