

**Statement of Changes in Beneficial Ownership**

**Reporting Person**

Boyd Erin

**Issuer Name and Ticker**

Talkspace, Inc. [ TALK ]

**Date of Earlyest Transaction**

10/18/2021

**Transactions**

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
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</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>10/18/2021</td>
<td>A</td>
<td>10,000&lt;sup&gt;(2)&lt;/sup&gt;</td>
<td>$0.00</td>
<td>10,000</td>
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<tr>
<td>Common Stock</td>
<td>03/01/2022</td>
<td>A</td>
<td>127,153&lt;sup&gt;(2)&lt;/sup&gt;</td>
<td>$0.00</td>
<td>137,153</td>
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<tr>
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<td>06/02/2022</td>
<td>D</td>
<td>2,150</td>
<td>$0.00</td>
<td>135,003</td>
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**Notes**

1. Consists of restricted stock units ("RSUs"). Each RSU represents a contingent right to receive one share of Talkspace, Inc. (the "Company") common stock.
2. The RSU's vest (i) as to 25% of the underlying shares on the one year anniversary of the vesting start date and (ii) as to the remaining 75% in 12 substantially equal installments on a quarterly basis thereafter, subject to the Reporting Person's continued service with the Company through each such vesting date.
3. The RSU's vest in 16 substantially equal installments on a quarterly basis, subject to the Reporting Person's continued service with the Company through each vesting date.
4. Represents the number of shares withheld by the Company to satisfy applicable tax withholding obligations in connection with the vesting of RSUs reported in this Form 4.
5. The stock option vests and becomes exercisable (i) as to 25% of the underlying shares on the one year anniversary of the vesting start date and (ii) as to the remaining 75% in 12 substantially equal installments on a quarterly basis, subject to the Reporting Person's continued service with the Company through each vesting date.
6. The stock option vests and becomes exercisable in 16 substantially equal installments on a quarterly basis, subject to the Reporting Person's continued service with the Company through each vesting date.

**Remarks**

By: /s/ John Reilly, Attorney-in-fact for Erin Boyd 06/10/2022

**Signature of Reporting Person**

Date