| SEC Form 4 |  |
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### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

|   | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). | STAT |
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# EMENT OF CHANGES IN BENEFICIAL O

Filed pursuant to Section 16(a) of the Securities Exchange Act of or Section 30(h) of the Investment Company Act of 1940

| WNE    | RSHIP  | OMB Number:<br>Estimated average burde | 3235-0287<br>n |  |  |  |  |  |  |
|--------|--|--|----------------|--|--|--|--|--|--|
| f 1934 |  | hours per response:                    | 0.5            |  |  |  |  |  |  |
|        |  |  |                |  |  |  |  |  |  |
|        | 5. Relationship of Reporting Person(s) to Issuer |  |                |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person <sup>*</sup><br>Walter Blane |         | n*    | 2. Issuer Name and Ticker or Trading Symbol<br>HELIUS MEDICAL TECHNOLOGIES,   |                        | tionship of Reporting Person<br>all applicable)<br>Director                                       | n(s) to Issuer<br>10% Owner |
|--|---------|-------|---|------------------------|---|-----------------------------|
| (Last)<br>C/O HELIUS ME<br>SUITE 400, 41 U                           |         | 1     | INC. [ HSDT ]   3. Date of Earliest Transaction (Month/Day/Year)   04/17/2017 |                        | Officer (give title<br>below)   | Other (specify<br>below)    |
| (Street)<br>NEWTOWN  | PA      | 18940 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      | 6. Indiv<br>Line)<br>X | ridual or Joint/Group Filing (<br>Form filed by One Report<br>Form filed by More than C<br>Person | ing Person                  |
| (City)   | (State) | (Zip) | ative Securities Acquired, Disposed of, or Benefic                            | ially (                | Dwned   |                             |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5 |  |       |                                    | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|---|--|-------|------------------------------------|---|---|
|                                 |  |   | Code                        | v | Amount (A) or<br>(D)  |  | Price | Transaction(s)<br>(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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D) (Instr.<br>3, 4 and 5) |     | Expiration Date     |                    | Expiration Date            |                                     | Expiration Date |                              |   |  | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |  | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|-----|---------------------|--------------------|----------------------------|-------------------------------------|-----------------|------------------------------|---|--|--|--|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D) | Date<br>Exercisable | Expiration<br>Date | Title                      | Amount<br>or<br>Number<br>of Shares |                 | Transaction(s)<br>(Instr. 4) |   |  |  |  |   |  |   |  |  |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$1.63 <sup>(1)</sup>   | 04/17/2017                                 |   | A                            |   | 100,000  |     | (2)                 | 04/17/2027         | Class A<br>Common<br>Stock | 100,000                             | \$0.00          | 100,000                      | D |  |  |  |   |  |   |  |  |  |

#### Explanation of Responses:

1. Translated into US dollars from Canadian dollars based on buying rate from Federal Reserve Bank. USD \$1.0000 = CAD \$1.3277 on April 17, 2017; based on exercise price of CAD \$2.16

2. Grant to the Reporting Person of a stock option under the Issuer's 2014 Stock Incentive Plan. The shares vest over four years with 25% of the shares vesting on April 17, 2018 and the remaining shares vesting annually in three equal installments on April 17, 2019, 2020 and 2021, subject to the Reporting Person's continued service through each applicable vesting date

#### Remarks:

| <u>/s/ Blane Walter</u> |  |
|-------------------------|--|
|                         |  |

\*\* Signature of Reporting Person

04/19/2017

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.