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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Talkspace, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

87427V103

(CUSIP Number)

December 31, 2023

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons Norwest Venture Partners XIII, LP	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input type="checkbox"/>
	(b)	<input checked="" type="checkbox"/> (1)
3.	SEC Use Only	
4.	Citizenship or Place of Organization Delaware	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 14,702,972 shares (2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 14,702,972 shares (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,702,972 shares (2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 8.8% (3)	
12.	Type of Reporting Person (See Instructions) PN	

- (1) This Schedule 13G is filed by Norwest Venture Partners XIII, LP (“NVP XIII”), Genesis VC Partners XIII, LLC (“Genesis XIII”), NVP Associates, LLC (“NVP Associates”), Jeffrey Crowe (“Crowe”), Promod Haque (“Haque”) and Jon E. Kossow (“Kossow” and, with NVP XIII, Genesis XIII, NVP Associates, Crowe and Haque, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 14,702,972 shares of Common Stock held by Norwest Venture Partners XIII, LP. Genesis XIII is the general partner of NVP XIII, NVP Associates is the managing member of Genesis XIII and Crowe, Haque and Kossow are Co-Chief Executive Officers of NVP Associates. Each of Genesis XIII, NVP Associates, Crowe, Haque and Kossow, may be deemed to share voting and investment authority over these shares.
- (3) The percentage is based on 167,095,019 shares of Common Stock reported to be outstanding as of November 3, 2023 in the Issuer’s Form 10-Q for the quarterly period ended September 30, 2023 as filed with the Securities and Exchange Commission (the “SEC”) on November 7, 2023.

1.	Names of Reporting Persons Genesis VC Partners XIII, LLC
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)
3.	SEC Use Only
4.	Citizenship or Place of Organization Delaware
Number of Shares Beneficially Owned by Each Reporting Person With	5. Sole Voting Power 0
	6. Shared Voting Power 14,702,972 shares (2)
	7. Sole Dispositive Power 0
	8. Shared Dispositive Power 14,702,972 shares (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,702,972 shares (2)
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9) 8.8% (3)
12.	Type of Reporting Person (See Instructions) OO

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1.	Names of Reporting Persons NVP Associates, LLC
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)
3.	SEC Use Only
4.	Citizenship or Place of Organization Delaware
Number of Shares Beneficially Owned by Each Reporting Person With	5. Sole Voting Power 0
	6. Shared Voting Power 14,702,972 shares (2)
	7. Sole Dispositive Power 0
	8. Shared Dispositive Power 14,702,972 shares (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,702,972 shares (2)
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9) 8.8% (3)
12.	Type of Reporting Person (See Instructions) OO

- (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) Consists of 14,702,972 shares of Common Stock held by Norwest Venture Partners XIII, L.P. Genesis XIII is the general partner of NVP XIII, NVP Associates is the managing member of Genesis XIII and Crowe, Haque and Kossow are Co-Chief Executive Officers of NVP Associates. Each of Genesis XIII, NVP Associates, Crowe, Haque and Kossow, may be deemed to share voting and investment authority over these shares.
- (3) The percentage is based on 167,095,019 shares of Common Stock reported to be outstanding as of November 3, 2023 in the Issuer’s Form 10-Q for the quarterly period ended September 30, 2023 as filed with the SEC on November 7, 2023.

1.	Names of Reporting Persons Jeffrey Crowe
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)
3.	SEC Use Only
4.	Citizenship or Place of Organization United States of America
Number of Shares Beneficially Owned by Each Reporting Person With	5. Sole Voting Power 38,509 shares
	6. Shared Voting Power 14,702,972 shares (2)
	7. Sole Dispositive Power 38,509 shares
	8. Shared Dispositive Power 14,702,972 shares (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,741,481 shares (2)
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9) 8.8% (3)
12.	Type of Reporting Person (See Instructions) IN

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1.	Names of Reporting Persons Promod Haque	
2.	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	<input type="checkbox"/>
	(b)	<input checked="" type="checkbox"/> (1)
3.	SEC Use Only	
4.	Citizenship or Place of Organization United States of America	
Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 14,702,972 shares (2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 14,702,972 shares (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,702,972 shares (2)	
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 8.8% (3)	
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1.	Names of Reporting Persons Jon E. Kossow
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> (1)
3.	SEC Use Only
4.	Citizenship or Place of Organization United States of America
Number of Shares Beneficially Owned by Each Reporting Person With	5. Sole Voting Power 0
	6. Shared Voting Power 14,702,972 shares (2)
	7. Sole Dispositive Power 0
	8. Shared Dispositive Power 14,702,972 shares (2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 14,702,972 shares (2)
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9) 8.8% (3)
12.	Type of Reporting Person (See Instructions) IN

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- (3) The percentage is based on 167,095,019 shares of Common Stock reported to be outstanding as of November 3, 2023 in the Issuer’s Form 10-Q for the quarterly period ended September 30, 2023 as filed with the SEC on November 7, 2023.

