

OMB APPROVAL	
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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).

1. Name and Address of Reporting Person* <u>Paykel Neela</u>  (Last) (First) (Middle) C/O HYPERFINE, INC. 351 NEW WHITFIELD STREET  (Street) GUILFORD CT 06437  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Hyperfine, Inc. [ HYPR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Gen Counsel &amp; Corp Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) 10/31/2022	
	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			

**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
Stock Option (right to buy)	\$3.9	10/31/2022		D <sup>(1)</sup>			71,750	(1)	02/09/2032	Class A Common Stock	71,750	(1)	0	D	
Stock Option (right to buy)	\$0.91	10/31/2022		A <sup>(1)</sup>		71,750		(1)	02/09/2032	Class A Common Stock	71,750	(1)	71,750	D	
Stock Option (right to buy)	\$3.9	10/31/2022		D <sup>(2)</sup>			85,000	(2)	02/09/2032	Class A Common Stock	85,000	(2)	0	D	
Stock Option (right to buy)	\$0.91	10/31/2022		A <sup>(2)</sup>		85,000		(2)	02/09/2032	Class A Common Stock	85,000	(2)	85,000	D	
Stock Option (right to buy)	\$3.27	10/31/2022		D <sup>(3)</sup>			98,250	(3)	04/27/2031	Class A Common Stock	98,250	(3)	0	D	
Stock Option (right to buy)	\$0.91	10/31/2022		A <sup>(3)</sup>		98,250		(3)	04/27/2031	Class A Common Stock	98,250	(3)	98,250	D	

**Explanation of Responses:**

- The reported transactions involved an amendment of an outstanding stock option grant, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted on February 9, 2022, of which 25,411 shares vested and the remainder of the options vesting in equal monthly installments, subject to Ms. Paykel's continued service on each vesting date.
- The reported transactions involved an amendment of an outstanding stock option grant, resulting in the deemed cancellation of the old option and the grant of a replacement option. The shares underlying this option vest as to 25% on February 9, 2023, and 2.083% at the end of each month thereafter beginning on March 31, 2023, subject to Ms. Paykel's continued service through the applicable vesting date.
- The reported transactions involved an amendment of an outstanding stock option grant, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted on December 22, 2021, of which 30,702 shares vested and the remainder of the options vesting in equal monthly installments, subject to Ms. Paykel's continued service on each vesting date.

**Remarks:**

/s/ Alok Gupta

11/01/2022

\*\* 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.