# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

# **SCHEDULE 13G**

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

# **Nurix Therapeutics, Inc.**

(Name of Issuer)

#### Common stock, par value \$0.001 per share

(Title of Class of Securities)

#### 67080M103

(CUSIP Number)

#### February 16, 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. 67080M103	SCHEDULE 13G	Page 2 of 9 Pages
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1	NAME OF REPORTING PERSONS				
1	Deep Track Capit	al, LP			
		PROPRIATE BOX IF A MEMBER OF A GROUP			
2	(a) o				
	(b) x				
SEC USE ONLY					
4	4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		OF ORGANIZATION		
4					
	1		SOLE VOTING POWER		
		5			
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		SHARED VOTING POWER		
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			SOLE DISPOSITIVE POWER		
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	WITH		SHARED DISPOSITIVE POWER		
		8	2,717,171		
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9	2 717 171				
	2,717,171		ATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	5.75%				
	TYPE OF REPORTING PERSON				
12	IA, OO				
	17 1, 00				

	T				
1	NAME OF REPO	RTING PE	ERSONS		
1	Deep Track Bioted	chnology N	Master Fund, Ltd.		
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3	SEC USE ONLY				
	CITIZENSHIP OR PLACE OF ORGANIZATION		OF ORGANIZATION		
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	PERCENT OF CI	ASS REP	RESENTED BY AMOUNT IN ROW (9)		
11					
	5.75%				
12	TYPE OF REPORTING PERSON				
12	СО				

	_				
1	NAME OF REPO	ORTING P	ERSONS		
1	David Kroin				
		THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
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(b) x					
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	CITIZENSHIP OR PLACE OF ORGANIZATION				
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	United States	ı			
		5	SOLE VOTING POWER		
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10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  0				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	5.75%				
	TYPE OF REPORTING PERSON				
12					
	IN, HC				

CUSI	P No. 67080M103	SCHEDULE 13G	Page 5 of 9 Pages
Item 1.	(a) Name of Issuer		
	Nurix Therapeutics, Inc.		
Item 1.	(b) Address of Issuer's Principal Exe	ecutive Offices	
	1700 Owens Street, Suite 205		
	San Francisco, CA 94158		
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 \$0.001 pe	er share (the "Common Stock")	
Item 2.	(e) CUSIP No.:		
	67080M103		
CUSI	P No. 67080M103	SCHEDULE 13G	Page 6 of 9 Pages
		SCHEDULE 13G §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the p	
Item 3.	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 presention 15 of the Act (15 U.S.C. 78o);	
Item 3.	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 presention 15 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	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the presention 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c);	person filing is a:
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(a) (b) (c) (d) (e) (f)	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 o An investment adviser in accordance □ An employee benefit plan or endor	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the presention 15 of the Act (15 U.S.C. 78o); of the Act (15 U.S.C. 78c); ection 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);	person filing is a:
(a) (b) (c) (d) (e) (f)	If this statement is filed pursuant to  □ Broker or dealer registered under soon as a defined in section 3(a)(6)  □ Insurance company as defined in soon an investment company registered under the company registered under some the	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the particle of the Act (15 U.S.C. 780); of the Act (15 U.S.C. 78c); ection 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); wment fund in accordance with §240.13d-1(b)(1)(ii)(F);	person filing is a: S.C. 80a-8);
(a) (b) (c) (d) (e) (f) (g) (h)	If this statement is filed pursuant to  □ Broker or dealer registered under soon and an association as defined in soon and an investment company registered under the analysis of the analysi	§§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); ection 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); when the fund in accordance with §240.13d-1(b)(1)(ii)(F); rol 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)	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 o An investment adviser in accordant □ An employee benefit plan or endot □ A parent holding company or cont □ A savings associations as defined in □ 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. in 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)	If this statement is filed pursuant to  □ Broker or dealer registered under soon as a defined in section 3(a)(6)  □ Insurance company as defined in soon as Investment company registered under the company registered under the company registered under the company of an investment adviser in accordant and a parent holding company or contour and a parent holding company or contour and 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. in 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)	If this statement is filed pursuant to  □ Broker or dealer registered under soon and and as defined in section 3(a)(6)  □ Insurance company as defined in soon and an investment adviser in accordant and an employee benefit plan or endor an aparent holding company or conto and an available as A church plan that is excluded from (15 U.S.C. 80a-3);  □ A non-U.S. institution in accordant and a group, in accordance with §240.	§§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); ection 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); 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. in the definition of an investment company under section 3(c) ce 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) (j) (k)	If this statement is filed pursuant to  □ Broker or dealer registered under soon and and as defined in section 3(a)(6)  □ Insurance company as defined in soon and an investment adviser in accordant and an employee benefit plan or endor an aparent holding company or conto and an available as A church plan that is excluded from (15 U.S.C. 80a-3);  □ A non-U.S. institution in accordant and a group, in accordance with §240.	§§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); ection 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); 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. in the definition of an investment company under section 3(c) ce 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 47,273,098 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: February 24, 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: February 24, 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