# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

#### **SCHEDULE 13G**

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

# HilleVax, Inc.

(Name of Issuer)

# Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

#### 43157M102

(CUSIP Number)

# September 20, 2023

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o Rule 13d-1(b)

☑ Rule 13d-1(c)

o Rule 13d-1(d)

\*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.

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).

CUSIP No. 43157M102	SCHEDULE 13G	Page 2 of 9 Pages
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	NAME OF BEDO	DEING DE	TID CONTO
1			ERSONS
	Deep Track Capital, LP		
CHECK THE APPROPRIATE BOX IF A MEMBER OF A  (a) o (b) x		PROPRIAT	TE BOX IF A MEMBER OF A GROUP
_	SEC USE ONLY		
3			
	CITIZENSHIP OR PLACE OF ORGANIZATION		
4	Delaware		
	Belaware		SOLE VOTING POWER
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		
			0 SHARED VOTING POWER
			SHARED VOTING FOWER
			2,900,000
RE			SOLE DISPOSITIVE POWER
			0
	WITH	0	SHARED DISPOSITIVE POWER
		8	2,900,000
0	AGGREGATE AI	MOUNT B	ENEFICIALLY OWNED BY EACH REPORTING PERSON
9	2,900,000		
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		ATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0
10			
	PERCENT OF CI	LASS REP	RESENTED BY AMOUNT IN ROW (9)
11	6.14%		
	TYPE OF REPOR	RTING PEI	RSON
12	IA, OO		
	111,00		

	1			
1	NAME OF REPO	RTING PE	ERSONS	
1	Deep Track Biotechnology Master Fund, Ltd.			
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		TE BOX IF A MEMBER OF A GROUP		
2 (a) o (b) x				
	SEC USE ONLY			
3	SEC USE OINLY			
4	CITIZENSHIP OR PLACE OF ORGANIZATION		OF ORGANIZATION	
4	Cayman Islands			
	•	5	SOLE VOTING POWER	
			0	
	JMBER OF SHARES		SHARED VOTING POWER	
BEN	IEFICIALLY	6		
	OWNED BY EACH REPORTING		2,900,000	
			SOLE DISPOSITIVE POWER	
F	PERSON WITH	7	0	
	***************************************		SHARED DISPOSITIVE POWER	
		8	2,900,000	
	AGGREGATE AN	MOUNT B	ENEFICIALLY OWNED BY EACH REPORTING PERSON	
9	2,900,000			
		AGGREG!	ATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0	
10	CILECK II THE PROGRESSIVE PRINCE IN NOW (3) EXCEODES CENTRALS			
	DEDCENT OF C	ACC DED	DESENTED DV AMOUNT IN DOW (0)	
11	PERCENT OF CL	ASS KEP	RESENTED BY AMOUNT IN ROW (9)	
	6.14%			
12	TYPE OF REPOR	TYPE OF REPORTING PERSON		
14	CO			

	NAME OF BERO	DEING DE	EDCOMG.
1	David Kroin		ERSONS
CHECK THE APPRO (a) o (b) x		PROPRIATE BOX IF A MEMBER OF A GROUP	
	SEC USE ONLY		
3			
	CITIZENSHIP OR PLACE OF ORGANIZATION		
4	United States		
	Office States		SOLE VOTING POWER
	MBER OF		0
	HARES EFICIALLY	6	SHARED VOTING POWER
OV	VNED BY		2,900,000
	EACH REPORTING PERSON		SOLE DISPOSITIVE POWER
P			0
	WITH		SHARED DISPOSITIVE POWER
		8	2,900,000
	AGGREGATE AN	MOUNT B	BENEFICIALLY OWNED BY EACH REPORTING PERSON
9	2,900,000		
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		ATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0
10			
	PERCENT OF CL	ASS REP	RESENTED BY AMOUNT IN ROW (9)
11	6.14%		
TYPE OF REPORTING		TING PE	RSON
12	IN, HC		

