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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Matosevic Josef</u> _____ (Last) (First) (Middle) 7456 SIXTEENTH STREET EAST _____ (Street) SARASOTA FL 34243 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HELIOS TECHNOLOGIES, INC. [ HLIO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X <b>President and CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2024	
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			
Common Stock	01/03/2024		M		5,386	A	\$0.00	39,743	D	
Common Stock	01/03/2024		F		2,276 <sup>(1)</sup>	D	\$42.67	37,502 <sup>(2)</sup>	D	

**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
Performance-Based Restricted Stock Units	\$0.00 <sup>(3)</sup>	01/03/2024		A		55,660		(3)	(3)	Common Stock	55,660	\$0.00	55,660	D	
Restricted Stock Units	\$0.00 <sup>(4)</sup>	01/03/2024		A		73,589		(4)	(4)	Common Stock	73,589	\$0.00	73,589	D	
Restricted Stock Units	\$0.00 <sup>(5)</sup>	01/03/2024		M			5,386	(6)	(6)	Common Stock	5,386	\$0.00	5,386	D	

**Explanation of Responses:**

- No shares were sold - these shares were withheld by the issuer to satisfy tax withholding requirements in connection with the vesting of restricted stock units.
- The number of direct shares has been reduced by 35 shares to correct the number of shares withheld from the Reporting Persons vesting dated January 3, 2023.
- The performance-based RSUs granted to the reporting person on January 3, 2024, represent the right to receive, following vesting, a number of shares of Common Stock up to 200% of the number of performance-based RSUs. 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 2024 and ending the last day of the fiscal year of 2026, subject to continuous employment with the Company through March 15, 2027
- Each RSU represents the right to receive, following vesting, one share of Common Stock. Unless earlier forfeited under the terms of the RSU, 17,929 RSUs shall vest and convert on April 1, 2024, and 33-1/3% of the remainder of the awards will vest and convert into Common Stock on each of the first three anniversaries of the grant date.
- 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 anniversary of the grant date.

**Remarks:**

/s/ Marc Greenberg, Attorney-in-Fact for Josef Matosevic 01/05/2024

\*\* 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.