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**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 13D**

Under the Securities Exchange Act of 1934

**(Amendment No. 1)\***

**Talkspace, Inc.**

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**(Name of Issuer)**

**Common Stock, \$0.0001 par value**

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**(Title of Class of Securities)**

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**(CUSIP Number)**

**Sharon Beredjick Cohen**  
**c/o Qumra Capital, 4 HaNevi'im Street,**  
**Tel Aviv, L3, 6435604**  
**972-3-6055205**

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**(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)**

**03/09/2026**

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**(Date of Event Which Requires Filing of This Statement)**

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on 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).

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**SCHEDULE 13D**

**CUSIP No.**

Name of reporting person

1

QUMRA CAPITAL II, L.P.

2

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

3 SEC use only  
Source of funds (See Instructions)

4 WC  
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5   
Citizenship or place of organization

6 CAYMAN ISLANDS

Sole Voting Power

7

8,573,437.00

Number of Shares Beneficially

Shared Voting Power

Owned by

8

0.00

Each Reporting Person

9

8,573,437.00

With: Shared Dispositive Power

10

0.00

Aggregate amount beneficially owned by each reporting person

11 8,573,437.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12   
Percent of class represented by amount in Row (11)

13 5.2 %

Type of Reporting Person (See Instructions)

14 PN

**Comment for Type of Reporting Person:** Note to 13: Percentage beneficial ownership is based on 165,656,124 shares of the Issuer's common stock, \$0.0001 par value per share ("Common Stock"), outstanding as of November 4, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on November 6, 2025.

## SCHEDULE 13D

### CUSIP No.

Name of reporting person

1 Qumra Capital GP II, L.P.

Check the appropriate box if a member of a Group (See Instructions)

2  (a)

(b)

3 SEC use only  
Source of funds (See Instructions)

4 AF  
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

6 Citizenship or place of organization

CAYMAN ISLANDS

Sole Voting Power

7

Number of  
Shares

0.00

Shared Voting Power

Beneficially

8

Owned by

8,573,437.00

Each

Sole Dispositive Power

Reporting

9

Person

0.00

With:

Shared Dispositive Power

10

8,573,437.00

Aggregate amount beneficially owned by each reporting person

11

8,573,437.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12



Percent of class represented by amount in Row (11)

13

5.2 %

Type of Reporting Person (See Instructions)

14

PN

**Comment for Type of Reporting Person:** Note to 8, 10, and 11: Consists of the 8,573,437 shares of common stock held by Qumra Capital II, L.P. ("Qumra Capital II"), as to which the Reporting Person shares voting and dispositive power by virtue of serving as the general partner of Qumra Capital II. Note to 13: Percentage beneficial ownership is based on 165,656,124 shares of the Issuer's Common Stock, outstanding as of November 4, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 6, 2025.

## SCHEDULE 13D

### CUSIP No.

Name of reporting person

1

Qumra Capital Israel I Ltd.

Check the appropriate box if a member of a Group (See Instructions)

2



(a)



(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5



Citizenship or place of organization

6

ISRAEL

Number of  
Shares

7

Sole Voting Power

Beneficially

0.00

Owned by

8

Shared Voting Power

Each

Reporting

Person 8,573,437.00  
 With: Sole Dispositive Power  
 9  
 0.00  
 Shared Dispositive Power  
 10  
 8,573,437.00  
 Aggregate amount beneficially owned by each reporting person  
 11  
 8,573,437.00  
 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)  
 12  
  
 Percent of class represented by amount in Row (11)  
 13  
 5.2 %  
 Type of Reporting Person (See Instructions)  
 14  
 PN

**Comment** Note to 8, 10, and 11: Consists of the 8,573,437 shares of common stock held by Qumra Capital II, as to which the  
**for Type** Reporting Person shares voting and dispositive power by virtue of serving as the general partner of the general partner  
**of** of Qumra Capital II. Note to 13: Percentage beneficial ownership is based on 165,656,124 shares of the Issuer's  
**Reporting** Common Stock, outstanding as of November 4, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed  
**Person:** with the SEC on November 6, 2025.

## SCHEDULE 13D

### CUSIP No.

Name of reporting person  
 1  
 Erez Shachar  
 Check the appropriate box if a member of a Group (See Instructions)  
 2  
 (a)  
 (b)  
 3  
 SEC use only  
 Source of funds (See Instructions)  
 4  
 AF  
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)  
 5  
  
 Citizenship or place of organization  
 6  
 ISRAEL  
 Sole Voting Power  
 7  
 Number of 373,758.00  
 Shares Beneficially 8  
 Owned by 8,573,437.00  
 Each Reporting 9  
 Person 373,758.00  
 With: Shared Dispositive Power  
 10  
 8,573,437.00  
 11  
 Aggregate amount beneficially owned by each reporting person

8,947,195.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

5.4 %

Type of Reporting Person (See Instructions)

14

IN

**Comment** Note to 8, 10, and 11: Consists of the 8,573,437 shares of common stock held by Qumra Capital II, as to which the  
**for Type** Reporting Person shares voting and dispositive power by virtue of his serving as a managing partner of Qumra Capital  
**of** Israel I Ltd. (which serves as the general partner of the general partner of Qumra Capital II). Note to 13: Percentage  
**Reporting** beneficial ownership is based on 165,656,124 shares of the Issuer's Common Stock, outstanding as of November 4,  
**Person:** 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 6, 2025.