CUSII	P No. 43157M102	SCHEDULE 13G	Page 5 of 9 Pages
Item 1.	(a) Name of Issuer		
	HilleVax, Inc.		
Item 1.	(b) Address of Issuer's Principal Exc	ecutive Offices	
	321 Harrison Avenue		
	Boston, Massachusetts 02118		
Item 2.	(a) Names of Persons Filing:		
	<ul><li>(i) Deep Track Capital, LP</li><li>(ii) Deep Track Biotechnology Mas</li><li>(iii) David Kroin</li></ul>	ter Fund, Ltd.	
Item 2.	(b) Address of Principal Business O	ffice:	
		Greenwich, CT 06830 190 Elgin Ave, George Town, KY1-9001, Cayman Islands O Greenwich Ave, 3rd Floor, Greenwich, CT 06830	
Item 2.	(c) Citizenship:		
	<ul><li>(i) Delaware</li><li>(ii) Cayman Islands</li><li>(iii) United States</li></ul>		
Item 2.	(d) Title of Class of Securities		
	Common Stock, par value \$0.0001	per share (the "Common Stock")	
Item 2.	(e) CUSIP No.:		
	43157M102		
CUSII	P No. 43157M102	SCHEDULE 13G	Page 6 of 9 Pages
		SCHEDULE 13G §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the	
	If this statement is filed pursuant to		
Item 3.	If this statement is filed pursuant to  ☐ Broker or dealer registered under s	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particles of the Act (15 U.S.C. 78o);	
(a) (b)	If this statement is filed pursuant to  ☐ Broker or dealer registered under s ☐ Bank as defined in section 3(a)(6)	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particles of the Act (15 U.S.C. 78o);	
(a) (b)	If this statement is filed pursuant to  □ Broker or dealer registered under s □ Bank as defined in section 3(a)(6) □ Insurance company as defined in s □ Investment company registered un	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.S.C. 78c).	person filing is a:
(a) (b) (c)	If this statement is filed pursuant to  □ Broker or dealer registered under so □ Bank as defined in section 3(a)(6) □ Insurance company as defined in so □ Investment company registered under so □ An investment adviser in accordance.	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the present of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U. ace with §240.13d-1(b)(1)(ii)(E);	person filing is a:
(a) (b) (c) (d) (e) (c)	If this statement is filed pursuant to  □ Broker or dealer registered under s □ Bank as defined in section 3(a)(6) □ Insurance company as defined in s □ Investment company registered under s □ An investment adviser in accordant □ An employee benefit plan or endo	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); deer section 8 of the Investment Company Act of 1940 (15 U.B.C. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F);	person filing is a:
(a) (b) (c) (d) (e) (f) (g)	Broker or dealer registered under s  Bank as defined in section 3(a)(6)  Insurance company as defined in s  Investment company registered under s  An investment adviser in accordar  An employee benefit plan or endo  A parent holding company or cont	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.s.c. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); or older person in accordance with §240.13d-1(b)(1)(ii)(G);	person filing is a: S.C. 80a-8);
(a) (b) (c) (d) (e) (f) (g) (h)	Broker or dealer registered under s  Bank as defined in section 3(a)(6)  Insurance company as defined in s  Investment company registered under s  An investment adviser in accordar  An employee benefit plan or endo  A parent holding company or cont  A savings associations as defined	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the present of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); dection 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.B.C. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); or of person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.	person filing is a: S.C. 80a-8); C. 1813);
(a) (b) (c) (d) (e) (f) (g) (h)	Broker or dealer registered under s  Bank as defined in section 3(a)(6)  Insurance company as defined in s  Investment company registered under s  An investment adviser in accordar  An employee benefit plan or endo  A parent holding company or cont  A savings associations as defined	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.s.c. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); or older person in accordance with §240.13d-1(b)(1)(ii)(G);	person filing is a: S.C. 80a-8); C. 1813);
