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

## SCHEDULE 13G

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

HealthCor Catalio Acquisition Corp.
(Name of Issuer)
Class A Ordinary Shares, \$0.0001 par value per share  (Title of Class of Securities)
G44125105
(CUSIP Number)
February 3, 2021
(Date of Event Which Requires Filing of This Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
<ul> <li>□ Rule 13d-1(b)</li> <li>ý Rule 13d-1(c)</li> <li>□ Rule 13d-1(d)</li> </ul>
(Page 1 of 9 Pages)

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).

<sup>\*</sup>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.

1	NAMES OF REPORTING PERSONS			
	Empyrean Capital Overseas Master Fund, Ltd.			
2	CHECK THE API	(a) 🗆		
	(a) <u> </u>			
			(b) <b>y</b>	
3	SEC USE ONLY			
4		CITIZENSHIP OR PLACE OF ORGANIZATION		
4	Cayman Islands			
	5	SOLE VOTING POWER		
	Э	0		
NUMBER OF		SHARED VOTING POWER		
SHARES BENEFICIALLY	6	1,075,000		
OWNED BY				
EACH REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER 0		
		U		
	8	SHARED DISPOSITIVE POWER		
		1,075,000		
9	AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	1,075,000			
10	CHECK BOX IF	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
10			Ш	
11	PERCENT OF CL	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
11	5.0%			
40	TYPE OF REPOR	TING PERSON		
12	CO	IIIIO I BROOM		

1	NAMES OF REPORTING PERSONS				
	Empyrean Capital Partners, LP				
2	CUECU EUE A DEPONDUTE DOVIE A MEMBER OF A CROUP				
			(a) 🗆		
			(b) $\acute{\mathbf{y}}$		
3	SEC USE ONLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION				
_	Delaware	Delaware			
	5	SOLE VOTING POWER			
	3	0			
NUMBER OF SHARES	6	SHARED VOTING POWER			
BENEFICIALLY	O	1,075,000			
OWNED BY	_	SOLE DISPOSITIVE POWER			
EACH REPORTING	7	0			
PERSON WITH					
	8	SHARED DISPOSITIVE POWER 1,075,000			
		1,073,000			
9		DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,075,000				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
10					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	5.0%				
12	TYPE OF REPORT	ING PERSON			
14	PN				
I	1				

-				
1	NAMES OF REPORTING PERSONS			
_	Amos Meron			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
			(a) 🗌	
			(b) $\acute{\mathbf{y}}$	
3	SEC USE ONLY			
J				
4 CITIZENSHIP OR		PLACE OF ORGANIZATION		
_	United States			
	F	SOLE VOTING POWER		
	5	0		
NUMBER OF		CHARED VOTING BOLIER		
SHARES	6	SHARED VOTING POWER 1,075,000		
BENEFICIALLY OWNED BY		1,073,000		
EACH	7	SOLE DISPOSITIVE POWER		
REPORTING PERSON WITH	-	0		
	8	SHARED DISPOSITIVE POWER		
	0	1,075,000		
	ACCREGATE AMO	I DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	1,075,000	JOINT DENEFICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	5.0%			
12	TYPE OF REPORT	ING PERSON		
	IN			

#### Item 1(a). NAME OF ISSUER.

The name of the issuer is HealthCor Catalio Acquisition Corp. (the "Issuer").

# Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

The Issuer's principal executive offices are located at 55 Hudson Yards, 28th Floor, New York, New York 10001.

#### Item 2(a). NAME OF PERSON FILING:

This statement is filed by:

- (i) Empyrean Capital Overseas Master Fund, Ltd. ("<u>ECOMF</u>"), a Cayman Islands exempted company, with respect to the Class A Ordinary Shares (as defined in Item 2(d)) directly held by it;
- (ii) Empyrean Capital Partners, LP ("<u>ECP</u>"), a Delaware limited partnership, which serves as investment manager to ECOMF with respect to the Class A Ordinary Shares directly held by ECOMF;
- (iii) Mr. Amos Meron, who serves as the managing member of Empyrean Capital, LLC, the general partner of ECP, with respect to the Class A Ordinary Shares directly held by ECOMF.

The foregoing persons are hereinafter sometimes collectively referred to as the "<u>Reporting Persons</u>." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

The foregoing should not be construed in and of itself as an admission by any Reporting Person as to beneficial ownership of Class A Ordinary Shares owned by another Reporting Person.

## Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

The address of the business office of each of the Reporting Persons is c/o Empyrean Capital Partners, LP, 10250 Constellation Boulevard, Suite 2950, Los Angeles, CA 90067.

## Item 2(c). CITIZENSHIP:

ECOMF - a Cayman Island exempted company ECP - a Delaware limited partnership Amos Meron - United States

## Item 2(d). TITLE OF CLASS OF SECURITIES:

Class A ordinary shares, \$0.0001 par value per share (the "Class A Ordinary Shares")

tem 2(e).	CUSIP NUMBER:			
	G44125	105		
tem 3.		ATEMENT IS FILED PURSUANT TO §§ 240.13d-1(b) OR 240.13d-2(b) OR (c), CHECK THE PERSON FILING IS A:		
	(a)		Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);	
	(b)		Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);	
	(c)		Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);	
	(d)		Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);	
	(e)		Investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);	
	(f)		Employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);	
	(g)		Parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);	
	(h)		Savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);	
	(i)		Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);	
	(j)		Non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);	
	(k)		Group, in accordance with § 240.13d-1(b)(1)(ii)(K).	
	If filing	as a no	on-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please	

#### Item 4. OWNERSHIP.

specify the type of institution:\_

The information required by Items 4(a) - (c) is set forth in Rows (5) - (11) of the cover page for each Reporting Person hereto and is incorporated herein by reference for each Reporting Person.

The percentages used in this Schedule 13G are calculated based upon 21,314,000 Class A Ordinary Shares outstanding, as reported in the Issuer's Prospectus filed pursuant to Rule 424(b)(4) with the Securities and Exchange Commission on January 28, 2021 and the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 29, 2021, after giving effect to the completion of the offering, the private placement and the full exercise of the underwriters' over-allotment option, all as described therein.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

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.

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.

Each of the Reporting Persons hereby makes the following certification:

By signing below each Reporting Person certifies that, to the best of its 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 that purpose or effect.

#### **SIGNATURES**

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

DATED: February 11, 2021

# EMPYREAN CAPITAL PARTNERS, LP

By: /s/ C. Martin Meekins

Name: C. Martin Meekins Title: Chief Operating Officer

# EMPYREAN CAPITAL OVERSEAS MASTER FUND, LTD.

By: Empyrean Capital Partners, LP, its Investment Manager

By: /s/ C. Martin Meekins

Name: C. Martin Meekins Title: Chief Operating Officer

/s/ Amos Meron

AMOS MERON

# EXHIBIT 1 JOINT ACQUISITION STATEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 11, 2021

#### EMPYREAN CAPITAL PARTNERS, LP

By: /s/ C. Martin Meekins
Name: C. Martin Meekins

Title: Chief Operating Officer

# EMPYREAN CAPITAL OVERSEAS MASTER FUND, LTD.

By: Empyrean Capital Partners, LP, its Investment Manager

By: /s/ C. Martin Meekins

Name: C. Martin Meekins Title: Chief Operating Officer

/s/ Amos Meron

**AMOS MERON**