# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

# **SCHEDULE 13G/A**

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

# Acumen Pharmaceuticals, Inc.

(Name of Issuer)
Common stock, par value \$0.0001 per share
(Title of Class of Securities)
00509G209
(CUSIP Number)
December 31, 2022
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
☐ Rule 13d-1(b)
⊠ Rule 13d-1(c)
□ 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. 00509G209	SCHEDULE 13G/A	Page 2 of 9 Pages
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1	NAME OF REPORTING PERSONS				
1	Deep Track Capit	Deep Track Capital, LP			
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) ⊠					
3	SEC USE ONLY				
<i>J</i>					
4	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware				
		5	SOLE VOTING POWER		
NII	NUMBER OF SHARES		0		
S			SHARED VOTING POWER		
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6	3,952,000		
		7	SOLE DISPOSITIVE POWER		
		,	0		
		8	SHARED DISPOSITIVE POWER		
		0	3,952,000		
9	AGGREGATE A	MOUNT E	BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	3,952,000				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □				
10					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	9.66%				
12	TYPE OF REPO	RTING PE	RSON		
12	IA, OO				

				1		
1	NAME OF REPORTING PERSONS					
	Deep Track Biote	Deep Track Biotechnology Master Fund, Ltd.				
			ATE BOX IF A MEMBER OF A GROUP			
2	(a) 🗆					
	(b) <b>区</b>	(b) ⊠				
2	SEC USE ONLY					
3						
	CITIZENSHIP OR PLACE OF ORGANIZATION					
4						
	Cayman Islands					
		5	SOLE VOTING POWER			
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	JMBER OF SHARES		SHARED VOTING POWER			
	BENEFICIALLY OWNED BY EACH REPORTING					
			3,952,000			
			SOLE DISPOSITIVE POWER			
PERSON WITH		7	0			
		8	SHARED DISPOSITIVE POWER			
			3,952,000			
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	3,952,000					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
10	Children in the contract of th					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
1.1	9.66%					
	TYPE OF REPORTING PERSON					
12						
	CO					

	•				
1	NAME OF REPORTING PERSONS				
	David Kroin				
		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
2	(a) □	PROPRIA	TE BOX IF A MEMBER OF A GROUP		
	(b) ⊠				
	SEC USE ONLY				
3					
	CUTIZENICIHID OD DI A CE OF ODCANIZATION				
4	CITIZENSHIP OI	CITIZENSHIP OR PLACE OF ORGANIZATION			
	United States				
			SOLE VOTING POWER		
		5			
	MBER OF				
	SHARES EFICIALLY	6	SHARED VOTING POWER		
	WNED BY		3,952,000		
	EACH		SOLE DISPOSITIVE POWER		
REPORTING PERSON		7			
	WITH		SHARED DISPOSITIVE POWER		
		8	SHARED DISTOSITIVE TOWER		
		Ü	3,952,000		
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	3,952,000				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
	CHECK II THE TOOKE ON IT THOSE (7) EXCEDED CERTAIN SHIRKES				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	9.66%				
	TYPE OF REPORTING PERSON				
12					
	IN, HC				

CUSII	P No. 00509G209	SCHEDULE 13G/A	Page 5 of 9 Pages
tem 1.	(a) Name of Issuer	•	
	Acumen Pharmaceuticals, Inc.		
tem 1.	(b) Address of Issuer's Principal Ex	ecutive Offices	
	427 Park St.		
	Charlottesville, VA 22902		
tem 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.	
tem 2.	(b) Address of Principal Business O	ffice:	
		Greenwich, CT 06830 190 Elgin Ave, George Town, KY1-9001, Cayman Islands 0 Greenwich Ave, 3rd Floor, Greenwich, CT 06830	
tem 2.	(c) Citizenship:		
	<ul><li>(i) Delaware</li><li>(ii) Cayman Islands</li><li>(iii) United States</li></ul>		
tem 2.	(d) Title of Class of Securities		
	Common stock, par value \$0.0001	per share (the "Common Stock")	
tem 2.	(e) CUSIP No.:		
.cm 2.	00509G209		
	0000,020,		
CUSII	P No. 00509G209	SCHEDULE 13G/A	Page 6 of 9 Pages
tem 3.	If this statement is filed pursuant to	§§240.13d-1(b) or 240.13d-2(b) or (c), check whether the p	erson filing is a:
(a)	☐ Broker or dealer registered under	section 15 of the Act (15 U.S.C. 780);	
(b)	$\square$ Bank as defined in section 3(a)(6)	of the Act (15 U.S.C. 78c);	
(c)	☐ Insurance company as defined in s	section 3(a)(19) of the Act (15 U.S.C. 78c);	
(d)	☐ Investment company registered ur	nder section 8 of the Investment Company Act of 1940 (15 U.S.	S.C. 80a-8);
(e)	☐ An investment adviser in accordant	nce with §240.13d-1(b)(1)(ii)(E);	
(f)	☐ An employee benefit plan or endo	wment fund in accordance with §240.13d-1(b)(1)(ii)(F);	
(g)	☐ A parent holding company or con	trol person in accordance with §240.13d-1(b)(1)(ii)(G);	
(h)	☐ A savings associations as defined	in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C	C. 1813);
(i)	☐ A church plan that is excluded fro (15 U.S.C. 80a-3);	m the definition of an investment company under section 3(c)(	(14) of the Investment Company Act of 1940
(j)	☐ A non-U.S. institution in accordar	ace with §240.13d-1(b)(1)(ii)(J);	
(k)	☐ A group, in accordance with §240 specify the type of institution:	.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accord	lance with §240.13d-1(b)(1)(ii)(J), please
		1	
CITICITY	No. 00500C200	SCHEDIII E 13C/A	n # . ca n
CUSII	P No. 00509G209	SCHEDULE 13G/A	Page 7 of 9 Pages

# Item 4. Ownership

The amount beneficially owned by each Reporting Person is determined based on 40,925,284 common shares 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 14, 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/A, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on SCHEDULE 13G/A, 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 14, 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