SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* Arduini Matteo			2. Issuer Name and Ticker or Trading Symbol HELIOS TECHNOLOGIES, INC. [HLIO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) 7456 SIXTEEN	ast) (First) (Middle) IS6 SIXTEENTH STREET EAST		3. Date of Earliest Transaction (Month/Day/Year) 01/06/2023	x	Officer (give title below)				
(Street) SARASOTA FL 34243 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

	1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ar) 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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	 Transaction(s) (Instr. 3 and 4) 		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 11. Nature 10. Transaction Derivative Conversion Date Execution Date Derivative Expiration Date Securities Underlying Derivative derivative Ownership of Indirect (Month/Day/Year) (Month/Day/Year) Securities Derivative Security (Instr. Security (Instr. 3) or Exercise Code (Instr. Securities Form: Beneficial if anv Security Price of (Month/Dav/Year) 8) Acquired (A) 3 and 4) (Instr. 5) Beneficially Direct (D) Ownership Derivative or Disposed (Instr. 4) Owned or Indirect of (D) (Instr. 3, 4 and 5) Security Following (I) (Instr. 4) Reported Transaction(s) Amount (Instr. 4) o. Number Date Expiration v (D) Title Code (A) Exercisable Date of Shares Performance-Common Based Restricted \$0.00⁽¹⁾ 01/06/2023 (1) 3,083 3,083 D А 3.083 (1) \$0.00 Stock Stock Units Restricted Stock Common \$0.00⁽²⁾ 01/06/2023 A 3,082 (2) 3,082 \$0.00 3.082 D Units Stock Restricted Stock Common \$0.00⁽³⁾ 01/06/2023 А 3.000 (3) (3) 3,000 \$0.00 3.000 D Units Stock

Explanation of Responses:

1. Restricted stock units granted to reporting person on January 6, 2023, which represent the right to receive, following vesting, up to 200% of one share of the Company's Common Stock. The number of shares of Common Stock acquired upon vesting of the performance-based RSUs is contingent upon the achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year performance period beginning on the first day of the fiscal year of 2023 and ending the last day of the fiscal year of 2025, providing continuous employment with the Company through March 15, 2026.

2. Each RSU represents the right to receive, following vesting, one share of Common Stock. Unless earlier forfeited under the terms of the RSU, 33-1/3% of the awards vest and convert into Common Stock on each of the first three anniversaries of the grant date.

3. Each RSU represents the right to receive, following vesting, one share of Common Stock. Unless earlier forfeited under the terms of the RSU, 100% of the awards vest and convert into Common Stock on the first anniversary of the grant date.

Remarks:

/s/ Marc Greenberg, Attorney-in-Fact for Matteo Arduini 01/10/2023

Date

** Signature of Reporting Person

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.

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