## SCHEDULE 13D

### CUSIP No.

Name of reporting person

1

Boaz Dinte

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

ISRAEL

Sole Voting Power

7

0.00

Number of  
Shares

Shared Voting Power

Beneficially 8

8,573,437.00

Owned by

Sole Dispositive Power

Each

9

0.00

Reporting  
Person

Shared Dispositive Power

With:

10

8,573,437.00

Aggregate amount beneficially owned by each reporting person

11

8,573,437.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

5.2 %

IN

**Comment for Type of Reporting Person:** Note to 8, 10, and 11: Consists of the 8,573,437 shares of common stock held by Qumra Capital II, as to which the Reporting Person shares voting and dispositive power by virtue of his serving as a managing partner of Qumra Capital of Israel I Ltd. (which serves as the general partner of the general partner of Qumra Capital II). Note to 13: Percentage beneficial ownership is based on 165,656,124 shares of the Issuer's Common Stock, outstanding as of November 4, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 6, 2025.

## SCHEDULE 13D

### Item 1. Security and Issuer

Title of Class of Securities:

(a)

Common Stock, \$0.0001 par value

Name of Issuer:

(b)

Talkspace, Inc.

Address of Issuer's Principal Executive Offices:

(c)

622 Third Avenue, New York, NEW YORK , 10017.

**Item 1 Comment:** This Amendment No. 1 to Schedule 13D (this "Amendment") amends and supplements the previously filed statement on Schedule 13D filed on July 1, 2021 (as amended and supplemented from time to time, the "Schedule 13D") by the Reporting Persons, relating to the common stock, par value \$0.0001 per share (the "Common Stock"), of Talkspace, Inc., a Delaware corporation (the "Issuer" or "Talkspace"). Except as set forth below, all Items of the Schedule 13D remain unchanged. Capitalized terms used but not defined in this Amendment No. 1 shall have the meanings set forth in the Schedule 13D. The information set forth in response to each separate Item below shall be deemed to be a response to all Items where such information is relevant. The Schedule 13D is hereby supplementally amended as follows:

### Item 4. Purpose of Transaction

The second paragraph of Item 4 of the Schedule 13D is hereby amended and replaced by the following: The information provided in Item 6 is incorporated by reference herein.

### Item 5. Interest in Securities of the Issuer

The first sentence of Item 5 of the Schedule 13D is deleted in its entirety. Items 5(a) and 5(b) of the Schedule 13D are each hereby amended and replaced to incorporate by reference the information provided in the cover pages and in response to Item 1 of this Amendment No. 1.

(a)

See (a) above.

(b)

### Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 of the Schedule 13D is hereby amended and supplemented by adding the following: Merger Agreement On March 9, 2026, the Issuer entered into an Agreement and Plan of Merger (the "Merger Agreement") with Universal Health Services, Inc., a Delaware corporation ("Parent"), and UHS Merger Subsidiary, Inc., a Delaware corporation and an indirect wholly owned subsidiary of Parent ("Merger Sub"). Subject to the terms and conditions of the Merger Agreement, Merger Sub will be merged with and into the Issuer (the "Merger"), with the Issuer surviving the Merger as an indirect wholly owned subsidiary of Parent. Voting Agreement On March 9, 2026, concurrently with the execution of the Merger Agreement, Parent entered into a voting agreement (the "Voting Agreement") with certain Reporting Persons, solely in their capacities as stockholders of the Issuer, pursuant to which, among other things, the Reporting Persons (collectively, the "Holders"), among other things, agreed to vote all of their shares of the Issuer's Common Stock beneficially owned (i) in favor of adopting the Merger Agreement and any other actions contemplated by the Merger Agreement in respect of which the approval of the Company's stockholders is requested, (ii) against any alternative takeover proposal from a third party and (iii) against any other action that would reasonably likely be intended, or would reasonably be expected, to materially impede, interfere with, delay, postpone, affect in an adverse manner or prevent the consummation of the Merger or the other transactions contemplated by the Merger Agreement. The Voting Agreement will terminate upon the earliest of (i) the valid termination of the Merger Agreement in accordance with its terms, (ii) the Effective Time (as defined in the Merger Agreement), (iii) the entry, without the prior written consent of the applicable Holders, into any material modification or amendment to the Merger Agreement that reduces the amount, changes the form or otherwise adversely affects the consideration payable to such Holders pursuant to the Merger Agreement as in effect on the date of the Voting Agreement and (iv) with respect to any Holder, the mutual written agreement of such Holder and Parent. The foregoing description of the Voting Agreement does not purport to be complete and is subject to, and qualified in its entirety by, the full text of the form of Voting Agreement, a copy of which is attached as Exhibit 99.1 and is incorporated by reference herein.

### Item 7. Material to be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended and supplemented by adding the following: 99.1. Form of Voting Agreement (incorporated by reference to Exhibit 99.2 of the Issuer's Form 8-K filed with the Securities and Exchange Commission on March 9, 2026).

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.

QUMRA CAPITAL II, L.P.

Signature: /s/ Erez Shachar

Name/Title: Erez Shachar, Managing Partner

Date: 03/30/2026

Qumra Capital GP II, L.P.

Signature: /s/ Erez Shachar

Name/Title: Erez Shachar, Managing Partner

Date: 03/30/2026

Qumra Capital Israel I Ltd.

Signature: /s/ Erez Shachar

Name/Title: Erez Shachar, Managing Partner

Date: 03/30/2026

Erez Shachar

Signature: /s/ Erez Shachar

Name/Title: Erez Shachar

Date: 03/30/2026

Boaz Dinte

Signature: /s/ Boaz Dinte

Name/Title: Boaz Dinte

Date: 03/30/2026