

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>HEC Sponsor LLC</u> (Last) (First) (Middle) C/O HUDSON EXECUTIVE INVESTMENT CORP. 570 LEXINGTON AVENUE, 35TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Hudson Executive Investment Corp. [HEC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/08/2020	
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			

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
Class B Common Stock	(1)	06/08/2020		J(2)		1,725,000		(1)	(1)	Class A Common Stock	1,725,000	\$0.00	10,300,000	D(3)	

1. Name and Address of Reporting Person*
HEC Sponsor LLC
 (Last) (First) (Middle)
 C/O HUDSON EXECUTIVE INVESTMENT CORP.
 570 LEXINGTON AVENUE, 35TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Bergeron Douglas
 (Last) (First) (Middle)
 C/O HUDSON EXECUTIVE INVESTMENT CORP.
 570 LEXINGTON AVENUE, 35TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Braunstein Douglas L
 (Last) (First) (Middle)
 C/O HUDSON EXECUTIVE INVESTMENT CORP.
 570 LEXINGTON AVENUE, 35TH FLOOR
 (Street)
 NEW YORK NY 10022
 (City) (State) (Zip)

Explanation of Responses:

1. The shares of Class B common stock are convertible for shares of the Issuer's Class A common stock as described under the heading "Description of Securities" in the Issuer's Registration Statement on Form S-1 (File No. 333-238583) (the "Registration Statement") and have no expiration date. The shares of Class B common stock beneficially owned by the Reporting Persons include up to 1,350,000 shares of Class B common stock subject to forfeiture to the Issuer depending on the extent to which the underwriters' over-allotment option is exercised in connection with the Issuer's initial public offering of units, as described in the Registration Statement.

2. On June 8, 2020, in connection with the increase in the size of its initial public offering, the Issuer effected a stock split of its Class B common Stock.

3. HEC Sponsor LLC is the record holder of the shares reported herein. Messrs. Bergeron and Braunstein are among the managers of HEC Sponsor LLC and share voting and investment discretion with respect to the common stock held of record by HEC Sponsor LLC. Each of the Messrs. Bergeron and Braunstein disclaims any beneficial ownership of the securities held by HEC Sponsor LLC other than to the extent of any pecuniary interest he may have therein, directly or indirectly.

Remarks:

See Exhibit 99.1 - Joint Filer Information, which is incorporated herein by reference and describes in further detail the relationships of the Reporting Persons to the Issuer.

[/s/ Roman Ibragimov, Attorney-in-Fact for HEC Sponsor LLC](#) 06/08/2020

[/s/ Roman Ibragimov, Attorney-in-Fact for Douglas L. Braunstein](#) 06/08/2020

[/s/ Roman Ibragimov, Attorney-in-Fact for Douglas G. Bergeron](#) 06/08/2020

** 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.

Joint Filer Information

Name of Joint Filer: HEC Sponsor LLC

Address of Joint Filer: c/o Hudson Executive Investment Corp.
570 Lexington Avenue, 35th Floor
New York, New York 10022

Relationship of Joint Filer to Issuer: 10% Owner

Issuer Name and Ticker
or Trading Symbol: Hudson Executive Investment Corp. [HEC]

Date of Event Requiring Statement:
(Month/Day/Year): 06/08/2020

Name of Joint Filer: Douglas G. Bergeron

Address of Joint Filer: c/o Hudson Executive Investment Corp.
570 Lexington Avenue, 35th Floor
New York, New York 10022

Relationship of Joint Filer to Issuer: Chief Executive Officer and Director

Issuer Name and Ticker
or Trading Symbol: Hudson Executive Investment Corp. [HEC]

Date of Event Requiring Statement:
(Month/Day/Year): 06/08/2020

Name of Joint Filer: Douglas L. Braunstein

Address of Joint Filer: c/o Hudson Executive Investment Corp.
570 Lexington Avenue, 35th Floor
New York, New York 10022

Relationship of Joint Filer to Issuer: President, Chairman and Director

Issuer Name and Ticker
or Trading Symbol: Hudson Executive Investment Corp. [HEC]

Date of Event Requiring Statement:
(Month/Day/Year): 06/08/2020