(a) (b) (c) (d) (e) (f) (g) (h) (i)	Broker or dealer registered under s  Bank as defined in section 3(a)(6)  Insurance company as defined in s  Investment company registered under s  An investment adviser in accordant An employee benefit plan or endo  A parent holding company or cont A savings associations as defined  A church plan that is excluded from	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the pasection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.s.c. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); rol person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. m the definition of an investment company under section 3(c)	person filing is a: S.C. 80a-8); C. 1813);
(a) (b) (c) (d) (e) (f) (g) (h) (i)	Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under An investment adviser in accordant An employee benefit plan or endo A parent holding company or cont A savings associations as defined A church plan that is excluded from (15 U.S.C. 80a-3);  A non-U.S. institution in accordant	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the pasection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.s.c. with §240.13d-1(b)(1)(ii)(E); wment fund in accordance with §240.13d-1(b)(1)(ii)(F); rol person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. m the definition of an investment company under section 3(c)	person filing is a:  S.C. 80a-8);  C. 1813);  (14) of the Investment Company Act of 1940
(a) (b) (c) (d) (e) (f) (g) (h) (i)	Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under An investment adviser in accordant An employee benefit plan or endo A parent holding company or cont A savings associations as defined A church plan that is excluded from (15 U.S.C. 80a-3);  A non-U.S. institution in accordant A group, in accordance with §240.	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.S.C. with §240.13d-1(b)(1)(ii)(E); where the fund in accordance with §240.13d-1(b)(1)(ii)(F); or older person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. on the definition of an investment company under section 3(c) once with §240.13d-1(b)(1)(ii)(J);	person filing is a:  S.C. 80a-8);  C. 1813);  (14) of the Investment Company Act of 1940
(a) (b) (c) (d) (e) (f) (g) (h) (i) (k)	Broker or dealer registered under some Bank as defined in section 3(a)(6)  Insurance company as defined in some Investment company registered under An investment adviser in accordant An employee benefit plan or endo A parent holding company or cont A savings associations as defined A church plan that is excluded from (15 U.S.C. 80a-3);  A non-U.S. institution in accordant A group, in accordance with §240.	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the passection 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); section 3(a)(19) of the Act (15 U.S.C. 78c); der section 8 of the Investment Company Act of 1940 (15 U.S.C. with §240.13d-1(b)(1)(ii)(E); where the fund in accordance with §240.13d-1(b)(1)(ii)(F); or older person in accordance with §240.13d-1(b)(1)(ii)(G); in Section 3(b) of the Federal Deposit Insurance Act (12 U.S. on the definition of an investment company under section 3(c) once with §240.13d-1(b)(1)(ii)(J);	person filing is a:  S.C. 80a-8);  C. 1813);  (14) of the Investment Company Act of 1940

# Item 4. Ownership

The amount beneficially owned by each Reporting Person is determined based on 47,216,931 Common Stock outstanding.

#### Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ].

#### 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 or Control Person

Deep Track Capital, LP is the relevant entity for which David Kroin may be considered a control person.

#### Item 8. Identification and Classification of Members of the Group

Not Applicable.

#### Item 9. Notice of Dissolution of Group

Not Applicable.

#### **Item 10. Certification**

By signing below I certify that, to the best of my 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.

# **SIGNATURE**

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

Dated: September 29, 2023

# Deep Track Capital, LP

By: /s/ David Kroin

David Kroin, Managing Member of the General Partner of the

Investment Adviser

# Deep Track Biotechnology Master Fund, Ltd.

By: /s/ David Kroin

David Kroin, Director

#### **David Kroin**

By: /s/ David Kroin

David Kroin

Exhibit I

#### JOINT FILING 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: September 29, 2023

# Deep Track Capital, LP

By: /s/ David Kroin

David Kroin, Managing Member of the General Partner of the Investment Adviser

Deep Track Biotechnology Master Fund, Ltd.

By: /s/ David Kroin

David Kroin, Director

#### **David Kroin**

By: /s/ David Kroin

David Kroin