Item 1.

- (a) Name of Issuer
Talkspace, Inc.
-
- (b) Address of Issuer's Principal Executive Offices
622 Third Avenue
New York, NY 10017
-

Item 2.

- (a) Name of Person Filing
Norwest Venture Partners XIII, LP ("NVP XIII")
Genesis VC Partners XIII, LLC ("Genesis XIII")
NVP Associates, LLC ("NVP Associates")
Jeffrey Crowe ("Crowe")
Promod Haque ("Haque")
Jon E. Kossow ("Kossow")
-
- (b) Address of Principal Business Office or, if none, Residence
1300 El Camino Real, Suite 200
Menlo Park, CA 94024
-
- (c) Citizenship
Entities: NVP XIII - Delaware
Genesis XIII - Delaware
NVP Associates - Delaware
Individuals: Crowe - United States of America
Haque - United States of America
Kossow - United States of America
-
- (d) Title of Class of Securities
Common Stock, \$0.0001 par value per share
-
- (e) CUSIP Number
87427V103
-

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable

Item 4. Ownership

The following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1 is provided as of December 31, 2023:

Reporting Persons	Shares Held Directly	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power	Beneficial Ownership	Percentage of Class (3)
NVP XIII (1)	14,702,972	0	14,702,972	0	14,702,972	14,702,972	8.8%
Genesis XIII (1)	0	0	14,702,972	0	14,702,972	14,702,972	8.8%
NVP Associates (1)	0	0	14,702,972	0	14,702,972	14,702,972	8.8%
Crowe (2)	38,509	38,509	14,702,972	38,509	14,702,972	14,741,481	8.8%
Haque (1)	0	0	14,702,972	0	14,702,972	14,702,972	8.8%
Kossow (1)	0	0	14,702,972	0	14,702,972	14,702,972	8.8%

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Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2024

Norwest Venture Partners XIII, LP

By Genesis VC Partners XIII, LLC
Its General Partner

By NVP Associates, LLC,
Its: Managing Member

By: /s/ Matthew De Dominicis
Name: Matthew De Dominicis
Title: Chief Financial Officer

Genesis VC Partners XIII, LLC

By NVP Associates, LLC,
Its: Managing Member

By: /s/ Matthew De Dominicis
Name: Matthew De Dominicis
Title: Chief Financial Officer

NVP Associates, LLC

By: /s/ Matthew De Dominicis
Name: Matthew De Dominicis
Title: Chief Financial Officer

/s/ Matthew De Dominicis
Matthew De Dominicis,
as Attorney-in-fact for Promod Haque

/s/ Matthew De Dominicis
Matthew De Dominicis,
as Attorney-in-fact for Jeffrey Crowe

/s/ Matthew De Dominicis
Matthew De Dominicis,
as Attorney-in-fact for Jon E. Kossow

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).

Exhibit(s):

A Joint Filing Agreement

EXHIBIT A

JOINT FILING AGREEMENT

We, the undersigned, hereby express our agreement that the attached Schedule 13G (or any amendments thereto) relating to the Common Stock of Talkspace, Inc. is filed on behalf of each of us.

Dated: February 14, 2024

Norwest Venture Partners XIII, LP

By Genesis VC Partners XIII, LLC
Its General Partner

By NVP Associates, LLC,
Its: Managing Member

By: /s/ Matthew De Dominicis
Name: Matthew De Dominicis
Title: Chief Financial Officer

Genesis VC Partners XIII, LLC

By NVP Associates, LLC,
Its: Managing Member

By: /s/ Matthew De Dominicis
Name: Matthew De Dominicis
Title: Chief Financial Officer

NVP Associates, LLC

By: /s/ Matthew De Dominicis
Name: Matthew De Dominicis
Title: Chief Financial Officer

/s/ Matthew De Dominicis
Matthew De Dominicis,
as Attorney-in-fact for Promod Haque

/s/ Matthew De Dominicis
Matthew De Dominicis,
as Attorney-in-fact for Jeffrey Crowe

/s/ Matthew De Dominicis
Matthew De Dominicis,
as Attorney-in-fact for Jon E. Kossow
